

CITYHOUSING HAMILTON CORPORATION
(the "Corporation")

RESOLUTION OF THE SOLE VOTING MEMBER OF THE CORPORATION

WHEREAS the City of Hamilton is the sole voting member of the Corporation ("Sole Voting Member");

AND WHEREAS the Declaration and Direction of the Sole Voting Member, (also referred to therein as the Shareholder) effective as of September 30, 2012 (the "Direction") provides for the appointment of a Chief Executive Officer of the Corporation who shall be a City of Hamilton employee and who shall report to the Board of Directors with respect to all operational and functional matters of the Corporation;

AND WHEREAS the Direction further provides that the Board of the Corporation may make recommendations on the hiring and terms and conditions for a Chief Executive Officer (the "CEO"), as a City of Hamilton employee, to the Shareholder pursuant to Article 3.1.6 of the Direction;

AND WHEREAS the Shareholder desires to further direct a temporary change to the Direction on the process for hiring of the CEO, for the period of August 22, 2022 to December 2, 2022, to deal with limitations on the powers of Council for the City of Hamilton, so as to provide further authority for the Board of the Corporation;

NOW THEREFORE the Council of the City of Hamilton, acting in its capacity as representative of the Sole Voting Member of the Corporation, RESOLVES AS FOLLOWS:

1. ENDORSEMENT RE: RESOLUTIONS OF THE SOLE VOTING MEMBER

BE IT RESOLVED:

- (a) That the Board of Directors of the Corporation are hereby authorized and will, in consultation with the City Manager and Human Resources for the City of Hamilton, upon conclusion of its selection criteria and process for a CEO, direct the City Manager to complete the hiring processes; and
- (b) That the City Manager will report to the Shareholder and the Board of the Directors on the outcome of the recruitment and selection process and the successful candidate for the CEO position and including the terms, conditions and performance expectations that have been agreed upon with the successful candidate.

THE FOREGOING RESOLUTION is hereby consented to by the Sole Voting Member of the Corporation entitled to vote on such resolutions and are hereby passed as resolutions of the Corporation pursuant to the *Not-for-Profit Corporations Act*.

DATED as of this 15th day of August 2022.

CITY OF HAMILTON

Per: _____
Fred Eisenberger, Mayor

Per: _____
Andrea Holland, City Clerk