

**CERTIFICATE IN RESPECT OF A BY-LAW  
(UNDER SUBSECTION 38 (1) OF ONTARIO REGULATION 49/01 AND SUBSECTION  
56 (9) OF THE CONDOMINIUM ACT, 1998)**


*Condominium Act, 1998*

Carleton Condominium Corporation No. 15 (known as the "Corporation") certifies that:

1. The copy of By-law No. 11, attached as Schedule "A", is a true copy of the By-law.
2. The By-law was made in accordance with the *Condominium Act, 1998*.
3. The owners of a majority of the units of the Corporation have voted in favour of confirming the By-law.

Dated this 24 day of MAY, 2013.

CARLETON CONDOMINIUM CORPORATION NO. 15

  
Print Name: MONIQUE DELISLE  
Print Title: PRESIDENT

(Seal)

I have authority to bind the Corporation.

Schedule "A"

**CARLETON CONDOMINIUM CORPORATION NO. 15**

**BY-LAW NO. 11**

BE IT ENACTED as By-Law No. 11 (being a by-law respecting Directors' and Officers' Liability Insurance) of CARLETON CONDOMINIUM CORPORATION NO. 15 (referred to as the "Corporation") as follows:

**ARTICLE I.  
DEFINITIONS**

All words used herein which are defined in the *Condominium Act, 1998*, or any successor ("the Act") shall have ascribed to them the meanings set out in the Act as amended from time to time.

**ARTICLE II.  
DIRECTORS' AND OFFICERS' LIABILITY INSURANCE**

The Corporation shall obtain and maintain Directors' and Officers' Liability Insurance, having coverage not less than the Corporation's General Liability Insurance, but otherwise on terms acceptable to the Board, subject to the following:

- (a) The policy shall provide for coverage on a full claims-made basis, (covering any claims made during the term of the policy arising out of any "wrongful act" since the registration of the Corporation on May 17, 1973). The policy shall therefore provide insurance protection for the actions of all past and present Directors and Officers of the Corporation;
- (b) The policy shall provide coverage on identical terms to all past and present Directors and Officers of the Corporation and they all shall be insureds under the policy. Without limiting the generality of the foregoing, the policy shall contain no exclusions which apply only to certain past or present Directors and Officers of the Corporation, and therefore not to all past or present Directors of the Corporation;
- (c) The Corporation shall be an insured under the policy, and the coverage shall extend to any claims under the policy for which the Corporation may be required to afford indemnity under the provisions of the Act and/or the Corporation's by-laws;
- (d) The policy shall not specifically exclude coverage for claims asserted by the Corporation;
- (e) The policy shall include coverage for all claims related to alleged violations of the Human Rights Code and all costs related to the corporation's response or defense to such allegations;
- (f) A copy of this by-law shall be provided to the Directors' and Officers' Liability Insurer and shall be attached to any application for Directors' and Officers' Liability Insurance;
- (g) The Corporation's manager, if any, may be included as an additional insured under the policy.


**ARTICLE III.  
MISCELLANEOUS**

- (1) Invalidity: The invalidity of any part of this By-Law shall not impair or affect in any manner the validity and enforceability or effect of the balance thereof.
- (2) Waiver: No restrictions, conditions, obligations or provisions contained in this by-law shall be deemed to have been abrogated or waived by reason of any failure to enforce the same irrespective of the number of violations or breaches thereof which may occur.
- (3) Headings: The headings in the body of this by-law form no part thereof but shall be deemed to be inserted for convenience of reference only.
- (4) Alterations: This by-law or any part thereof may be varied, altered or repealed by a by-law passed in accordance with the provisions of the Act, and the Declaration.
- (5) Preparation: This document was prepared in the year 2013 by Nelligan O'Brien Payne LLP in conjunction with the corporation.

The foregoing by-law is hereby passed by the Directors and confirmed by the owners pursuant to the *Condominium Act, 1998* of Ontario.

DATED this            day of            , 2013.

**CARLETON CONDOMINIUM CORPORATION NO. 15**

  
Print Name: MONIQUE DELISLE  
Print Title: PRESIDENT

I have authority to bind the Corporation