

**BY-LAW TO AMEND THE BY-LAWS OF
TANDIA FINANCIAL CREDIT UNION LIMITED (the “Credit Union”)**

WHEREAS the Board and membership of the Credit Union wish the Board to have the authority to temporarily increase the size of the Board and appoint qualified individuals as needed, subject to the conditions outlined below:

NOW THEREFORE BE IT ENACTED, and it is so enacted as a by-law of the Credit Union as follows:

1. By-law No. 1 of the Credit Union, be hereby amended by deleting section 4.01(a) thereof, and replacing it with the following:

(a) Number – The Board shall consist of nine (9) directors, provided that the Board may from time to time by way of a Board Special Resolution increase the number of directors up to twelve (12) until the next annual general meeting, at which time the number of directors shall again be nine (9).

2. In all other respects, except as otherwise amended during this meeting, the General By-law be hereby ratified and confirmed.

PASSED by the Board of Directors of Tandia Financial Credit Union Limited at a meeting duly held at Burlington, Ontario, on the 26th day of February, 2020.

CONFIRMED by two thirds of the votes cast prior to the annual general meeting of the members of Tandem Financial Credit Union Limited duly called for the purpose and held at Burlington, Ontario, this 7th day of April, 2020.

**BY-LAW TO AMEND THE BY-LAWS OF
TANDIA FINANCIAL CREDIT UNION LIMITED (the “Credit Union”)**

WHEREAS the By-law article reflected the transition of the Board as a result of the amalgamation between Hamilton Teachers Credit Union and Prosperity One Credit Union and is now complete.

NOW THEREFORE BE IT ENACTED, and it is so enacted as a by-law of the Credit Union as follows:

1. By-law No. 1 of the Credit Union, be hereby by deleting section 4.01(b) thereof, as the Board transition is now complete.

(b) *Transition* – Notwithstanding subsection (a), upon receipt of the Credit Union’s certificate of amalgamation, the Board shall consist of thirteen (13) directors. After March 31, 2014, the Board shall consist of twelve (12) directors. Thereafter, the Board shall consist of the following number of directors for the following specified years, commencing at the annual meeting of members in the indicated calendar year:

- (i) **2015** – eleven (11) directors;
- (ii) **2016** – ten (10) directors; and
- (iii) **2017 and thereafter** – nine (9) directors.

2. In all other respects, except as otherwise amended during this meeting, the General By-law be hereby ratified and confirmed.

PASSED by the Board of Directors of Tandia Financial Credit Union Limited at a meeting duly held at Burlington, Ontario, on the 26th day of February, 2020.

CONFIRMED by two thirds of the votes cast prior to the annual general meeting of the members of Tandem Financial Credit Union Limited duly called for the purpose and held at Burlington, Ontario, this 7th day of April, 2020.