

BY-LAWS

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A By-Law Relating Generally to the Transaction of the Business and Affairs of
Victoria Madawaska-South Business Development Centre Inc.

BE IT ENACTED and it is hereby enacted as a By-Law of the “Victoria Madawaska-South Business Development Centre Inc.” (Hereinafter the Corporation) as follows:

SECTION 1

PHILOSOPHY

VISION

We envision a future where all small and medium businesses contribute to the sustainable development of the Victoria Madawaska-South Region.

MISSION

The mission of the CBDC Victoria Madawaska-South is to support the growth of small and medium business in the region.

MANDATE

The CBDC Victoria Madawaska-South accomplishes its mission by assuming the following mandate:

- Provide the following services to small and medium businesses:
 - Financial assistance.
 - Counselling and information services.
 - Co-ordination of training with respect to entrepreneurial development.
- Collaborate in the development and implementation of entrepreneurship, employment, economic development plans.

VALUES

The members of the Board of Directors and the personnel firmly believe in the following values:

- We offer a quality customer service to our clients to ensure their success
- We establish lasting partnerships with our partners in order to increase our clientele’s opportunities of success.
- We offer our services in both official languages.
- We value fair employment practices

- Our communication is based on mutual respect and integrity.
- We encourage competency by providing continued training to our personnel
- Our deliberations are confidential and, when decisions are made, we maintain our solidarity to the team.

SECTION 2

POWERS:

The Corporation shall be empowered to do all legal things consistent with its corporate status.

SECTION 3

DEFINED SERVICE AREA:

The area (The Defined Service Area) established to benefit from the activities of the Corporation, shall be the county of Victoria and the Parishes of Saint-André, St. Léonard, Notre-Dame de Lourdes, and Ste-Anne in the County of Madawaska.

SECTION 4

SUB AREAS:

The Defined Area as set out in Section 3 shall be further subdivided geographically according to the following parishes and surrounding areas:

Drummond
Grand Falls
New Denmark
Perth-Andover/Aroostook/Tobique First Nations
Plaster Rock
Saint-André
Ste-Anne/Notre-Dame de Lourdes/Siegas
St. Léonard/St. Léonard Parent

SECTION 5

MEMBERSHIP:

- (a) Control - The ownership and control of the Corporation shall be vested in the membership of the Corporation;
- (b) The membership of the Corporation shall consist of those persons who complete the Membership Registration Form yearly.
- (c) Eligibility and Qualifications for Membership - Only individuals may be members of the Corporation. To be eligible and to qualify for membership in the Corporation, an individual shall:
 - (i) have attained the age of nineteen (19) years;
 - (ii) a client of the CBDC Victoria Madawaska-South
 - (iii) make his/her ordinary residence and domicile or generate a business within one of the sub areas designated in Section 4;
 - (iv) subscribe to the objectives, purposes and aims of the Corporation;
 - (v) Thirty days prior to attending the General Annual Meeting, participants will be asked to complete the Membership Registration Form and to pay a \$10 membership fee; and, by doing so, their membership will cover the upcoming fiscal;
 - (vi) Youth Membership: To encourage participation of youth entrepreneurs in the activities of the Corporation, a special membership category for those entrepreneurs less than 19 years old may duly participate in all activities of the Corporation, have no voting rights at the annual or any special meetings of the Corporation.
- (d) Termination - Membership is terminated upon any of the following events:
 - (i) death;
 - (ii) voluntary submission to the Corporation's Secretary of a written notice of resignation;
 - (iii) change of domicile or location of the business to a place outside the Defined Service Area;
 - (iv) The Board of Directors may revoke the membership of any member who contravenes

the provisions of Section 5 (d);

- The Board of directors may revoke the membership of any member
 - if he is found by a court to be of unsound mind;
 - if he becomes bankrupt or suspends payment in a client relationship with the Corporation.
- (v) the Board of directors may, in its absolute discretion, revoke the membership of any member who contravenes the Conflict of Interest Policy.
- (vi) The term of the membership runs concurrently with the fiscal year of the Corporation

SECTION 6

MEMBER'S RIGHTS:

Every member of the Corporation shall have the right to:

- (a) Vote at the Annual General Meeting;
- (b) Speak at the Annual General Meeting;
- (c) Be elected to all positions on the Board of Directors providing he or she is not a client of the Corporation and is duly registered;

SECTION 7

ANNUAL GENERAL MEETING:

- (a) The Annual General Meeting of the Corporation shall be held at a location in the Defined Service Area no later than ninety days following the end of the fiscal year; public notices should be posted and circulated to the general public in the proper format.
- (b) The notice shall set forth the time, date and place of meeting and procedural details respecting the election of Directors;
- (c) The agenda shall include at least the following items:
 - (i) “election of Directors”;
 - (ii) “approval of Minutes of Last Annual General Meeting”;

- (iii) “approval of Audited Financial Statements”;
 - (iv) “selection of Auditors for Coming Year”.
- (d) Prior to the Annual General Meeting, the Board of Directors will create a Nomination Committee in view of the coming elections.
- The Nomination Committee will be chaired by a board member not offering for a coming term or any registered member outside of the existing board. Two other members complete the committee.
- The mandate of the Nomination Committee consists of establishing a list of potential candidates to fill the upcoming vacancies. It will be important to validate the eligibility of each potential candidate by filling out a “Director Competency Matrix”. We also encourage having a mix of both male and female board members.
- Following the report of the Nomination Committee, if all vacancies are filled, the candidates are elected by acclamation.
- If there are still vacancies on the board after the Nominating Committee Report, such vacancies may be entertained by the attending members representing the regions as described previously.
- (e) Notwithstanding the provisions of clause (d) hereof, the Chairman may entertain nominations from the floor, if so requested by standing vote of a majority of the members present from any one sub-area.

SECTION 8

QUORUM AT ANNUAL GENERAL MEETING:

The quorum shall consist of 10 members or 10 percent of the membership of the Corporation, whichever is the greater.

SECTION 9

VOTING:

Except if otherwise provided by these By-Laws, all matters shall be decided by majority vote of the members present at a meeting of the members.

SECTION 10

BALLOTING:

- (a) Each member shall be entitled to cast and have counted as valid a ballot for the election of Directors and such other matters as the Board of Directors may from time to time determine;
- (b) A ballot is a form authorized for use by the Board of Directors and no other written statement of facsimile shall be valid. Said ballot when used in the election of Directors shall list the candidates for each respective sub-areas as described in Section 4 and shall provide spaces for the members of the Corporation to cast one vote for a candidate in each sub-area;
- (c) The members of the Board shall be elected by the majority of the people at the meeting.

SECTION 11

IRREGULARITIES:

All informalities or irregularities in calls, notice of meetings and in the manner of voting, form or proxy, credentials and methods of ascertaining those present, shall be deemed waived if no objection is made at the meeting.

SECTION 12

SPECIAL MEETING - MEMBERS

- (a) A special meeting of the members of the Corporation may be called at any time by the Board; or by petition, delivered to the office of the Corporation, signed by no fewer than ten (10) percent of the members of record;
- (b) The date of the special meeting shall be no fewer than fifteen (15) days and not more than twenty-one (21) days from the date of call, said date of call being the date on which the notice of special meeting is forwarded to the members (when said meeting is called by the Board), and the date the petition is delivered to the office of the Corporation (when said meeting is called by petition);
- (c) Notwithstanding the foregoing, no special meeting shall be considered called unless and until the petitioners or the Board, as the case may be set(s) forth in writing the purpose of said meeting
- (d) The notice of the place, date and time of meeting shall also set forth the purpose(s) for which

the said meeting has been called and it shall be forwarded to all members immediately upon receipt of the petition, if the said meeting is called by petition;

- (e) At a special meeting only such matters of business as set forth on the notice of meeting under the heading, "Purpose of the Meeting" shall be discussed, unless a majority of the members of record, present at the meeting decide by standing vote to entertain and discuss further matters;
- (f) Quorum shall be as for the Annual General Meeting of Members.

SECTION 13

NOTICE:

All notices and notifications to which reference is made in these By-Laws shall be sent by ordinary mail, unless another method shall be specified.

SECTION 14

FISCAL YEAR:

The Fiscal year of the Corporation shall be the twelve month period commencing on the 1st day of April, and ending on the 31st day of March of each year.

SECTION 15

PLACE OF MEETINGS:

Each meeting of the members of the Corporation shall be held at the place named in the notice of meeting.

SECTION 16

PRESIDING OFFICER - MEETING OF MEMBERS:

The Chairman of the board shall preside at all meetings of the members. In the absence of the Chairman or in his/her inability to act, the Vice-Chairman of the Board shall preside. In the absence or inability of the Chairman and the Vice-Chairman, the Directors shall choose a Chairman from amongst their number. The provisions of this section shall not apply to the initial meeting of the Corporation.

SECTION 17

CORPORATE SEAL:

The Corporation shall adopt a corporate seal to be kept at the registered office of the Corporation in the care and custody of its chief executive officer.

SECTION 18

DIRECTORS:

The Corporation shall be governed by a Board of Directors not to exceed ten (10) Directors elected as provided for hereafter;

(a) Regional Directors

TOTAL	AREA
2	Perth-Andover/Aroostook/Tobique
1	Plaster Rock
1	New Denmark
1	Drummond
1	Ste-Anne/Notre-Dame de Lourdes/Siegas
2	Grand Falls
1	St. Léonard/St. Léonard Parent
1	Saint-André
10	

(b) In order to allow for the regular and orderly replacement of Directors, at the first Annual General Meeting only, terms of office shall be as follows:

- (i) five (5) of the Regional Directors will be elected for a one (1) year term.

Without exception, no individual will serve more than three consecutive three year terms. After having vacated the board and any committees of the board for a minimum of one year, a member may reapply to be considered for a vacant board position; or other extenuating circumstances which are acceptable to ACOA.

SECTION 19

BOARD MEETINGS:

The Board shall meet in regular session no less infrequently than four times during the fiscal year and it may meet in regular session as frequently as it, by resolution, decides.

SECTION 20

PROCEDURES FOR MEETINGS OF THE BOARD OF DIRECTORS:

- (a) At all meetings of the Board of Directors every question shall be decided by a majority of the votes cast on the question and in case of an equality of votes, the Chairman who normally presides the meeting ex-officio, shall be entitled to cast the tie-breaking vote;
- (b) Notices of meetings of regular session shall be forwarded to all Directors at least ten (10) days prior to the date of meeting;
- (c) The Board may meet in special session at any time for purposes specified in the notice of meeting which notice shall be forwarded at least three days prior to the date of meeting;
- (d) Meetings of special sessions shall be called by the Chairman, or by a majority of the Directors who sign a "Request for Meeting in Special Session" and deliver said "Request" to the office of the Corporation at least four (4) days prior to the date of the proposed meeting;
- (e) At a meeting in special session, only such matters as are set forth on the notice of meeting shall be discussed;
- (f) The Chairman or, in his absence or inability, the Vice-Chairman, shall preside at all meetings of the Board. In the absence or inability of both the Chairman and the Vice-Chairman - the Directors shall choose one of their number to serve as Chairman of the meeting;
- (g) Any Director who ceases to be a member of the Corporation shall cease to be a director forthwith;
- (h) Any Director who fails to attend three consecutive meetings of the Board and whose reasons for non-attendance are not satisfactory to the Board may be dismissed from the Board forthwith by notice to this effect signed by no fewer than six Directors and forwarded by registered mail to the last known address of said director;
- (i) Any director may at any time resign from the Board by written notice to the Chairman;

- (j) Notwithstanding the provisions of the foregoing, when a vacancy of a Regional Director occurs, the Board shall appoint a member from the same sub-area whose term shall continue until the next Annual General Meeting. A vacancy of a Director at large shall be filled by appointment from that group where the vacancy occurred. The term will end on the same day as the term of the original Director and only one substitution per term will be allowed;
- (k) One-half of the Directors plus one Director shall constitute a quorum as respecting any meeting of the Board;
- (l) Once quorum has been established at the beginning of the meeting and a Director must absent himself/herself due to conflict of interest or whatever other reason, quorum will be presumed to be maintained in order to allow the decision making process to continue;
- (m) All matters of business, at all meetings of the Board, shall be decided by majority vote unless specific provision is made to the contrary in the by-laws of the Corporation;
- (n) Directors shall serve without pay but they may be reimbursed for expenses incurred in connection with Corporation business on such terms as the Board shall, from time to time, determine;
- (o) Every member of the Board of Directors shall sign an Oath of Office and all matters discussed at meetings of the full Board of Directors or of the individual committees must not be repeated outside of the meeting rooms except with members of the Board or staff of the Corporation. Any breach of confidentiality will be sufficient cause for dismissal from office.

SECTION 21

POWERS OF THE BOARD OF DIRECTORS:

The power of the Board shall be to:

- (a) Establish, change or amend policies in the Policies and Procedures Manual;
- (b) Appoint staff of the Corporation;
- (c) Adopt the annual budget of the Corporation;
- (d) Elect the officers of the Corporation;
- (e) Appoint Directors to fill vacancies on the Board as provided in Section 20 (j);
- (f) Review quarterly reports prepared by the Investment Committee and the Strategic Planning Committee.

SECTION 22

DUTIES OF THE OFFICERS:

- (a) Chairman of the Board: the Chairman's duties shall be to:
- (i) preside at all meetings of the Board, annual meetings and special meetings;
 - (ii) serve as chair on all standing committees with the understanding that he/she may appoint other directors to serve as chair on certain committees;
 - (iii) be an ex-officio member of the standing committees he/she does not chair;
 - (iv) be the principal spokesperson for the Corporation.
- (b) Vice-Chairman of the Board: the Vice-Chairman's duties shall be to:
- (i) serve in the absence of the Chairman;
 - (ii) assume the role and functions of the Chairman in the event that the Chairman's position becomes vacant;
 - (iii) carry out such duties in support of the Chairman as shall from time to time be assigned by the Chairman.
- (c) Secretary: the Secretary's duties shall be to:
- (i) assure that the minutes of all meetings are properly maintained;
 - (ii) assure that proper notices of meetings are sent out in accordance with these by-laws.
- (d) Treasurer: the treasurer's duties shall be to:
- (i) assure that the records of the Corporation are maintained in good order;
 - (ii) present the financial report;
 - (iii) assure that proper accounting and bookkeeping procedures are followed:

SECTION 23

COMMITTEES:

- (a) The following shall be the standing Committees of the Corporation;
 - (i) Executive Committee
 - (ii) Investment Committee
 - (iii) Governance Committee
 - (iv) Human Resources (HR) Committee
- (b) The Board may appoint such other committees in such number as it may, from time to time, determine; it being provided that the Chairman of each committee shall be a director; and that all committees shall report to the Board as per the Board's direction. Subject to the foregoing a committee member must be a member of the Corporation but need not be a Director.
- (c) Committee members shall serve without pay but they must be reimbursed for expenses incurred on Corporation business on such terms as the Board may from time to time decide.

SECTION 24

EXECUTIVE COMMITTEE:

- (a) The Executive Committee shall be composed of the officers of the Corporation and the past Chairman;
- (b) The powers of the Executive Committee shall be to:
 - (i) provide direction to the Executive Director and staff of the Corporation;
 - (ii) Implement the decisions of the Board of Directors;
 - (iii) Support the Executive Director and staff in their in their day-to-day operations when needed.
- (c) The term of the Committee shall be one year;
- (d) Three members shall constitute the quorum.

SECTION 25

INVESTMENT COMMITTEE:

- (a) The Investment Committee shall consist of at least six members appointed by the Board;
- (b) The Chairman of the Board shall be a member ex-officio without the right to vote except in the case of ties;
- (c) The mandate of the Committee shall be to:
 - (i) review all requests for financial assistance;
 - (ii) approve or reject all requests for financial assistance.
- (d) Four members shall constitute the quorum.

SECTION 26

GOVERNANCE COMMITTEE:

- (a) The Governance Committee shall consist of the Executive Committee and the Past Chairman.
- (b) The duties of the Committee shall be to:
 - (i) supervise the elections of the Corporation;
 - (ii) arrange for nominations of officers;
 - (iii) assist the Executive Director with the orientation of new board members;
 - (iv) strategic planning;
 - (v) review of all policies & procedures

SECTION 27

HUMAN RESOURCES (HR) COMMITTEE:

- (a) The HR Committee shall consist of at least three (3) members appointed by the Board;
- (b) The duties of the Committee shall be to:
 - (i) assist the Executive Director in all personnel issues.
- (c) The term of the Committee shall be one year;
- (d) Two members shall constitute the quorum.

SECTION 28

THE EXECUTIVE - DIRECTOR:

The Board shall appoint an Executive Director who shall not be a member of the Corporation.

The Executive Director shall be responsible for the management and administration of the Corporation in accordance with the provisions of the By-Laws, rules, regulations and procedures of the Corporation and the policies of the Board.

The Executive Director shall act as an Advisor or counsel to the Board and shall meet the Board's expectations.

Subject to the foregoing the specific duties, powers and obligations of the Executive Director shall be as the Board from time to time determines.

The Executive Director shall be a salaried employee whose remuneration shall be determined, from time to time, by the Board.

SECTION 29

CHEQUES, DRAFTS, NOTES, ETC.:

All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by such officer or officers or person or persons, whether or not officers of the Corporation, and in such manner as the Board of Directors may from time to time designate by resolution.

SECTION 30

HEAD OFFICE:

The Directors may from time to time by resolution fix the location of the head office of the Corporation with the Designated Area.

SECTION 31

SEAL:

The seal, and impression whereof is stamped in the margin hereof, shall be the seal of the Corporation.

SECTION 32

EXECUTION OF CONTRACTS, ETC.:

Contracts, documents or instruments in writing requiring the signature of the Corporation will be signed by two of the following; being the Chairman, Vice-Chairman, Secretary, Treasurer, or the Executive-Director, and all contracts documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formality. The Board of Directors is authorized from time to time by resolution to appoint any officer or officers or person or persons on behalf of the Corporation either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing.

The seal of the Corporation may when required be affixed to contracts, agreements, or instruments in writing signed as aforesaid or by any officer Board of Directors.

The term of the “contracts, documents or instruments in writing” as used herein shall include deeds, mortgages, hypotheses, charges, conveyances, transfer and assignments of property, real or personal, immovable or movable, agreements, release, receipts and discharges for the payment of money or other obligations, conveyance, transfers and assignments of shares, bonds, debentures or other securities and all paper writings.

In particular, without limiting the generality of the foregoing, the Chairman, Vice-Chairman, Secretary, Treasurer, or the Executive Director are authorized to sell, assign, transfer, exchange, convert or convey any and all shares, bonds, debentures, rights, warrants or other securities owned by or registered in the name of the Corporation and to sign and execute (under the corporate seal of the Corporation or otherwise) all assignments, transfers, conveyances, papers of attorney and other instruments that may be necessary for the purpose of selling, assigning, transferring, exchanging, converting or conveying any such shares, bonds, debentures, rights, warrants or other securities.

SECTION 33

CONTRACTS:

(a) Interest of Directors in Contracts:

No Director shall be disqualified by his office from contracting with the Corporation, nor shall any contract or arrangement entered into by or on behalf of the Corporation with any Director is in which any Director is in any way interested by liable to be avoided; nor shall any Director so contracting or being so interested be liable to account to the Corporation for any profit realized by any such contract or arrangement by reason of such Director holding that office or of the fiduciary relationship thereby created provided that the conditions identified under Section 33 (b) are satisfied.

(b) Goods and Services Procurement:

The procurement of goods and services by the corporation, the price of which goods and services exceeds \$1,000, must be done pursuant to a tender process whereby a minimum of three quotations are sought; and, in the case of procurement exceeding \$4,000, must be done pursuant to an open tender process.

SECTION 34

CONFLICT OF INTEREST:

(a) Restricted Investment Fund Activities

a.1. The Corporation shall not make a loan to, or guarantee the repayment of a loan made to, a director, officer or employee of the Corporation or to a partnership in which a director, officer or employee is a partner.

a.2 The Corporation shall not:

- (i) make a loan to,
- (ii) guarantee the repayment of a loan to, or
- (iii) purchase shares in,

an incorporated business in which an officer or employee of the Corporation with decision-making responsibilities in relation to investment fund applications, or a director of the Corporation, has a significant business interest.

a.3 Where the Corporation is considering:

- (i) an application for a loan or a loan guarantee by the spouse or child of a director of the Corporation or of an officer or employee of the Corporation with decision making responsibilities in relation to investment fund applications, or
- (ii) an application for a loan, a loan guarantee or an equity investment by an incorporated business in which a spouse or child of a director, officer or employee referred to in paragraph (a) has a significant business interest.

The application shall be referred for consideration by the full board of directors for decision and the conflict of interest on the part of the directors, officer or employee, as the case may be, shall be recorded in the minutes of the meeting. In addition, the director, or the officer or employee (if the officer or employee is present at the meeting), as the case may be, shall absent him/herself from any and all discussions and deliberations in respect of the application and refrain from attempting to influence, lobby or persuade the board in regard to the application.

(b) Goods and Services Contracts

Goods and services contracts between the Corporation and a director or a business in which a director, or the spouse or child of a director, has a significant business interest are permitted provided that:

- (i) the decision is made by the full board, irrespective of the existing contracting authorities;
- (ii) the conflict of interest is declared by the director and recorded in the minutes of the Board;
- (iii) the director absents him/herself from the decision and refrain from trying to influence it;
- (iv) a minimum of three independent competitive bids are obtained; and
- (v) the contract offering the lowest cost or best value be selected and extra care taken in doing so.

(c) Significant Business Interest

For the purpose of this Schedule, “significant business interest” means the ownership, whether directly, indirectly or beneficially, of more than 10% of the capital stock of the incorporated body, or shares or debentures to which are attached more than 10% of the voting rights in the incorporated body.

SECTION 35

NON-PROFIT CORPORATION:

- (a) The Corporation shall be a non-profit Corporation whose purpose shall be as is set forth in Section 1 of these By-Laws and not in any case primarily for profit;
- (b) The Corporation's ("its") activities shall be of a lawful nature and its net earnings or any part thereof shall not ensure to the benefit of any member or individual;
- (c) Its real and personal property and any and all profits and income arising there from shall, regardless of the manner of acquisition, be held in trust for its purposes;
- (d) In the event of the liquidation, dissolution or winding up of the company, all the property of the company both real and personal and the profits and income arising there from shall, after payment or provisions for payment of all liabilities of the company be disposed of in a manner acceptable to Canada.

SECTION 36

INDEMNIFICATION:

The Corporation shall indemnify any director or officer or former director or officer of the Corporation, or any person who may have served at its request as director or officer of another Corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of a duty.

SECTION 37

FINANCIAL:

- (a) All funds of the Corporation shall be deposited to the credit of the Corporation in such financial institutions as the Board shall direct and no funds shall be withdrawn except by duly authorized officers and/or employees; which withdrawals shall be for the legal purposes of the Corporation only;

- (b) The Corporation shall be empowered to accept contribution and gifts, it being provided that said contributions and gifts shall be used only for purposes specified by the donor;
- (c) Separate accounts will be maintained for:
 - (i) the operational funds received from Canada;
 - (ii) the funds received for investment from Canada and all investment income.

SECTION 38

WARRANTIES & REPRESENTATIONS:

- (a) The Corporation represents and warrants to Canada that:
 - (i) it is and shall continue to exist as, a non-profit corporation, duly incorporated and in good standing under the laws of New Brunswick
 - (ii) its Letters Patent, articles of incorporation or other constituent document provide that upon dissolution of the Corporation, any assets remaining after payment of its debts and liabilities are to be transferred to another Community Futures Development Corporation approved by Canada or to some other organization with similar objects approved by Canada;
 - (iii) it has the capacity to carry on the Corporation's activities and to enter into this Agreement, and that its obligations herein do not conflict with or constitute a default under its Letters Patent, articles of incorporation or other constituent document, its by-laws or any agreement by which it is bound.

SECTION 39

AMENDMENTS, BY-LAWS OF THE CORPORATION:

The provisions of the By-Laws of the Corporation may be amended, altered or repealed by a majority vote of not less than two-thirds (2/3) of the members present at an annual or special meeting of the members, after due notice of all details of the proposed amendment.

PASSED the 17th day of February, 2014.

WITNESS the corporate seal fo the Corporation.

Gaitan Michaud - President

Côme Ouellette - Secretary

PASSED the 17th day of February, 2014.

WITNESS the corporate seal ~~for~~^{of} the Corporation.



Gaitan Michaud - President



Côte Ouellette - Secretary