

July 10, 2020

Ms. Heather Woolsey
City Clerk's Office
City of London
P.O. Box 5035,
London, Ontario
N6A 4L9

Dear Ms. Woolsey:

The City of London is a nominator for three positions on the Board of Directors of the Greater London International Airport Authority (GLIAA). The current City of London nominees to the Board are Bill Graham, Maureen O'Leary-Pickard and Gus Kotsiomitis. Positions are for three year periods with a maximum of three terms (total of nine years). The second term of Bill Graham expires on July 31, 2020 and was extended for a third three-year term by the Airport Board of Directors.

The extension of Bill Graham requires the approval of the Municipal Council, City of London. We are asking that you put these extensions on the next Council agenda for consideration. Mr. Graham is a valued member of the Airport Board of Directors.

The process to consider these positions is contained in the bylaws and this letter clarifies the roles.

Section 8.2.1

Whenever the term of office of a director appointed pursuant to Section 5.3 is about to expire or has been terminated, the Nominating Committee shall prepare as appropriate, a list of persons for consideration by the respective Nominator with the exception of those Directors who were nominees of the Federal and Provincial Government.

The Nominating Committee shall ensure that all persons listed for consideration shall meet the eligibility and qualification criteria and shall meet the conflict of interest and other requirements set forth in section 6.12

6.12

Conflict of Interest and Code of Conduct

No Director shall directly or indirectly receive any profit from his position as such; provided that any Director who is engaged in any business or profession may, subject to the Act and the Code of Conduct appended hereto as Schedule A, act in and be paid the usual professional fees and business charges for any professional work or other business required

to be done in connection with the administrative affairs of the Corporation. Prior to the appointment of any person as a Member, such person shall complete a conflict of interest questionnaire meeting the aforesaid Code of Conduct and shall notify the Board and his or her Nominator of any business activity by the Nominee or any associate (as that term is defined in the Canada Business Corporations Act) which would pose an actual or perceived conflict of interest in his or her capacity as a director. The Nominator may then decide whether the Nominee should be disqualified from appointment as a member. Further, if a change or anticipated change in circumstances creates for a Director a continuing conflict of interest, such Director shall inform the Board and his or her Nominator in writing. The Board shall then consult the Nominator and promptly decide thereafter whether the appointment of that Director should be revoked.

We would appreciate your timely response confirming the continuance of Bill Graham for the period of August 1, 2020 to July 31, 2023.

The response should be sent to:

Chair Nominating Committee
Greater London International Airport Authority
1750 Crumlin Road
London Ontario
N5V 3B6

Thank you for your attention to this matter and we look forward to your reply.

Yours truly,



Michelle T. Faysal, FCPA, FCA
Chair, Board of Directors
Greater London International Airport Authority