

ATTACHMENT "A"

Bill No.
2017

By-law No. A.-

A by-law to ratify and confirm the Annual Resolutions of the Shareholder of London & Middlesex Housing Corporation.

WHEREAS London & Middlesex Housing Corporation is a corporation incorporated under the *Business Corporations Act* R.S.O. 1990, c.B.16;

AND WHEREAS subsection 104(1)(b) of the *Business Corporations Act* provides that a resolution in writing dealing with all matters required by this Act 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 this Act relating to that meeting of shareholders;

AND WHEREAS The Corporation of the City of London is the sole shareholder of London & Middlesex Housing Corporation;

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

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;

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

1. The Annual Resolutions of the Shareholder of London & Middlesex Housing Corporation for the fiscal year ended December 31, 2016, attached as Schedule "1" are ratified and confirmed.
2. The Mayor and the City Clerk are authorized to execute the Annual Resolutions of the Shareholder ratified and confirmed under section 1 of this by-law.
3. This by-law comes into force on the day it is passed.

PASSED in Open Council on

Matt Brown
Mayor

Catharine Saunders
City Clerk

First reading
Second reading
Third reading

SCHEDULE "1"

**LONDON &
MIDDLESEX
HOUSING
CORPORATION
(the "Corporation")**

WHEREAS subsection 104(1)(b) of the *Business Corporations Act* (Ontario) (the "Act") provides that a resolution in writing dealing with all matters required by the Act 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 Act relating to that meeting of shareholders;

The following resolutions, signed by the sole shareholder of the Corporation entitled to vote thereon, are hereby passed pursuant to the provisions of the Act:

FINANCIAL STATEMENTS

It is hereby acknowledged that the balance sheet of the Corporation as at December 31, 2016, and the other audited financial statements, together with Auditors' Report, of the Corporation for the financial year ended on such date have been received by the undersigned shareholder of the Corporation.

ELECTION OF DIRECTORS

WHEREAS pursuant to the Declaration of the Sole Shareholder, the board of directors of the Corporation shall consist of nine directors, seven of which shall be composed of various classes of directors, each serving for a three-year term, the eighth and ninth members of the fourth class shall serve as the representative of the municipal council of The Corporation of the City of London and The Corporation of the County of Middlesex;

AND WHEREAS the terms of the directors that are members of the first class expire at the annual meeting of shareholders held in 2017 pursuant to paragraph 6.2 of the Declaration of the Sole Shareholder;

NOW THEREFORE BE IT RESOLVED THAT:

1. Each of the following persons, being directors that are members of the first class pursuant to paragraph 6.2 of the Declaration of the Sole Shareholder, is hereby **elected** as a director of the Corporation to hold office for a term with the expiry as set out below, provided that such director shall hold office until his or her successor is elected:

<u>Class</u>	<u>Name of Director</u>	<u>Term Expires</u>
First	Cavita Meetun	November 30, 2019.
First	Larry Ducharme	November 30, 2019.

CONFIRMATION OF CONTINUING TERMS

2. Each of the following persons, being directors that are members of the second, third and fourth class, as provided for below, pursuant to paragraph 6.2 of the Declaration of the Sole Shareholder, are hereby confirmed as having a term continuing until the expiry as set out below, provided that such director shall hold office until his or her successor is elected:

<u>Class</u>	<u>Name of Director</u>	<u>Term</u>
Second	Mark Rosehart	November 30, 2017.
Second	Sarah Campbell	November 30, 2017.
Third	Michael Buzzelli	November 30, 2017.
Third	Marci Allen-Easton	November 30, 2017.
Third	Sean Quigley	November 30, 2017.
Fourth	Anna Hopkins	November 30, 2018 or for so long as he/she remains a duly elected member of the London City Council, whichever is the earlier
Fourth	Vance Blackmore	November 30, 2018 or for so long as he/she remains a duly elected member of the Middlesex County Council, whichever is the earlier

DATED this ____ day of _____, 2017.

The Corporation of the City of London

By:
Name: Matt Brown
Title: Mayor

By:
Name: Catharine Saunders
Title: City Clerk