NUNAVUT TUNNGAVIK INC.

BOARD OF DIRECTORS MEETING

Cape Dorset, Nunavut **August 28-30, 2018**

Resolution No. RSB-18-08-06 **Amendments to By-Laws and Articles of Continuance**

Moved by: PJ Akeeagok
Seconded by: Stanley Anablak

WHEREAS Nunavut Tunngavik Incorporated (NTI) is a not-for-profit corporation continued under the Canada Not-for-profit Corporations Act pursuance to a Certificate of Continuance dated November 30, 2012;

AND WHEREAS Section 5.1 of the NTI By-Laws provides:

> 5.1 The following shall be directors of Nunavut Tunngavik Incorporated:
>
> (a) the President;
> (b) the Vice-President; and
> (c) two individuals elected by each of the three Regional Caucuses (six individuals in total), to serve as directors for an annual term until the next annual meeting or until otherwise removed at the discretion of the Regional Caucus.

AND WHEREAS the Board wishes to amend the above section by adding sub-section (d):

> (d) additional individuals appointed by the Board of Directors from time to time pursuant to Section 5.1B of the By-Laws.

AND WHEREAS Articles of Continuance, attached to the Certificate of Continuance, states, with regard to the minimum and maximum number of directors:

- Minimum: 9
- Maximum: 9

AND WHEREAS the Board wishes to amend the above minimum and maximum of directors to facilitate the implementation of Section 5.1B of the By-Laws;

NOW, THEREFORE, BE IT RESOLVED THAT the following amendments to NTI By-Laws are approved, and that the Consolidated By-Laws of NTI, incorporating all amendments to August 28, 2018, be and is hereby approved and be presented for further approval by NTI Members:

1. Section 5.1 be amended as:

5.1 The following shall be directors of Nunavut Tunngavik Incorporated:

(a) the President;
(b) the Vice-President;
(c) two individuals elected by each of the three Regional Caucuses (six individuals in total), to serve as directors for an annual term until the next annual meeting or until otherwise removed at the discretion of the Regional Caucus; and
(d) additional individuals appointed by the Board of Directors from time to time pursuant to Section 5.1B of the By-Laws.

2. Pursuant to NTI Members' Resolution RSA-16-10-11 at the 2016 Annual General Meeting, the definition of "Nunavut Land Claims Agreement" be replaced with the following:

"Nunavut Agreement" means the agreement between Her Majesty in Right of Canada and the Inuit of the Nunavut Settlement Area ratified by vote of the Inuit on November 4 to 6, 1992, signed on May 25, 1993, and ratified and given effect by Act of Parliament, and entered into force on July 9, 1993;

3. All other references to the "Nunavut Land Claims Agreement" be replaced with the "Nunavut Agreement;"

AND BE IT RESOLVED THAT the minimum and maximum of directors be amended as follows:

- Minimum: 8
- Maximum: 10

and that subject to the approval of NTI Membership, Articles of Amendment be prepared and filed reflecting the above.

In Favour: ALL
Against:
Abstention:

Carried: ☒
Defeated: ☐

Dated: August 28, 2018