

THE CORPORATION OF THE CITY OF NORTH BAY

TRANSFER BY-LAW

BY-LAW NO. 109-97

**BEING A BY-LAW TO AUTHORIZE THE
ACQUISITION OF THE NORTH BAY AIRPORT**

WHEREAS the Council has received a satisfactory proposal from Transport Canada for the acquisition of the North Bay Airport and the adjacent lands;

AND WHEREAS the municipality is authorized to own and operate an airport pursuant to Section 207 (10) of The Municipal Act, R.S.O. 1990, Chapter M45, as amended;

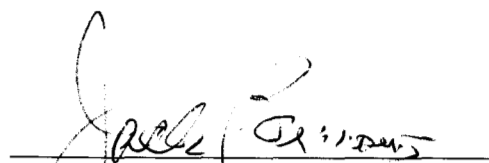
NOW THEREFORE THE COUNCIL OF THE CORPORATION OF THE CITY OF NORTH BAY HEREBY ENACTS AS FOLLOWS:

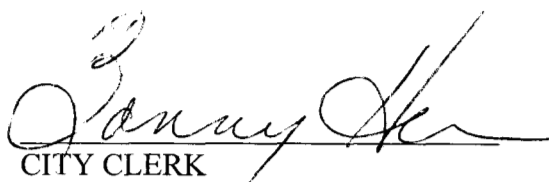
1. The Corporation of the City of North Bay is authorized to enter into the following agreements with Her Majesty the Queen in right of Canada, as represented by the Minister of Transport, substantially in the same form of such agreements held by the Clerk, together with any other documents or material reasonably required to give effect thereto:
 - i) Agreement to Transfer .
 - ii) Operating Agreement .
 - iii) Option to Purchase Agreement .
 - iv) Contribution Agreement.
 - v) Capital Contribution Agreement - Terminal .
 - vi) Assignment, Assumption and Indemnity Agreement.
 - vii) Airport Records Agreement.
 - viii) Bill of Sale Agreement .
 - ix) Assignment, Assumption and Release Agreement between Her Majesty the Queen in Right of Canada represented by the Minister of Transport, the Corporation of the City of North Bay and NAV Canada, a corporation incorporated under the provisions of Part II of the Canada Corporations Act.
 - x) Certificate of Airport Operator - representations and warranties contained in Article 5.01.01 of the Agreement to Transfer.
2. The Mayor and Clerk are authorized to make such incidental changes to the form and content of the Agreements, documents or material as may be approved by the City Solicitor.
3. The Mayor and Clerk are authorized to execute such Agreement, documents and material and to affix the Corporate Seal of the Corporation of the City of North Bay.

READ A FIRST TIME IN OPEN COUNCIL THE 20TH DAY OF OCTOBER, 1997.

READ A SECOND TIME IN OPEN COUNCIL THE 20TH DAY OF OCTOBER, 1997.

READ A THIRD TIME IN OPEN COUNCIL AND ENACTED AND PASSED THIS 20TH DAY OF OCTOBER, 1997.


MAYOR


CITY CLERK