

SPECIAL RESOLUTION
OF THE MEMBERS OF
THE CANADIAN LIBRARY ASSOCIATION
(the “Corporation”)

DISSOLUTION OF THE CORPORATION

BE IT RESOLVED as a special resolution that:

1. the Board of Directors is hereby authorized to cause the Corporation to distribute any money or other property in accordance with sections 234 to 236 of the *Canada Not-for-profit-Corporations Act* (the “Act”) and to discharge any liabilities of the Corporation;
2. the dissolution of the Corporation is hereby authorized pursuant to subsection 220(3) of the Act;
3. for the purpose of bringing such dissolution into effect, the Corporation shall send articles of dissolution in the prescribed form to the Director appointed under the Act; and
4. any director or officer of the Corporation is hereby authorized and directed to execute and deliver all such documents and to do all such other acts and things as such director or officer may determine to be necessary or advisable in connection with such dissolution, the execution of any such document or the doing of any such other act or thing being conclusive evidence of such determination.

Dated the 27th day of January, 2016.