

**CITYHOUSING HAMILTON CORPORATION**  
(the "Corporation")

RESOLUTION OF THE SOLE SHAREHOLDER

**APPOINTMENT OF DIRECTORS**

**WHEREAS** the City of Hamilton is the sole shareholder of the Corporation ("Sole Shareholder");

**AND WHEREAS** By-law No. 1A of the Corporation provides that the board of directors shall consist of a minimum of two (2) and a maximum of thirteen (13) directors;

**AND WHEREAS** the number of directors of the Corporation has been fixed at nine (9) by a declaration and direction of the sole shareholder effective as of September 30, 2012;

**AND WHEREAS** Matthew Green, Doug Conley, Chad Collins, Jason Farr and Tom Jackson were directors of the Corporation with such terms of appointment expiring on November 30, 2018, and it is the intent of the Sole Shareholder to appoint their successors;

**AND WHEREAS** it is the intent of the Sole Shareholder to ratify the fourth year of appointment of each director that held office until **November 14, 2022**, pursuant to the *Business Corporations Act* (Ontario).

BE IT RESOLVED:

1. That the following persons be appointed as directors of the Corporation effective December 3, 2018 and shall hold office until **November 14, 2022**, or until their respective successors are elected or appointed subject to the by-laws of the Corporation:

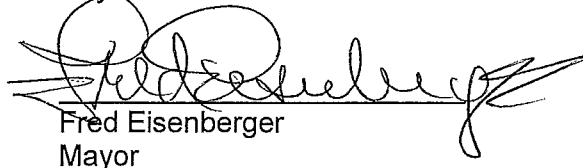
- (1) Nrinder Nann
- (2) Chad Collins
- (3) Tom Jackson
- (4) Jason Farr
- (5) Maureen Wilson

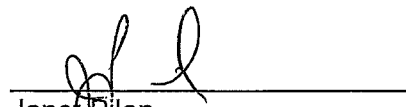
2. That the fourth year of appointment of each director that held office until November 30, 2018 is hereby ratified.

The foregoing resolution is, by signature below of the Sole Shareholder of the Corporation entitled to vote on such resolutions, passed as a resolution of the Corporation pursuant to the *Business Corporations Act* (Ontario).

Dated as of this 23rd day of January 2019.

City of Hamilton

  
Fred Eisenberger  
Mayor

  
Janet Pilon  
Acting City Clerk