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24 September 2015

**Official Notice of Special General Meeting
Called by John Grace, and Executive Board**

(To be preceded by a short Open Session of the SWEA Board of Directors)

To: All members of the Board of Directors of the Southwest Economic Alliance (SWEA)
All members of SWEA

The Executive Committee of the Board of Directors has called a Special General Meeting of Members of SWEA to immediately follow an Open Session of the SWEA Board of Directors.

DATE: Wednesday, 14 October 2015
TIME: 11:00 am
PLACE: CTV London Boardroom
1 Communications Road, London, Ontario, N6J 4Z1
(Main Switchboard – 519.686.8810)

If you are not able to attend in person, we encourage you to participate via teleconference:
Phone Number: 1.855.222.3993 Conference ID: 1678963

The Agenda for the SWEA Board of Directors meeting (open session) will be as follows:

1. Call to Order, Roll Call of Participants and Establishment of Quorum
2. Completion and Adoption of the Agenda
3. Report on Activities since SWEA AGM in May 2015 (verbal)
4. Report on SWEA Financial Position as at 30 September 2015 (verbal)
5. Special Resolution: Discussion and, if thought fit, Adoption
6. Other Business
7. Adjournment

The Agenda for the SWEA Special General Meeting of Members (to immediately succeed the Board of Directors meeting) will be as follows:

1. Call to Order, Roll Call of Participants and Establishment of Quorum
2. Completion and Adoption of the Agenda
3. Additional Discussion Regarding SWEA Activities and Financial Position (if any)
4. Special Resolution: Discussion and, if thought fit, Adoption
5. Other Business (if any)
6. Adjournment

The primary purpose of the meeting(s) will be to update Directors and Members on SWEA's current state of affairs, its activities since the Annual General Meeting on 14 May 2015 and formal consideration of the Special Resolution (see next page) containing the Executive Committee's recommendation to wind-up and dissolve the organization.

Special Notice: If you have any questions or concerns feel free to contact John Grace via telephone: 519-524-1173 or via email fishing@oldpost.com

You are encouraged to attend in person if you are able, however if you are unable to attend in person we understand but please attend via Teleconference. **Phone number: 1.855.222.3993 Conference ID: 1678963.**

For the SWEA Board of Directors' Executive Committee,
Harry Joosten, Corporate Secretary



24 September 2015

Southwest Economic Alliance (SWEA)
SPECIAL RESOLUTION
Special General Meeting of Members
Wednesday, 14 October 2015

WHEREAS: The South West Economic Alliance (SWEA) was founded to develop a strong voice, with the private and plural sectors supporting the municipal public sector in advocating with provincial and federal governments for economic development in southwestern Ontario; and

WHEREAS: SWEA has had some successes over its history but, in latter years, has not received full engagement from all its member counties, single-tier municipalities and separated cities and towns in the region; and

WHEREAS: At its Annual General Meeting in May 2015, the SWEA members expressed approval in principle for a significant evolution of SWEA's mission and organizational structure in order to re-engage municipal level support and deliver more effective advocacy; and

WHEREAS: SWEA representatives met with representatives of the Western Wardens and Urban Mayors (informal) caucus groups in June 2015 and subsequently developed a proposal for re-organizing SWEA requesting feedback from the Wardens and Mayors groups before the end of September 2015; and

WHEREAS: SWEA received no formal responses from either group by early September 2015; and

WHEREAS: SWEA invited representatives of the Wardens and Mayors to a meeting in mid-September 2015 to discuss the proposal and/or alternative ways to develop a single voice mechanism for southwestern Ontario and SWEA received indications we would not get representatives from both caucus groups to such a meeting; and

WHEREAS: In the opinion of the SWEA Board of Directors' Executive Committee, SWEA no longer has the support of its two key public sector stakeholder groups and SWEA does not have the resources, financial or otherwise, to continue independent operations in a prudent, responsible manner beyond the current 2015 year;

THEREFORE BE IT RESOLVED: Upon the recommendation of the SWEA Board of Directors and its Executive Committee, the members of SWEA approve and authorize the following:

1. Generally, that SWEA be wound up and dissolved before 31 December 2015; and
2. Specifically, that the members of SWEA appoint Peter Thomas of BDO as Liquidator and Trustee for SWEA with authority to direct the necessary accounting transactions and draft and file the necessary forms, returns and documents on SWEA's behalf with government and regulatory agencies as required to properly wind up and conclude SWEA's affairs; and
3. Specifically, any SWEA director or officer is hereby authorized and directed, for and on behalf of SWEA, to execute and deliver all such documents and to do all such other acts or things as he or she may determine to be necessary or advisable to give effect to this resolution, the execution of any such document or the doing of any such other act or thing being conclusive evidence of such determination.