

Bill No. 52  
2024

By-law No. A.- \_\_\_\_ - \_\_\_\_

A by-law to ratify and confirm the special resolution of the sole shareholder of the Housing Development Corporation, London.

WHEREAS the Housing Development Corporation, London is incorporated under the *Business Corporations Act R.S.O. 1990*, c.B.16 (the “BCA”);

AND WHEREAS subsection 104(1)(b) of the BCA provides that a resolution in writing dealing with all matters required by the BCA to be dealt with at a meeting of shareholders, and signed by all the shareholders or their attorney authorized in writing entitled to vote at the meeting, satisfies all the requirements of the BCA relating to that meeting of shareholders;

AND WHEREAS The Corporation of the City of London is the sole shareholder of Housing Development Corporation, London;

AND WHEREAS Subsection 9 of the Municipal Act, 2001 provides that a municipality has the capacity, rights, powers, and privileges of a natural person for the purpose of exercising its authority under this or any other Act;

AND WHEREAS Subsection 5(3) of the Municipal Act, 2001 provides that a municipal power shall be exercised by by-law;

NOW THEREFORE the Municipal Council of The Corporation of the City of London enacts as follows:

1. The Special Resolution of the Sole Shareholder of the Housing Development Corporation, London attached as Schedule “1” is ratified and confirmed.
2. The Mayor and the City Clerk are authorized to execute the Special Resolution of the Sole Shareholder ratified and confirmed under section 1 of this by-law.
3. This by-law comes into effect on the day it is passed subject to the provisions of Part VI.1 of the *Municipal Act, 2001*.

PASSED in Open Council on February 13, 2024, subject to the provisions of Part VI.1 of the *Municipal Act, 2001*.

Josh Morgan  
Mayor

Michael Schulthess  
City Clerk

First Reading – February 13, 2024  
Second Reading – February 13, 2024  
Third Reading – February 13, 2024

Schedule "I"

**SPECIAL RESOLUTION OF THE SOLE SHAREHOLDER**  
**OF**  
**HOUSING DEVELOPMENT CORPORATION, LONDON**  
**(the "Corporation")**

**ARTICLES OF AMENDMENT**

**RESOLVED**, as a special resolution, that:

1. the Corporation is authorized to make application for Articles of Amendment to change the number of directors to a minimum of one (1) and a maximum of ten (10), such Articles of Amendment being substantially in the form of the draft Articles of Amendment presented to and approved by the sole shareholder of the Corporation;
2. any director or officer of the Corporation is authorized and directed to execute and deliver the Articles of Amendment in the prescribed form to the Director appointed under the *Business Corporations Act* (Ontario) (the "**Act**"), whether under the corporate seal of the Corporation or otherwise, and to deliver all other documents and to take all necessary steps as may be desirable to give effect to the foregoing; and
3. upon Articles of Amendment becoming effective, in accordance with the provisions of the Act, the articles of the Corporation are amended accordingly.

The sole shareholder hereby agrees that the execution and delivery of a facsimile copy or electronic delivery of this resolution shall constitute delivery of an executed original and shall be binding upon the shareholder whose signature appears on the transmitted copy as if it were an original hand-written signature.

**THE UNDERSIGNED**, being the sole shareholder of the Corporation entitled to vote thereon, passes the foregoing resolution pursuant to the provisions of the *Business Corporations Act* (Ontario).

**DATED** the \_\_\_\_ day of \_\_\_\_\_, 202\_\_.

**THE CORPORATION OF THE CITY  
OF LONDON**

Per: \_\_\_\_\_  
Name:  
Title:

Per: \_\_\_\_\_  
Name:  
Title:

I/we have authority to bind the corporation.