

## CEDAR HILL GOLF CLUB SOCIETY

### NOTICE OF EXTRAORDINARY GENERAL MEETING

TAKE NOTICE that an extraordinary general meeting of the members (the "Meeting") of Cedar Hill Golf Club Society (the "Society") will be held at the Banquet Room of the Clubhouse at Cedar Hill Golf Course, 1400 Derby Road, Victoria, British Columbia on September 22, 2024 at 2:00 PM to consider the winding up and dissolution of the Society, and to consider the following special business of the Society:

1. To consider the following as ORDINARY RESOLUTIONS:

#### RESOLVED THAT:

- (a) The Society pursue a voluntary dissolution under s. 126 of the *Societies Act* (British Columbia);
- (b) Linda King be appointed as the designated record keeper of the Society.
- (c) Pursuant to Section 124 of the *Societies Act*, after payment or adequate provision for payment of all the Society's liabilities, the remaining money or other property of the Society, if any, be distributed to:
  - (i) In respect of the funds donated to the Society by the Estate of the late Priscilla Anne Leutwyler, net of expenses but together with all interest and accretions thereto, (the "Leutwyler Bequest"), to GOLF CANADA FOUNDATION, a qualified donee within the meaning of the *Income Tax Act* (Canada), as successor Trustee, to hold on and subject to the terms provided in the Will of Priscilla Anne Leutwyler; and
  - (ii) In respect of all of the Society's funds other than the Leutwyler Bequest, to VICTORIA HOSPICE SOCIETY.
- (d) Any director or officer of the Society, signing alone, be authorized to execute and deliver all such documents and instruments, and to do such further acts, as may be necessary to give full effect to these resolutions or as may be required to carry out the full intent and meaning thereof.
- (e) The Society hereby appoints Farris LLP to act as its agent for filing the dissolution application as set out above.

2. If the foregoing ordinary resolutions are not carried at the meeting, to consider the following as a SPECIAL RESOLUTION:

#### RESOLVED THAT:

The Leutwyler Bequest, being substantially all of the Society's undertaking, be transferred to GOLF CANADA FOUNDATION, a qualified donee within the meaning of the *Income Tax Act* (Canada), as successor Trustee, to hold on and subject to the terms provided in the Will of Priscilla Anne Leutwyler.