

**Text of the Resolutions to be Considered by the Members of  
Mechanical Contractors Association of British Columbia**

**“RESOLVED THAT:**

**Change of Bylaws**

1. As a special resolution, the Bylaws of Mechanical Contractors Association of British Columbia (the “**Society**”) be deleted in their entirety and replaced with the Bylaws attached to the notice given for this meeting.
2. Any one director or officer of the Society be authorized and directed for and on behalf of and in the name of the Society to execute, deliver and file, as the case may be, the Bylaw Alteration Form, and any agreements, instruments and documents and to do such other acts or things as such director or officer, in his or her discretion, considers necessary, desirable or advisable for the purpose of giving effect to these resolutions.
3. The alterations to the Bylaws of the Society do not take effect until the Bylaw Alteration Form reflecting the alterations be filed with the BC Registrar of Companies.

**Agent for Filing**

4. The Society appoints DLA Piper (Canada) LLP to act as its agent and electronically file the Bylaw Alteration Form as required to be filed with the BC Registrar of Companies pursuant to the requirements of the *Societies Act* (British Columbia).”