

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 Unanimous Shareholder Agreement of the Corporation gives the Shareholder 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 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 annual organizational meeting of Council held October 24, 2023, considered and confirmed the appointment of Members of Council (*insert as appropriate “and members of Administration”*) to the Board;

NOW THEREFORE BE IT RESOLVED THAT:

1. Effective as of (*insert date of the organizational meeting of Council*), (*insert Councillor name/Member of Administration name*) be hereby elected as a director of the Corporation to hold office for a term expiring the earlier of 1) the 2025 Organizational Meeting of The City of Calgary Council, 2) (*his/her/their*) successor has been appointed, or 3) (*he/she/they*) is no longer a (*Council member/employee of the Shareholder*).
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 ___ day of November 2024

THE CITY OF CALGARY

Per: _____

Mayor Jyoti Gondek