

**THE MISSISSAUGA ARTS COUNCIL  
NOTICE OF SPECIAL MEETING OF MEMBERS**

Dear Member:

The special meeting of members of THE MISSISSAUGA ARTS COUNCIL, a corporation formed under the laws of the province of Ontario (the "Corporation"), will be held on Wednesday, November 24, 2021, at 7:00pm (EST), via video conference, the details of which are attached as Schedule "A", to consider the following:

1. Ratification of By-Law No. 4 of the Corporation, a copy of which is attached hereto as Schedule "B", which amends the by-laws of the Corporation as follows:
  - a. to reduce the number of directors on the board from seventeen (17) to fifteen (15) directors;
  - b. to limit the number of consecutive years that a director can hold office to ten (10) consecutive years, unless otherwise permitted by By-Law No. 4;
  - c. to permit the board to designate and appoint an Advisory Body from time to time;
  - d. to provide that an officer of the Corporation is required to give three (3) months' notice to the Board that he/she/they will not seek re-appointment to such office; and
  - e. to add that a director would be subject to removal if he/she/they fails to attend five (5) non-consecutive regular monthly meetings of the board within a twelve (12) month period. For clarity, this threshold is in addition to the existing threshold of missing three (3) consecutive regular meetings of the board. Transaction of any other business that properly comes before the meeting or any adjournment thereof; and
2. Approval of the filing of Supplemental Letters Patent, a copy of which is attached hereto as Schedule "C", to amend the Letters Patent dated December 9, 1982, as amended, to remove the restriction imposing a maximum number of board members to seven (7) directors since board constitution is now governed by the by-laws of the Corporation;
3. Transaction of any other business that properly comes before the meeting or any adjournment thereof.

You are entitled to notice of and to attend and vote at the meeting.

**Your vote is important. If you do not plan to attend the meeting, please complete, date and sign the enclosed proxy form so that your vote can be represented at the meeting.**

By Order of the Board of Directors,  
Sarah Rustomji  
Secretary  
November 10, 2021