

**MINUTES OF THE ANNUAL GENERAL MEETING OF MEMBERS
OF NUNAVUT BROADBAND DEVELOPMENT CORPORATION
APRIL 30, 2008**

Held at the Siniktarvik Inn, Rankin Inlet, Nunavut on the 30th day of April, 2008 at 10:00 a.m. (Central Time), and with members and/or their proxies also present by teleconference communications as permitted by the by-laws of the Corporation.

1. CALL TO ORDER

Mr. Ohokannoak, Chair of the Board of the Corporation introduced himself to the membership, and welcomed everyone to the annual general meeting of the Nunavut Broadband Development Corporation.

He introduced Lorraine Thomas, Secretary-Treasurer of Nunavut Broadband Development Corporation, and informed the membership that she would act as Secretary for the Annual General Meeting.

He then took a roll call of the members present in Rankin Inlet.

Ms. Thomas recorded the members in person as follows:

James Sandy
Darrell Ohokannoak
Patrick Tagoona

She then recorded the membership present via audio conference:

David Fulgham
Adamee Itorcheak
Robert McLean
Mike Perry
Madeleine Qumuatuq

Also present at the meeting as non-members were:

Dave Smith
Lorraine Thomas

2. CONFIRMATION OF NOTICE OF MEETING

Mr. Ohokannoak then confirmed that the notice of the meeting was published in the Nunatsiaq News on April 11th. Public notices instructed new members to submit their membership application by April 25th in order to be admitted on the record date of April 29th. In addition, the proposed Agenda Notice of Meeting and the form of Proxy were delivered via email in accordance with the by-laws of the Corporation on April 16th to all

members. Notices and record date publication was conducted in accordance with the by-laws of the Corporation. Any new membership applications received since April 25th would be provided to the new board of directors at their first meeting.

He asked members to raise any additional issues at the end of the agenda under Other Business, and asked for a motion to approve the Agenda.

2008 AGM RESOLUTION #1

On motion duly made by Patrick Tagoona, seconded by James Sandy, and unanimously carried, the following resolution was passed:

BE IT RESOLVED that the Agenda for the Annual General Meeting of Nunavut Broadband Development Corporation delivered with the Notice of Meeting on April 30, 2008 is hereby approved without modification.

3. VERIFYING QUORUM (10% OF MEMBERS AS OF APRIL 29, 2008)

Mr. Ohokannoak then addressed the issue of Quorum. The General By-law of the Corporation requires ten (10%) percent of the members of each class of membership in the Corporation to be participating themselves (or by a formal proxy) either in person or by teleconference communication.

As of April 30, 2008 there were 71 Nunavut Resident Members whose membership applications had been received and accepted by the Board of Directors of the Corporation, and that the poll taken earlier in the meeting clearly established 7 persons which meets requirement of 10% of Nunavut Resident Members present in person or by teleconference communication. No written proxies have been deposited with the Corporation for members being represented by proxy.

He noted that the Corporation also has one (1) Governmental Organization Member (the GN as represented by the Department of ED&T) and one (1) Non-Governmental Organization Member (NTI) and representatives of these organizations are present.

Based on this he asked that the minutes reflect that there are no objections to the constitution of the meeting, that a quorum exists for a meeting of members, and that the meeting has been called to order and duly convened as the 2008 Annual General Meeting of Nunavut Broadband Development Corporation.

4. APPROVAL OF MINUTES OF MARCH, 2007 ANNUAL GENERAL MEETING

Mr. Ohokannoak explained that the last Annual General Meeting was held on March 23rd, 2007. The March 31, 2006 financial statements were approved and the current 7 elected

Directors were elected, to work with the 2 Directors appointed by each of the Government of Nunavut (1 Director) and Nunavut Tunngavik Inc. (1 Director) who are the only Governmental Organization Members and Non-Governmental Organization Members of NBDC. The minutes of the last Annual General Meeting had been posted on the Corporation's website. He noted that previous notices have drawn to the attention of Members to the web-link in order to review the last Annual General Meeting's minutes. He asked for a motion to approve the minutes of the 2007 Annual General Meeting to read as follows:

2008 AGM RESOLUTION #2:

On motion duly made by Mike Perry, seconded by Bob McLean, and unanimously carried, the following resolution was passed:

BE IT RESOLVED that the minutes of the 2007 Annual General Meeting held on March 23, 2007 as posted on the Corporation's website are hereby accepted and approved as presented to the Members.

5. RECEIVING AND CONSIDERING THE PRESIDENT'S REPORT

Mr. Ohokannoak invited the President of NBDC, Mr. David Smith, to present his report.

Mr. Smith read his formal President's Report. He reported on the activities of NBDC and the QINIQ Network. He clarified NBDC's role in Nunavut, and its relationship with QINIQ. He explained that NBDC does not run QINIQ, and that SSI Micro runs it as they were the winner of NBDC's 2003 RFP. NBDC receives no funds from the QINIQ network.

Mr. Smith outlined the Qulliq Energy Corporation and NBDC dispute in his President's Report. He reported that he hopes the dispute will be settled before the next June 11th court date.

He went on to describe the bandwidth challenges facing the QINIQ network, as the current federal subsidy covers only the first 2000 subscribers, yet there is more than 4000 subscribers, and the network operator is unable to continue without additional bandwidth investment for subscribers over 2000.

Mr. Smith detailed the key features of the new business plan that will not only address the bandwidth needs of QINIQ, but also new projects to be put to RFP to meet new needs as expressed in a comprehensive needs analysis. He emphasized that NBDC will work to ensure new services are properly tendered and executed by the private sector.

Mr. Smith then outlined NBDC's core operations funding, and issues facing NBDC for obtaining adequate funding to operate, and thanked the members for allowing him to be a part of this project.

Mr. Ohokannoak thanked Mr. Smith for his presentation. Mr. Ohokannoak invited the members to discuss the report.

Mr. Itorcheak asked how much more core funding is required.

Ms. Thomas answered that NBDC requires an additional \$250,000 of core funds to operate properly with northern staff. She informed the board that she has asked for an additional \$100,000 from EDT, and hopes Inuit organizations and INAC can provide another \$150,000 in total of core funds to NBDC. This would be on top of the existing \$200,000 EDT currently provides. A total budget of \$450,000 would provide enough funds for NBDC to have two full time staff and cover costs. Project funds would be on top of the core operations.

Mr. McLean wanted to commend the President for his excellent report. He stated that the report provides a clear vision for broadband in Nunavut.

Ms. Qumuatuq wanted to commend both Mr. Smith and Ms. Thomas for their work in the past year, particularly with the QEC issue. She also thanked the entire board, and commended them for their work. Ms. Qumuatuq said she thinks the 5 year business plan is excellent – the name, “managing bandwidth, the road ahead’ helps to make the issue clear. She said it would be great to get some core funding also from Inuit organizations, as so many broadband users are Inuit.

6. RECEIVING AND CONSIDERING THE FINANCIAL STATEMENTS OF THE CORPORATION FOR THE FINANCIAL YEAR ENDING MARCH 31, 2007, AND THE REPORT OF THE AUDITORS

Mr. Ohokannoak then addressed the Financial Statements of the corporation. He confirmed the 2007 Auditor’s Report and Financial Statements of the Corporation for the financial year ending March 31, 2007 have been posted on the NBDC website and that in prior notices to Members they had been requested to review the 2007 financial statements to be approved by the meeting.

He then asked Ms. Thomas to present the statements.

Ms. Thomas explained that a special committee of the board was set up to review the financial statements in detail with the auditor, in order for the board to be fully briefed on the meaning of the statements. The special review committee of three board members consisting of Robert McLean, Madeleine Qumuatuq, and Gavin Wilkinson then recommended to the rest of the board to approve the statements. She explained that NBDC has 4 sets of statements, and the statements in front of the membership combines all activities of the NPO, NBDC Inc, and QINIQ Inc. The board accepted the auditors report and statements at a board meeting held on September 26, 2007.

Being no questions, Mr. Ohokannoak thanked Ms. Thomas for her review.

He then asked for a motion for a resolution to read as follows:

2008 AGM RESOLUTION #3:

On motion duly made by Adamee Itorcheak, seconded by Robert McLean, and unanimously carried, the following resolution was passed:

BE IT RESOLVED THAT the Auditor's Report of Mackay Landau dated June 4th, 2007, and the Audited Financial Statements of the Corporation related thereto for the financial year ending March 31, 2007, are hereby accepted and approved as presented to the members, and that any two (2) directors of the Corporation are authorized to sign the financial statements on behalf of the Corporation.

7. APPOINTING AUDITORS AND AUTHORIZING DIRECTORS TO FIX THEIR REMUNERATION

Mr. Ohokannoak informed the membership that NBDC was advised by legal counsel that it is the prerogative of the members to appoint the Corporation's Auditors as well as approve the report and financial statements of the Corporation that would be prepared for the ensuing financial year.

He then request a motion for a resolution to read as follows:

2008 AGM RESOLUTION #4:

On motion duly made by Adamee Itorcheak, seconded by James Sandy, and unanimously carried, the following resolution was passed:

BE IT RESOLVED THAT Mackay Landau be, and they are hereby appointed, the Auditors of the Corporation until the next annual general meeting of the members or until their successors are appointed, at a remuneration to be fixed by the Board of Directors, the directors being hereby authorized to fix such remuneration.

8. TRANSACTING SUCH FURTHER AND OTHER BUSINESS AS MAY BE PROPERLY BROUGHT BEFORE THE MEETING OR ANY ADJOURNMENT OF THE MEETING

Mr. Ohokannoak then opened up the floor to ask for any other agenda items that any of the members wished to have added to the meeting.

9. TERMINATION OF THE MEETING

Mr. Ohokannoak then stated that there being no further business items, that the meeting could be declared adjourned. He thanked the many people that have supported the

Corporation's objectives and said that he expected that support will continue for NBDC's activities from all the members in the future.

He then asked for a motion to adjourn the meeting to read as follows:

2008 AGM RESOLUTION #5:

On motion duly made by James Sandy, seconded by Patrick Tagoona, and unanimously carried, the following resolution was passed:

BE IT RESOLVED THAT the 2008 Annual General Meeting of Nunavut Broadband Development Corporation is hereby adjourned.

Chair of the meeting
Darrell Ohokannoak

Secretary of the meeting
Lorraine Thomas