



SCHEDULE "B"

PROPOSED SPECIAL RESOLUTION

BE IT HEREBY RESOLVED AS SPECIAL RESOLUTIONS OF THE MEMBERS THAT:

1. Entry into the Agreement, the Proposed Terms of which are substantially set out in Schedule "A" attached hereto, be and is hereby authorized, confirmed and approved.
2. The Association's execution, entry into and delivery of the proposal letter dated August 8th, 2020 with the Licensee containing the Proposed Terms, with such alterations, additions, and amendments as may be approved by the person or persons so executing (whose execution thereof will be conclusive evidence of such approval), be and the same are hereby authorized, approved, ratified and confirmed.
3. Any one director or officer of the Association, signing alone, be and is hereby authorized as the **"Authorized Signatory"**, for and on behalf of and in the name of the Association, to:
 - a) execute and deliver, the Agreement and such other documents, instruments, and writings, together with such alterations, additions, amendments, and deletions; and
 - b) do or cause to be done all such other acts or things for or on behalf of the Association

as such Authorized Signatory, in his or her sole discretion, may approve or consider necessary, desirable or expedient in the circumstances for the purpose of giving full effect to these resolutions, and the execution and delivery by the Authorized Signatory of any agreement, instruments, writings or other document of any kind whatsoever in the name of or on behalf of the Association in connection with any matter contemplated by these resolutions shall be binding on the Association and shall be conclusively presumed to be the act of the Association.