

**SPECIAL RESOLUTION OF THE MEMBERS
OF
OWL CHILD CARE SERVICES OF ONTARIO
(the "Corporation")**

WHEREAS:

1. The Board of Directors of the Corporation has set out Strengthening the Brand as a key strategic priority in its strategic plan and has undertaken a brand audit and evaluation that identified the current brand is outdated and there is lack of differentiation with the market;
2. The Board of Directors of the Corporation has approved a new brand strategy that aims to address the disconnect between play and learn and between child care and early learning in light of the changing landscape of early childhood education and care in Canada and beyond. Said brand strategy shifts the focus to early learning and aims to set the organization up as a leader in the child care category, increasing credibility with potential members and with government
3. After a collaborative and robust process to identify potential new names that align with the new brand strategy and testing three such names with an internal sample of employees, members and parents, and an external panel of parents across southwestern Ontario, a Special Resolution of the Board of Directors of the Corporation recommending changing the name of the Corporation to *RisingOaks Early Learning Ontario* was approved unanimously on March 10, 2020;
4. The Corporation is incorporated under the Canada Not-for-Profit Corporations Act and such Act identifies a name change as a fundamental change requiring approval of the Members;
5. The Corporation has one class of membership;

BE IT RESOLVED THAT:

1. Pursuant to section 197 (1) of the Canada Not-for-Profit Corporations Act, the name of the Corporation be changed from Owl Child Care Services of Ontario to "*RisingOaks Early Learning Ontario*" in its English form;
2. Any two of the directors or officers of the Corporation are hereby authorized to sign all such documents and to do all such acts and things as such directors or officers, in his or her discretion, determine necessary or advisable in order to properly implement and give effect to the foregoing; and
3. The directors or officers of the Corporation, in their discretion and without further approval of the members, will cause the name change to be effective on such a date as any two directors or officers determine.

The undersigned, being the duly appointed Secretary of the Corporation, certifies that the above is a true and correct copy of a special resolution of Owl Child Care Services of Ontario, passed at a meeting of Members held on the ____ day of May, 2020, by a majority of not less than two-thirds of the votes cast by the Members of the Corporation who voted in respect of the resolution, and the resolution is in full force and effect, unamended as of the date below.

Dated this ____ day of ____, 2020.

Board Secretary:



Canada Not-for-profit Corporations Act (NFP Act)
Form 4004
Articles of Amendment

1 - Current corporate name

Owl Child Care Services of Ontario

2 - Corporation number

10 18 24 6 - 0

3 - The articles are amended as follows: (complete all applicable sections)

A - The corporation amends its name to:

i. Corporate Name

RisingOaks Early Learning Ontario

ii. Corporate name in the other official language (if applicable)

B - The corporation amends the province or territory in Canada where the registered office is situated to:

C - The corporation amends the number of directors to: (for a fixed number, indicate the same number in both boxes)

Minimum number

Maximum number

D - Other amendments, please specify:

4 - Declaration

I hereby certify that I am a director or an authorized officer of the corporation.

Signature: _____

Print name: _____

Telephone Number: _____

Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).