MINUTES OF THE SPECIAL GENERAL MEETING OF THE MEMBERS OF THE UNIVERSITY CLUB OF MONTREAL HELD AT THE SAINT JAMES CLUB <u>ON WEDNESDAY, MAY 30, 2018</u>

ATTENDANCE:

Adèle Hébert Allan Mass Amin Noorani André Dufour Armand de Mestral Barbara Lewis B. Glowacki-Turowska **Bradley Semmelhaack** Bruce McNiven **Bryant Shiller** Chris Hyde Christine St-John Christopher Richter Claude David Colleen Cattiny Eleanor Nicholls Ellis Basevitz Eric Perlinger Erik Moisan Feras Zikra François Dufour François L. Morin

François Senécal Frederik Kieffer Gabriel Zaurrini Geneviève Weynerowski Ghalia Shamayeh Helga Loverseed Ivan Stetsvuk Jean-Louis Hamel Johanna Toti Joseph Nuss Julian Armstrong-O'Brien Julie Quenneville Kent Hovey-Smith Kokulan Mahendiran Laurent Liagre Lilian Shiller Louise Robertson Marc Cormier Mark Oppenheim Mary Larson Mary Rivard-David Mikey Colangelo-Lauzon

Miranda Esmonde-White Paul Lowenstein Paul R. Marchand Pierre Salbaing René Rozon Ron Meisels Ronald Domachevsky Rosalind Pepall Ruby Menasce Sandra Paikowsky Sean Duggan Stephen Scott Stuart Hyndman Sylvie Bourassa Ted Kalil Thomas Leslie Tracey Arial Warren Simpson Zacchary Cattiny Zsolt Nevery

PRESENT:

There were more than 20 members present constituting a quorum in accordance with the Bylaws of the Club. Mr. François Morin, Secretary, occupied the Chair.

NOTICE OF MEETING:

The Chairman stated that copies of the Notice of Meeting had been distributed to all members of record on May 17, 2018. On a motion by François Morin, seconded by Erik Moisan, the Notice of Meeting was approved. The Chairman, Mr. François Morin, declared that the motion had been carried.

APPROVAL OF THE TERMS AND CONDITIONS OF THE SALE OF THE CLUBHOUSELOCATED AT 2047 MANSFIELD AS CONTAINED IN THE PURCHASE AND SALE AGREEMENT AND AS APPROVED BY THE OFFICERS AND COUNCIL:

The Chairman read the resolution in full, as stated in the Notice of Meeting distributed to all

members of record on May 17, 2018:

WHEREAS in connection with the sale by the Club of its immovable bearing civic address 2047 Mansfield, it would be in the Club's interest to amend its Letters Patent such that the limit on the value of the immovable property which the Corporation may hold be increased from One Million Dollars (\$1,000,000) to Eight Million Dollars (\$8,000,000);

BE IT RESOLVED the following resolutions be submitted to a vote by the members:

"BE IT RESOLVED to amend "Special By-Law A" contained in the Letters Patent of the Club with respect to the value of the immovable property the Club may hold by deleting the present Article 4 and replacing it with the following:

4. The amount to which the value of the immovable property which the Corporation may hold be limited to Eight Million Dollars (\$8,000,000);

BE IT FURTHER RESOLVED that the Club file a request for Supplementary Letters Patent in respect of the preceding resolution; and

BE IT FURTHER RESOLVED that each of the President, the Vice President, the Treasurer and the Secretary of the Club be and they are hereby authorized to sign all documents required to give effect to this resolution."

On a motion by Erik Moisan, seconded by Mark Oppenheim, the resolution was unanimously carried, including the results of two ballots and two proxies. The Chairman, Mr. François Morin, declared that the motion had been carried.

ADJOURNMENT:

On a motion by François Senécal, seconded by Erik Moisan, the meeting was adjourned.

François L. Morin, Secretary

Gabriel Zaurrini, President