

**Shareholder Resolution
of
Peterborough Housing Municipal Services Corporation
("Corporation")**

1. Election of Directors

WHEREAS the number of directors comprising the board of directors of the Corporation has been fixed at five (5).

NOW THEREFORE BE IT RESOLVED THAT:

The following persons be and they are hereby elected directors of the Corporation to hold office until the completion of the first annual meeting of the shareholders of the Corporation or until their respective successors are duly elected, subject to the provisions of the by-laws of the Corporation and the provisions of the *Business Corporations Act* (Ontario):

Jeff Leal
Gary Baldwin
Lesley Parnell
Alex Bierk
Andrew Beamer

2. By-Law No. 1

BE IT RESOLVED THAT:

By-Law No. 1, being a by-law relating generally to the conduct of the business and affairs of the Corporation, in the form enacted by the board of directors be and the same is hereby confirmed.

3. By-Law No. 2

BE IT RESOLVED THAT:

By-Law No. 2, being a by-law respecting the borrowing of money and the issuing of securities by the Corporation, in the form enacted by the board of directors be and the same is hereby confirmed.

4. Appointment of Accountant

BE IT RESOLVED THAT:

Baker Tilly LLP be and they are hereby appointed the accountant of the Corporation to hold office until the completion of the first annual meeting of the shareholders of the Corporation, or until a successor is appointed, at such remuneration as may be fixed by the board of directors and the board of directors is hereby authorized to fix such remuneration.

5. Indemnification of Directors and Officers

BE IT RESOLVED THAT:

The Corporation indemnify and save harmless each director and officer of the Corporation and his or her heirs, executors, administrators and estates and other legal personal representatives from and against any and all liabilities, costs, charges and expenses to the extent specified in section 136 of the *Business Corporations Act* (Ontario), subject to the by-laws of the Corporation.

EACH AND EVERY OF THE FOREGOING RESOLUTIONS is hereby consented to by all of the shareholders of the Corporation entitled to vote thereon at a meeting of shareholders, as evidenced by their respective signatures hereto in accordance with the provisions of subsection 104(1) of the *Business Corporations Act* (Ontario), this 27 day of October 2025.

The Corporation of the City of Peterborough,
as sole Shareholder of the Corporation

Jeff Leal, Mayor

John Kennedy, Clerk