

RESOLUTION OF DIRECTORS

All fields are mandatory

WHEREAS it is in the best interest of the Company to enter into an arrangement with the Bank to provide the Company with credit by way of a Corporate MasterCard Account;

WHEREAS the Company has the power and authority to borrow money and otherwise obtain credit and to grant security on its assets;

BE IT RESOLVED:

1 THAT the Company is authorized to enter into an arrangement with the Bank to provide the Company with credit by way of a Corporate MasterCard Account in an amount of up to US\$100,000, or such greater amount as the officers of the Company may from time to time deem appropriate, under which arrangement employees of the Company may be issued with Corporate MasterCard Cards on the Corporate MasterCard Account of the Company with the Bank and the Company shall be responsible for the payment of all amounts, including fees and interest, charged to such Corporate MasterCard Account, the whole substantially on the terms and conditions set forth in the draft Corporate MasterCard Account Agreement submitted to and hereby approved by the directors;

2 THAT the Village Manager, Finance Director and Assistant Finance Director, or any one of them, acting alone

are/is hereby authorized to sign for and on behalf of the Company a Corporate MasterCard Account Agreement with the Bank substantially on the terms and conditions of the draft thereof approved by the directors, with such changes or modifications as the person(s) so signing may in their/his sole discretion deem appropriate, and to sign such other documents and do such other things they/he in their/his sole discretion deem appropriate or advisable in connection with or to give effect to such Corporate MasterCard Account Agreement and the program contemplated thereunder.

I, the undersigned, Secretary of _____ (the "**Company**") hereby certify that the foregoing is a true, correct and complete copy of a resolution of the directors of the Company passed effective the day of _____, _____ 2015, and the said resolution is in full force and effect and unamended as of the date hereof.

This _____ day of _____, 2015.

Name _____

Signature _____

TO: BANK OF MONTREAL

CERTIFICATE OF INCUMBENCY

All fields are mandatory

I, the undersigned, secretary of _____ (the "Company"), hereby certify that, as of the date hereof, the below named persons are officers of the Company each holding the office set forth beside his or her respective name, and the signature appearing beside each person's name is his or her true signature.

Officers

<u>Name</u>	<u>Title</u>	<u>Signature</u>
Paul Grimes	Village Manager	_____
AnnMarie Mampe	Finance Director	_____
Sarah Schueler	Assistant Finance Director	_____

Dated this _____ day of _____, 2015.

Name

Signature