

MINUTES OF AN ANNUAL MEETING OF MEMBERS

OF

THE ONTARIO ALLIANCE OF CLIMBERS (the “Corporation”)

HELD virtually, via Zoom, on August 17, 2020 at 7:00 p.m.

Constitution of Meeting

A quorum of the members of the Corporation being present in person and notice of the meeting having been duly sent, the meeting was declared regularly constituted.

Mike Penney took the Chair and Jeremy Fortier acted as Secretary of the meeting. Kacy Wilson was appointed scrutineer.

Financial Statements

Josh Leyte-Jammu, Treasurer, provided to the Meeting the audited financial statements of the Corporation for the year ended December 31, 2019.

Election of Directors

The Chair then stated that it was in order to proceed with the election of directors and declared the meeting open for nominations. The following individuals were nominated:

Patrick Lam
Randy Kielbasiewicz
Mike Makischuk

The Chair confirmed that all three candidates have consented to their election as directors. No member having demanded a ballot, the election of directors was conducted by a request for absentions or objections following a motion made and seconded by members in attendance. No member abstained from or dissented to the vote.

The election having been held, the Chair declared the three candidates to be duly elected as directors of the Corporation to hold office for a term of two years, or in each case, until their successors are elected, subject to the provisions of the by-laws of the Corporation.

Election of Co-Chairs

The Chair then introduced the special resolution appointing Mike Penney and Randy Kielbasiewicz as co-chairs of the Board of Directors. The Chair explained that the by-laws and the *Corporations Act* (Ontario) require that any chair be elected by the members by special resolution.

No member having demanded a ballot, the election of co-chairs was conducted by a request for absentions or objections. No member abstained from or dissented to the vote.

On motion duly made by members in attendance and carried, the special resolution electing Mike Penney and Randy Kielbasiewicz as co-chairs of the Board of Directors was approved.

Appointment of Auditors

The Chair introduced the next item of business, the appointment of Peters, Brown LLP as auditor of the Corporation and authorizing the Board to fix the auditor’s remuneration.

No member having demanded a ballot, the Chair conducted the vote by a request for absentions or objections. One member abstained from the vote.

On motion duly made by members in attendance and carried, it was resolved that Peters, Brown LLP be appointed as the Corporation’s auditor for the 2020 financial year, and that the Board be authorized to fix the auditor’s remuneration.

Termination

There being no further business, the meeting then terminated, as moved and seconded by members in attendance.

Chair

Secretary

[original signed by]

[original signed by]

Mike Penney

Jeremy Fortier