

**WILLIAMS LAKE AND DISTRICT CREDIT UNION**

**SPECIAL RESOLUTION OF MEMBERS  
TO APPROVE ALTERATIONS TO RULES**

**BE IT RESOLVED**, as a special resolution, that the Rules of Williams Lake and District Credit Union be altered as follows:

1. Rule 4.35 be deleted and replaced with the following:

“4.35 Number of Directors – The number of directors of the credit union shall be nine (9), but if that number is reduced by death, resignation, disqualification or removal from office or by failure to elect or appoint a director pursuant to these Rules, the remaining directors, save as provided by any other provision in these Rules, shall have all of the power of the directors until the vacancy or vacancies caused thereby have been filled by appointment or election.”

2. Rule 4.36 be deleted and replaced with the following:

“4.36 Appointment to Fill Vacancy – Subject to Rule 4.39, where a casual vacancy occurs among the directors or, for any reason, the office of director is not filled in an election, the remaining directors may appoint a qualified person to fill the vacancy. A member in good standing on the date of appointment, other than a person disqualified by Rule 4.5, shall be eligible for appointment as a director. At the time of appointment, the remaining directors shall determine whether a person so appointed shall hold office until the close of the next annual general meeting or for the unexpired portion of the term which gave rise to the vacancy.”

3. A new Rule 7.13 be added as follows:

“7.13 Separate Resolutions - The provisions of these Rules and of the Act relating to notice of and voting on special resolutions shall apply, with the necessary changes and so far as are applicable, to separate resolutions of the holders of any class of equity shares, other than the Class “A” Membership Shares.”