

# **ATTACHMENT 2**

Section 19 of Agreement dated March 28, 1995 between the City of Moose Jaw  
and Moose Jaw Art Museum Incorporated.

## **19. MEMBERSHIP AND DIRECTORS**

- (a) The Corporation shall issue to the City a membership interest to which are attached more than fifty per cent of the votes that may be cast to elect directors of the Corporation and the votes attached to the City's membership interest shall be sufficient, if exercised, to elect a majority of the directors of the Corporation.
- (b) Subject to subsection 19(c), all directors shall be elected from within the membership of the Corporation.
- (c) One of the directors may, at the discretion of City Council, be a member of City Council.
- (d) The City's representative to cast votes for election of directors of the Corporation shall not be the City Council member who is currently a director or who is a candidate for director of the Corporation.

## **20. INDEMNIFICATION**

The Corporation agrees that it shall at all times indemnify and hold the City safe and harmless from and against any and all actions, manner of actions, causes of actions, liabilities, claims and demands, suits, damages, losses or injuries, expenses or otherwise which may be brought against the City for personal injuries, death or property damage suffered by any person, firm or corporation arising from or in any way connected with the Corporation's management, control and operation of the Moose Jaw Art Museum and the Art Museum building and all activities carried on therein including those for whom the Corporation is in law responsible unless such losses damages and expenses are incurred or sustained as a result of the negligence or wilful default of the City or those for whom the City is in law responsible.

## **21. NOTICE**

- (a) Any notice in writing required or permitted to be given to the City or the Corporation under this agreement shall be sufficiently given in writing and shall be either delivered to the City of the Corporation or mailed by registered mail, postage