



## PROXY FOR ANNUAL GENERAL MEETING - 2022

The undersigned member of Hospice Care Ottawa (the “**Corporation**”) hereby appoints Ioanna Sahas Martin, the Secretary of the Corporation, or failing her, Catherine Lane, the Chair of the board of directors of the Corporation, as the proxy of the undersigned (the “**Proxy Nominee**”) to attend and act at the annual general meeting of the members of the Corporation to be held on the 28th day of September, 2022 (the “**Meeting**”), and at any adjournment or adjournments thereof, in the same manner, to the same extent and with the same power as if the undersigned were present or participating at the Meeting or such adjournment or adjournments thereof.

The Proxy Nominee is instructed to exercise the vote of the undersigned at the Meeting as follows:

1. Vote for , or vote against , or withhold from voting in respect of , the adoption of the agenda of the Meeting that was circulated to all members of the Corporation
2. Vote for , or vote against , or withhold from voting in respect of , the approval of the minutes of the annual general meeting of the members of the Corporation held on September 20, 2021 that are posted at [www.hospicecareottawa.ca](http://www.hospicecareottawa.ca)
3. Vote for , or vote against , or withhold from voting in respect of , the appointment of KPMG LLP as the auditors of the Corporation for the financial year ending March 31, 2023.
4. Vote for , or vote against , or withhold from voting in respect of , the election to the board of directors of the Corporation, for a three-year term of

Michael Pentland

Lynne Toupin

**[NOTE: To vote against or withhold from voting in respect of the election of a particular nominee to the board of directors of the Corporation, strike out the nominee’s name.]**

5. Vote for , or vote against , or withhold from voting in respect of , the re-election to the board of directors of the Corporation for a second three-year term of

Josiane Gomez  
Ioanna Sahas Martin  
Barbara McNally  
Wendy Nicklin

**[NOTE: To vote against or withhold from voting in respect of the re-election of a particular director to the board of directors of the Corporation, strike out the director's name.]**

6. Vote for , or vote against , or withhold from voting in respect of , to approve to amend Section 4.01(b)(ii) (A,B) of By-law No. 1 and Section 4.06 (c) of By-law No. 1 as follows:

WHEREAS section 4.01 Duties and Number, (b)(ii)(A,B) of By-law No.1 of the Corporation states: (ii) the persons occupying the following positions who shall be ex officio directors of the Corporation: (A) the Executive Director of the Corporation; (B)the Medical Director of the Corporation; AND WHEREAS the Corporation wishes to make amendments to sections 4.01(b)(ii)(A, B) By-law No.1 of the Corporation; BE IT RESOLVED THAT: Section 4.01(b)(ii)(A,B) of By-law No.1 be removed and that the Executive Director and the Medical Director be considered guests at meeting of the Board of Directors.

And

WHEREAS section 4.06 Nominations. (c) Commencing at the annual general meeting in 2013, at least two (2) directors shall be recruited with experience in the health sector and at least one (1) director shall be recruited from among active volunteers in hospice services. And (d) At least one (1) director of the Corporation shall be elected or appointed, as applicable, from a slate of candidates provided by Bruyère Continuing Care. AND WHEREAS the Corporation wishes to make amendments to sections 4.06 (c) and (d)By-law No.1 of the Corporation; BE IT RESOLVED THAT: Section 4.06 (c) and (d) of By-law No.1 be removed

If no specification is made, the Proxy Nominee is instructed to vote for (i) the adoption of the agenda of the Meeting, (ii) the approval of the minutes of the annual general meeting of the members held on September 20, 2021 (iii) the appointment of KPMG LLP as the auditors of the Corporation for the financial year ending March 31, 2023, (iv) the election to the board of directors of the Corporation of Michael Pentland and Lynne Toupin, and (vi) the re-election to the board of directors of the Corporation for a second three year term of Josiane Gomez, Ioanna Sahas Martin, Barbara McNally and Wendy Nicklin. (vii) to approve to amend Section 4.01(b)(ii) (A,B) of By-law No. 1 and Section 4.06 (c) of By-law No. 1 as written above.

The Proxy Nominee is also instructed to exercise the vote of the undersigned at the Meeting in the discretion of the Proxy Nominee in respect of any other matter that may properly come before the Meeting.

**DATED** this \_\_\_\_ day of \_\_\_\_\_, 2022.

\_\_\_\_\_  
**Signature of Member**

\_\_\_\_\_  
**Name of Member [Please print clearly]**

Please return a copy of your signed proxy to Hospice Care Ottawa on or before September 16, 2022 by (i) email to [info@hospicecareottawa.ca](mailto:info@hospicecareottawa.ca). (ii) regular mail to Hospice Care Ottawa, 114 Cameron Ave, Ottawa ON, K1S 0X1, Attention: Lesley Doucette or (iii) fax to 613 260-5510