

SPECIAL RESOLUTION TO BE VOTED ON A GENERAL MEETING

OF

RIDGE MEADOWS HOSPICE SOCIETY

to be held August 18th, 2022 at the Society's office

at 22320 119 Ave #102, Maple Ridge, BC V2X

at 7:00 P.M.

SPECIAL RESOLUTION

WHEREAS any alteration to the Bylaws of the Society must be authorized by a Special Resolution of the Society's members (requiring not less than 2/3 of the votes cast by the voting members in person at the meeting);

AND WHEREAS the members of the Society wish to amend the Society's existing bylaws;

THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. Bylaws 5.7 and 5.12 of the Society's Bylaws, which currently state the following:

Bylaw 5.7: Elections for directors shall normally be held at the annual general meeting and the term of office of elected directors shall normally be two (2) years, and one or more directors shall be elected to fill the unexpired portion of the two-year term of a director or directors who have retired from the board in the previous year. For purposes of calculating the duration of an elected director's term of office, the term shall be deemed to commence at the close of the annual general meeting at which such director was elected. If, however, the director was elected at an extraordinary general meeting his or her term of office shall be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

Bylaw 5.12: After completing a consecutive term of four years, a director is not eligible for re-election until one year has expired.

be deleted, and that they be replaced with the following:

Bylaw 5.7: Elections of directors shall normally be held at the annual general meeting, and the term of office of elected directors shall normally be three years; and one or more directors shall be elected to fill the unexpired portion of the three-year term of a director or directors who have retired from the board in the previous year. However, the directors who hold office at the commencement of the annual general meeting held in 2022 (the "2022 AGM") shall resign effective one minute prior to the close of that meeting, but shall be eligible for re-election at that meeting. At the 2022 AGM, three

directors shall be elected for full terms of three years, three directors shall be elected for partial terms of two years, and three directors shall be elected for partial terms of one year. At all annual general meetings after the 2022 AGM, directors whose terms have expired shall be elected for a full term of three years. For purposes of calculating the duration of an elected director's term of office, the term shall be deemed to commence at the close of the annual general meeting at which such director was elected. If, however, the director was elected at an extraordinary general meeting his or her term of office shall be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

Bylaw 5.12: After completing two consecutive full terms of three years each, a director is not eligible for re-election until one year has expired after his or her second three-year term.

2. Any director or officer of the Society is authorized and directed for and on behalf of and in the name of the Society to execute, deliver and file any instruments or documents and to do such things as such director or officer considers necessary or advisable for the purpose of giving effect to these resolutions.