



2022 Annual General Meeting
Election of Directors
Explanatory Note

As identified in our By-laws, Section 10: Nominations for Election of Directors, nominations for election as Director at the annual meeting of the Corporation may be made only by:

- (a) a nominating committee of the Board, or
- (b) Members of the Corporation provided that each nomination by Members;
 - (i) is in writing and signed by at least three (3) Members in good standing; and
 - (ii) is accompanied by a written declaration signed by the nominee that he or she will serve as a Director in accordance with this By-law if elected; and
 - (iii) is submitted to and received by the Secretary at least thirty (30) days before the date of the annual meeting.

We have received one resignation for a remaining term of one year on the board. The Nominating Committee will present six candidates, who it is recommending to fill vacancies on the Board for the Members' approval. The six candidates recommended by the Nominating Committee and approved by the Board are:

Mario Benedetto*	Mr. Benedetto was first elected to the Board in 2017 on a 2-year term, and re-elected in 2019 for an additional 3-years. Mr. Benedetto has extensive project management and business development skills with more than 30 years of progressive experience with organizations such as Canadian National Railways, Fowler Construction, Ontario Northland Transportation Commission, and Baseline Construction and Project Management. Mr. Benedetto is a resident of Bracebridge and is being recommended for a 3-year term.
Sheila Marner*	Ms. Marner was first elected to the Board in 2019. She is a retired senior executive of Apotex Inc., where she had been employed for the 35 years. Her roles with the company included VP-Global New Product Launch, and VP-Bio Clinical Development. Ms. Marner is a resident of Orillia and is being recommended for a second 3-year term.
Ted Markle*	Mr. Markle was first brought onto the Board in November 2019 to fill a mid-term vacancy that expires at the 2022 AGM. He has previous governance experience serving as Chair of the Orillia Museum of Art & History, and as a member of the Board of the Mariposa Folk Foundation. Markle has an extensive business background in the printing and publishing industry. He is a resident of Orillia and is being recommended for a 3-year term.

Ken Brownlee*	At the 2021 AGM, Mr. Brownlee was elected to the Board to complete the final year of a 3-year term that was previously vacated. Prior to that, Mr. Brownlee also served on the Board from 2010-2014. He has over 30 years of experience in senior leadership roles in both public and privately owned manufacturing and distribution organizations. Mr. Brownlee also has past governance experience as a former board member of Georgian College. He is a resident of Severn Township and is being recommended for a 3-year term.
Peter Caldwell*	Peter Caldwell was brought onto the Board after the 2021 Annual General Meeting to fill an existing vacancy. Mr. Caldwell's 40+ years in government and post-secondary leadership roles includes serving as Director/CEO of the Ontario Arts Council, Vice-President, Finance and Administration of OCAD University, and Executive Director of the Arts Foundation of Greater Toronto. Mr. Caldwell is being recommended to complete the remainder of the term he inherited, which is for a period of one year.
Ryan Spurgeon	Ryan Spurgeon is a senior leader with 15+ years' experience in multi-disciplinary design-engineer-manufacture-installation businesses within the construction industry. Mr. Spurgeon is President of ANTAMEX Industries and associated portfolio companies with over 400+ employees across 6 operating brands, 4 manufacturing facilities and project execution on some of the largest construction sites in North America. Mr. Spurgeon has an MBA from Ivey Business School and a BBA (Hons.) from Laurentian University. He was raised in Orillia and continues to live in the region (Severn) with his wife and two sons.

* denotes incumbent

The motion to be put before the Members at the AGM follows:

<p>RESOLVED THAT:</p> <ol style="list-style-type: none"> <li data-bbox="196 1367 1414 1434">1. The following individuals be elected as Directors of the Corporation to hold office for the specified term, or until their respective successors are elected or appointed: <ul style="list-style-type: none"> <li data-bbox="245 1472 610 1501">Mario Benedetto - 3 year term <li data-bbox="245 1539 574 1568">Sheila Marnar - 3 year term <li data-bbox="245 1606 542 1635">Ted Markle - 3 year term <li data-bbox="245 1673 574 1703">Ken Brownlee - 3 year term <li data-bbox="245 1740 579 1770">Peter Caldwell - 1 year term <p data-bbox="245 1808 1471 1875">And that the following individual be elected as Director of the Corporation to hold office for a one-year term, or until their respective successor is elected or appointed:</p> <ul style="list-style-type: none"> <li data-bbox="245 1913 586 1942">Ryan Spurgeon - 1 year term
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