



**Special Council
Tuesday, May 20, 2014**

Place: Anderson Room
Richmond City Hall

Present: Mayor Malcolm D. Brodie
Councillor Linda Barnes
Councillor Derek Dang
Councillor Evelina Halsey-Brandt
Councillor Ken Johnston
Councillor Bill McNulty
Councillor Linda McPhail
Councillor Harold Steves

David Weber, Corporate Officer

Absent: Councillor Chak Au

Call to Order: Mayor Brodie called the meeting to order at 4:00 p.m.

RES NO. ITEM

RICHMOND OLYMPIC OVAL CORPORATION

1. UNANIMOUS CONSENT RESOLUTIONS OF THE SHAREHOLDER OF RICHMOND OLYMPIC OVAL CORPORATION

(File Ref. No.: 01-0060-20-ROVA1) (REDMS No. 4232131, 4222798)

SP14/1-1

It was moved and seconded

RESOLVED THAT:

(1) the Shareholder acknowledges and confirms the previous receipt of financial statements of the Company for the period from January 1, 2013 to December 31, 2013, together with the auditor's report on such financial statements, which financial statements were approved by the Company's board of directors on April 23, 2014 and presented to the Shareholder at the Finance Committee meeting of Richmond City Council on May 5, 2014;



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- (2) *the shareholder acknowledges that the following directors are currently serving a 2 year term and will continue to serve as directors for the coming year:*

Name

Edward Michael O'Brien

Dennis Skulsky

George Duncan

Moray Keith

- (3) *in accordance with Article 14.1 of the Company's Articles, the following persons, each of whom has consented in writing to act as a director, are hereby elected as directors of the Company, to hold office for the term ending immediately prior to the election or appointment of directors at the annual general meeting of the Company held in the year set out opposite their name below:*

Name

Term

Linda Sanderson *2016*

Umendra Mital *2016*

Victor John Farmer *2016*

Wayne Duzita *2016*

- (4) *KPMG LLP be appointed as auditors of the Company until the next annual reference date of the Company or until a successor is appointed, at a remuneration to be fixed by the directors;*
- (5) *the 2013 Annual Report of the Company is hereby received; and*
- (6) *May 20, 2014 be and is hereby selected as the annual reference date for the Company for its current annual reference period.*

CARRIED



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RES NO. ITEM

LULU ISLAND ENERGY COMPANY LTD.

2. **UNANIMOUS CONSENT RESOLUTIONS OF THE SHAREHOLDER
OF LULU ISLAND ENERGY COMPANY LTD.**

(File Ref. No.: 01-0060-20-LEIC1) (REDMS No. 4223910)

SP14/1-2

It was moved and seconded

RESOLVED THAT:

- (1) *the shareholder acknowledges and confirms the previous receipt of financial statements of the Company for the period from August 19, 2013 to December 31, 2013, prepared in accordance with generally accepted accounting principles, and the report of the auditors thereon, which financial statements were approved by resolution of the Company's directors on May 2, 2014 and presented to the shareholder at an open meeting of the City of Richmond Council on May 5, 2014;*
- (2) *all lawful acts, contracts, proceedings, appointments and payments of money by the directors of the Company since incorporation of the Company, and which have previously been disclosed to the shareholder, are hereby adopted, ratified and confirmed;*
- (3) *the number of directors of the Company is hereby fixed at 5;*
- (4) *in accordance with Article 13.1 of the Company's Articles, the current directors of the Company, all of whom are named below, being the persons designated as directors of the Company in the Notice of Articles filed when the Company was first recognized under the Business Corporations Act (BC), and each of whom has consented in writing to act as a director, are the first directors of the Company, and they are hereby confirmed as directors of the Company, to hold office for a term ending immediately prior to the election or appointment of directors at the Company's second annual general meeting, contemplated to be held in 2015, in accordance with Articles 14.1 and 14.2;*



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Cecilia Maria Achiam George Duncan John David Irving
Jerry Ming Chong Robert Gonzalez

- (5) *the Annual Report of the Directors is hereby received;*
- (6) *KPMG LLP be appointed as auditors of the Company until the next annual reference date of the Company or until a successor is appointed, at a remuneration to be fixed by the directors; and*
- (7) *May 20, 2014 be and is hereby selected as the annual reference date for the Company for its current annual reference period.*

CARRIED

ADJOURNMENT

SP14/1-3

It was moved and seconded
That the meeting adjourn (4:04 p.m.).

CARRIED

Certified a true and correct copy of the Minutes of the Special meeting of the Council of the City of Richmond held on Tuesday, May 20, 2014.

Mayor (Malcolm D. Brodie)

Corporate Officer
(David Weber)