

The **objects of the Corporation** are:

- a. to educate and increase the public's understanding and appreciation of the arts by providing performances and exhibitions of an artistic nature in premises to be maintained and operated by the corporation and by providing instructional seminars, conferences and workshops on topics relating to the arts exhibited and performed at the premises; and
- b. to improve the quality of charitable programs intended to increase the public's understanding and appreciation of the arts by providing services and facilities in order to improve the planning, structuring and production of performances and exhibitions of an artistic nature, as well as in order to improve the planning, structuring and delivery of instructional seminars, conferences and workshops on topics relating to the arts,

and without limiting the powers that the Corporation possesses pursuant to subsection 16 (1) of the *Canada Corporations Act*, the **Corporation shall possess the power** to do all such things as are incidental to the objects of the Corporation and, in particular:

1. to use, give, devote, accumulate or distribute from time to time all or part of the fund or funds of the Corporation and/or the income therefrom for purposes similar to the objects of the Corporation, or to or for any organization or organizations that, on the judgment of the directors of the Corporation, will promote the objects of the Corporation, provided that such organization or organizations are qualified donees under the *Income Tax Act* (Canada);
2. to hold and invest the funds of the Corporation and/or received by the Corporation as trustee or agent in such manner as from time to time may be determined by the board of directors of the Corporation, and in making such investments the directors shall not be limited to investments authorized by law for trustees, provided that such investments are reasonable and prudent under the circumstances and do not constitute, either directly or indirectly, a conflict of interest; and provided further that the board of directors may restrict investments from being made or maintained in industries or entities that are considered socially undesirable as determined from time to time by the board of directors or the members of the Corporation (which determination shall be set forth in the investment policy of the Corporation as established from time to time by the board of directors of the Corporation); and provided further that the board of directors may authorize and make and maintain investments from time to time in industries or entities that are considered socially desirable as determined from time to time by the board of directors or the members of the Corporation (which determination shall be set forth in the investment policy of the Corporation as established from time to time by the board of directors of the Corporation); and provided further that the board of directors may from time to time delegate decisions regarding the acquisition and disposition of investments to a special committee from time to time created by the board of directors for such purpose and to professional investment advisors from time to time retained by the board of directors for such purpose and dissolve any such committee and terminate any such retainer;
3. to accumulate from time to time income from the funds of or maintained by the Corporation, subject to any statutes or laws from time to time applicable

4. to draw, make, endorse, execute and issue cheques and other negotiable or transferable instruments;
5. to acquire, accept, solicit or receive, by purchase, lease, contract, donation, legacy, gift, grant, bequest or otherwise, any kind of real property or personal property, including either as an annual or other contribution or as an addition to the fund or funds of the Corporation, and to enter into and carry out agreements, contracts and undertakings incidental thereto, and to sell, dispose of or convey the same, or any part thereof, as may be considered advisable;
6. to acquire by purchase, lease, devise, gift or other title, and to hold, any real property necessary for the carrying on of its undertaking and for the purpose of drawing a revenue therefrom, and to sell, lease, mortgage, dispose and convey the same or any part thereof as the directors of the Corporation may consider advisable;
7. to hold, manage, sell or convert any of the real property or personal property from time to time owned or held by the Corporation, and to invest and reinvest any such property or the proceeds therefrom in such manner as the directors of the Corporation may from time to time determine;
8. to exercise all voting rights and to authorize and direct the execution and delivery of proxies in connection with any shares or obligations in any company or corporation owned or held by the Corporation;
9. to employ and pay assistants, clerks, agents, representatives and employees, and to procure, equip and maintain such offices and other facilities, and to incur such reasonable expenses as may be necessary to carry out the objects of the Corporation;
10. to associate and affiliate with any association or organization, incorporated or unincorporated; and
11. to pay all costs and expenses of or incidental to the Corporation.