

RESOLUTION OF THE SOLE SHAREHOLDER OF
(*INSERT NAME OF THE WHOLLY OWNED
SUBSIDIARY*) (THE “**CORPORATION**”) APPROVED,
ADOPTED AND CONSENTED TO IN WRITING
WITHOUT THE HOLDING OF A MEETING AS
EVIDENCED BY THE SIGNATURE OF THE SOLE
SHAREHOLDER PURSUANT TO THE *BUSINESS
CORPORATIONS ACT* (ALBERTA) AND THE BYLAWS
OF THE CORPORATION.

WHEREAS The City of Calgary (the “**Shareholder**”) is the sole shareholder of the Corporation;

AND WHEREAS the Shareholder has the exclusive authority to elect directors of the Corporation and fill vacancies on the board of directors of the Corporation (the “**Board**”);

AND WHEREAS the bylaws and Unanimous Shareholder Agreement of the Corporation give the Shareholder the exclusive authority to fill vacancies on the Board;

AND WHEREAS the Shareholder has passed a Voting Procedure Resolution, which provides, among other things, that, generally, any of the Mayor or a Councillor of the Shareholder (collectively, the “**Council Members**”) duly elected and then holding office has the authority for and in the name of the Shareholder to sign a resolution in writing of the Shareholder provided that the execution of such resolution has been approved by resolution passed at a duly called and convened Shareholder meeting;

AND WHEREAS The City of Calgary, as part of its duly constituted organizational meeting held October 24, 2023, considered and confirmed the appointment of Members of Council to the Board of Directors of the Corporation;

NOW THEREFORE BE IT RESOLVED THAT:

1. Effective as of the date hereof, (*insert Councillor name/Member of Administration name*) be hereby elected as a director of the Corporation to hold office until the 2024 Organizational Meeting of The City of Calgary Council or until (*his/her*) successor has been appointed.
2. The Corporation shall be entitled to rely on delivery by facsimile transmission or other electronic transmission of a scanned copy of the executed resolution and such facsimile or scanned copy shall be legally effective to create a valid and binding resolution.

DATED as of the 1 day of November 2023

THE CITY OF CALGARY

Per: _____

Mayor Jyoti Gondek