

PROXY

Ed Video Media Arts Centre

Annual General Meeting/ Annual Policy Meeting

June 22, 2023

I, \_\_\_\_\_, certify that I am a Producer or General Member of Ed Video, in good standing, and

hereby appoint \_\_\_\_\_ to vote on my behalf at the 2023 AGM and APM.

I, along with the person appointed to hold this proxy, have read and understood the Bylaws pertaining to Proxy voting.

Signed: \_\_\_\_\_

Please submit this proxy to the Secretary of the AGM/APM before the commencement of the meeting.

Section 7.2 - Proxies

Every member entitled to vote at meetings of members may appoint a proxy, who need not be a member, to attend and act at the meeting in the same manner, to the same extent and with the same power as if the member were present at the meeting. The instrument appointing a proxy shall cease to be valid after the expiration of one year from the date thereof. The instrument appointing a proxy shall be in writing and shall be deposited with the Secretary of the meeting before any vote is cast under its authority, or at such earlier time and in such manner as the board may prescribe in accordance with The Ontario Corporations Act.

An individual may hold only one proxy.

Section 7.3 - Voting Procedure at Members Meeting

At any Annual General Meeting or Special Meeting, every question shall be decided upon by a show of hands, unless a ballot is demanded by any Producer Member present in person or represented by proxy and entitled to vote. Upon a show of hands every member present in person and entitled to vote shall have one vote, but the member represented by proxy shall have no vote. A demand for a ballot may be withdrawn at any time prior to the taking of the ballot.

Whenever a vote by show of hands is taken upon a question and unless a ballot is required or demanded, a declaration by the chair of the meeting that the vote upon the question has been carried or carried by a particular majority or has not carried and an entry to that effect is made in the minutes of the proceedings at the meeting, shall be *prima-facie* evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against any resolution or other proceeding in respect of the said question, and the result of the vote taken shall be the decision of Ed Video.