

MAKIVIK CORPORATION  
Annual General Assembly  
April 27-30, 2021  
Akulivik, Nunavik

**Resolution No. AGM-2021-\_\_**

**Re: Confirmation of amendments to the by-laws of the Corporation**

- WHEREAS at its meeting held from October 20-23, 2020, the Board of Directors approved resolution No. 2020-M-11 by which it amended the Corporation's by-laws mostly with regards to the election of Executive Directors and to absence, inability or campaigning of an Executive Director;
- WHEREAS the amendments were adopted to ensure that the election of Executive Directors is done in the fairest and most equitable manner by ensuring that rules applicable during the Campaigning Period are clear and well defined;
- WHEREAS to achieve this, the date to present a nomination form for Executive Director election, the date to give notice of election and confirm the names of the candidates as well as the date of election of Executive Directors were changed to ensure a continuous campaigning period for all candidates, including incumbent Executive Director(s) seeking re-election;
- WHEREAS the amendments also add a section in the by-laws to the effect that during Campaigning Period, an incumbent Executive Director seeking re-election to its current position shall have all his rights and powers, save for his title and remuneration, transferred to another Executive Director in accordance with a new section related to absence, inability or campaigning of Executive Director;
- WHEREAS other amendments to the by-laws include the removal of paragraphs that are no longer necessary and contradictory, the change of title of the Vice-President, Resource Development to "Vice-President, Environment, Wildlife and Research" and a new section that provides for the rules applicable to the exercise of all the rights and powers to act of an Executive Director who is absent, unable to act or who is campaigning;
- WHEREAS the amendments to the By-Laws of the Corporation are shown in the attached revised Consolidated General By-Laws which forms an integral part of this resolution;
- WHEREAS by virtue of By-Law No. 13, the amendments approved by the Board of Directors shall only have force and effect until the next Annual General Meeting of Members of the Corporation and in default of confirmation thereat shall at and from that time cease to have force and effect.

THEREFORE, on motion approved by \_\_\_\_\_ and seconded by \_\_\_\_\_, it was resolved:

THAT the amendments to the By-Laws of the Corporation approved by virtue of Resolution No. 2020-M-11 be hereby confirmed.