



This package contains:

Certified copy of the Transition Application



TRANSITION APPLICATION

BC Society • Societies Act

CERTIFIED COPY
Of a document filed with the
Province of British Columbia
Registrar of Companies

CAROL PREST

NAME OF SOCIETY: CAMPBELL RIVER MIXED SLO-PITCH SOCIETY

Incorporation Number: S0027186

Business Number: 84927 9484 BC0001

Filed Date and Time: May 16, 2019 11:39 AM Pacific Time

REGISTERED OFFICE ADDRESS INFORMATION

Delivery Address:

906 ISLAND HWY.
CAMPBELL RIVER BC V9W 2C3

Mailing Address:

906 ISLAND HWY.
CAMPBELL RIVER BC V9W 2C3

DIRECTOR INFORMATION

Last Name, First Name Middle Name:

ADDISON, MARIANNA

Delivery Address:

3601 BRIND'AMOUR DR
CAMPBELL RIVER BC V9H 1N1

Last Name, First Name Middle Name:

ATTFIELD, SHAYLA

Delivery Address:

745 ALDER ST S
CAMPBELL RIVER BC V9W 1Z2

Last Name, First Name Middle Name:

BOBOCEL, RHONDA

Delivery Address:

767 LORNE CRES
CAMPBELL RIVER BC V9W 5Z1

Last Name, First Name Middle Name:

BRAITHWAITE, CHAD

Delivery Address:

508 SANDOWNE DRIVE
CAMPBELL RIVER BC V9W 5E4

TRANSITION APPLICATION

BC Society • Societies Act

Last Name, First Name Middle Name:

CROSS, KRISTINE

Delivery Address:

751 NELSON RD
CAMPBELL RIVER BC V9H 0A1

Last Name, First Name Middle Name:

KOOL, KRIS

Delivery Address:

576A HILCHEY RD
CAMPBELL RIVER BC V9W 8E6

Last Name, First Name Middle Name:

PARKER, CURTIS

Delivery Address:

1453 STAG RD
CAMPBELL RIVER BC V9W 6C9

Last Name, First Name Middle Name:

VALENT, MISKO

Delivery Address:

141 MCLEAN ST S
CAMPBELL RIVER BC V9W 5J5



CONSTITUTION

NAME OF SOCIETY

CAMPBELL RIVER MIXED SLO-PITCH SOCIETY

SOCIETY'S PURPOSES

- (a) To promote, foster, teach and perpetuate the sport of slo-pitch softball and to encourage sportsmanship in the sport;
- (b) To promote slo-pitch softball as a means of healthful exercise and social interaction for a broad cross-section of the community.



CERTIFICATION

I, Stewart Carstairs, certify that I have relevant knowledge of the society, and that I am authorized to make this filing.



**BY LAWS OF
CAMPBELL RIVER MIXED SLO-PITCH SOCIETY**

PART 1. INTERPRETATION

- 1.1 In these By-Laws, unless the context otherwise requires,
- (a) "directors" means the directors of the Society for the time being;
 - (b) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it; and
 - (c) "registered address" of a member means his address or his team address as recorded in the register of members.
- 1.2 The definitions in the Society Act on the date these By-laws become effective apply to these By-laws.
- 1.3 Words importing the singular include the plural and vice versa; and words importing a male person include a female person and a corporation.

PART 2. MEMBERSHIP

- 2.1 The members of the Society are the applicants for incorporation of the Society, and those persons who subsequently have become members, in accordance with these By-laws and, in either case, have not ceased to be members. All members shall be 19 years of age or older. Application for membership may be made on a team basis.
- 2.2 A person may apply to the directors for membership in the Society and on acceptance by the directors and payment of the annual membership fee, shall be a member. The directors may accept team applications for membership in the Society and, if accepted, only one member of the team shall become a member of the Society upon acceptance of the team roster and payment of membership fees.
- 2.3 Every member shall uphold the constitution and comply with these By-laws.
- 2.4 The amount of the first annual membership dues shall be determined by the directors and thereafter the annual membership dues shall be determined at the annual general meeting of the Society.
- 2.5 A person or team shall cease to be a member of the Society:
- (a) on being expelled, or;

- (b) on having been a member not in good standing for 7 days after the annual general meeting.
- 2.6 (1) A member or team may be expelled by a special resolution of the directors passed at a directors meeting.
- (2) The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- (3) The person or team who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the directors meeting before the special resolution is put to a vote.
- 2.7 All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the Society and he is not in good standing so long as the debt remains unpaid.

Part 3. MEETINGS OF MEMBERS

- 3.1 General meetings of the Society shall be held at such time and place, in accordance with the Society Act, as the directors decide.
- 3.2 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
- 3.3 The directors may, whenever they think fit, convene an extraordinary general meeting.
- 3.4 (1) Notice of a general meeting shall specify the place, the day and the hour of meeting, and, in case of special business, the general nature of that business.
- (2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice, by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 3.5 The first annual general meeting of the Society shall be held not more than 15 months after the date of incorporation and thereafter an annual general meeting shall be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 4. PROCEEDINGS AT GENERAL MEETINGS

- 4.1 Special business is:
- (a) all business at an extraordinary general meeting except the adoption on rules of order, and;

- (b) all business that is transacted at an annual general meeting, except,
 - (i) the adoption of rules of order;
 - (ii) the consideration of the financial statements;
 - (iii) the report of the directors;
 - (iv) the report of the auditor, if any;
 - (v) the election of directors;
 - (vi) the appointment of the auditor, if required, and;
 - (vii) such other business as, under these By-laws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors issued with the notice covering the meeting.

4.2 (1) No business, other than the election of a chairman and the adjournment of termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.

A quorum is five members present or such greater number as the members may determine at a general meeting.

4.3 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

4.4 Subject to By-law 19, the president of the Society, the vice president or in the absence of both, one of the other directors present, shall preside as chairman of a general meeting.

4.5 If at a general meeting,

- (a) there is no president, vice-president, or other director present within 15 minutes after the time appointed for holding the meeting, or;

- (b) the president and all the other directors present are unwilling to act a chairman; the members present shall choose one of their number to be chairman.
- 4.6 (1) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (2) Where a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- (3) Except as provided in this By-law, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
- 4.7 (1) Resolutions proposed at a meeting must be seconded and the chairman of a meeting may move or propose a resolution.
- (2) In case of a voting tie the chairman shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.
- 4.8 (1) Voting shall be done on a team basis. Each team is entitled to one vote.
- (2) Voting is by show of cards passed out to duly authorized team representatives.
- (3) Any member of a team can vote on behalf of that team.

Part 5. DIRECTORS AND OFFICERS

- 5.1 (1) The directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these By-laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of:
- (a) all laws affecting the Society;
 - (b) these By-laws, and;
 - (c) rules, not being inconsistent with these By-laws, which are made from time to time by the Society in general meeting.

(2) No rule, made by the Society in general meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made.

5.2 The board of directors shall consist of 5 or more persons as may be determined by ordinary resolution at the annual general meeting. The number shall remain static unless increased by the members at an annual general meeting.

5.3 The the first annual general meeting, the members shall elect 3 directors for a 2 year term and 2 directors for a 1 year term. Thereafter the appropriate number of directors shall be elected at each annual general meeting, to serve a 2 year term.

5.4 The election of directors may be by acclamation or by a show of hands.

5.5 The directors elected at each annual general meeting, along with the directors in the middle of their elected term, shall at the first directors meeting after the annual general meeting, elect an executive, consisting of a president, president elect, secretary and treasurer. Each member of the executive shall resign from office prior to or at this directors' meeting, but shall be entitled to be re-elected to the same position for another term, or elected to any other position on the executive.

5.6 The immediate past president shall automatically be a director and on the executive of the Society.

5.7 The directors may at any time and from time to time appoint a member as a director to fill a vacancy on the board.

5.8 A director so appointed holds office for the balance of the term of the board member that the incoming director is replacing, but is eligible for re-election at the meeting.

5.9 No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.

5.10 The members may by special resolution remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.

5.11 In accordance with Article 3 of the Constitution, no director shall be remunerated for being or acting as a director but a director shall be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.

PART 6. PROCEEDINGS OF DIRECTORS

6.1 The directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

6.2 The directors may from time to time fix the quorum necessary for the transaction of business and unless so fixed the quorum shall be a majority of the directors then in office.

6.3 The president shall be chairman of all meetings of the directors; but if at any meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice-president shall act as chairman, but if neither is present the directors present may choose one of their number to be chairman at that meeting.

6.4 A director may at any time, and the secretary, on the request of a director, shall, convene a meeting of the directors.

6.5 (1) The directors may delegate any, but not all, of their powers to committees consisting of such director or directors as they think fit.

(2) A committee so formed in the exercise of the powers so delegated shall conform to any rules that may from time to time be imposed on it by the directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held next after it has been done.

6.6 A committee shall elect a chairman of its meetings; but if no chairman is elected, or if at any meeting the chairman is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee shall choose one of their number to be chairman of the meeting.

6.7 The members of a committee may meet and adjourn as they think proper.

6.8 For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly-elected or appointed director or directors for the meeting to be duly constituted, if a quorum of the directors is present.

6.9 A director who may be absent temporarily from British Columbia may send or deliver to the address of the Society a waiver of notice, which may be by letter, telegram, telex, or cable, of any meeting of the directors and may, at any time, withdraw the waiver, and until the waiver is withdrawn,

- (a) no notice of meetings of directors shall be sent to that director, and;
- (b) any and all meetings of the directors of the Society, notice of which has not been given to that director shall, if a quorum of the directors is present, be valid and effective.

6.10 Questions arising at any meeting of the directors and committees of directors shall be decided by a majority of votes. In case of an equality of votes the chairman does not have a second or casting vote.

6.11 No resolution proposed at a meeting of directors or committee of directors need be seconded and the chairman of a meeting may move or propose a resolution.

6.12 A resolution in writing, signed by all the directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of directors.

PART 7. DUTIES OF OFFICERS

7.1 The president:

- (a) shall preside at all meetings of the Society and of the directors.
- (b) is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.

7.2 The vice-president shall carry out the duties of the president during his absence.

7.3 The secretary shall:

- (1) conduct the correspondence of the Society;
- (2) issue notice of meetings of the Society and directors;
- (3) keep minutes of all meetings of the Society and directors;
- (4) have custody of all records and documents of the Society except those required to be kept by the treasurer.
- (5) have custody of the common seal of the Society, and;
- (6) maintain the register of members.

7.4 The treasurer shall:

- (1) keep such financial records, including books of account, as are necessary to comply with the Societies Act, and;
- (2) render financial statements to the directors, members and others when required.

7.5 The offices of secretary and treasurer may be held by one person who shall be known as secretary-treasurer. Where a secretary-treasurer holds office the total number

of directors shall not be less than five or such greater number as may have been determined pursuant to By-law 5.2

7.6 In the absence of the secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

PART 8. SEAL

8.1 The directors may provide a common seal for the Society and they shall have power from time to time to destroy it and substitute a new seal in place of the seal destroyed.

8.2 The common seal shall be affixed only when authorized by a resolution of the directors and then only in the presence of the persons prescribed in the resolution or if no persons are prescribed, in the in the presence of the president and secretary or president and secretary-treasurer.

PART 9. BORROWING

9.1 In order to carry out the purposes of the Society the directors may on behalf of and in the name of the Society, raise or secure the payment of repayment of money in such manner as the members decided and in particular but without limiting the generality of the foregoing, by the issue of debentures.

9.2 No debenture shall be issued without the sanction of a special resolution of the members.

9.3 The members may by special resolution restrict the borrowing powers of the directors but a restriction so imposed expires at the next annual general meeting.

PART 10. AUDITOR

10.1 This Part applies only where the Society is required or has resolved to have an auditor.

10.2 The first auditor shall be appointed by the directors who shall also fill all vacancies occurring in the office of auditor.

10.3 At each annual general meeting the Society shall appoint an auditor to hold office until his is re-elected or his successor is elected at the next annual general meeting.

10.4 An auditor may be removed by ordinary resolution of the directors.

10.5 An auditor shall be informed forthwith in writing of appointment or removal.

10.6 No director or employee of the Society shall be auditor.

10.7 The auditor may attend general meetings.

PART 11. NOTICES TO MEMBERS

11.1 A notice may be given to a member, either personally or by ordinary mail to him at his registered address. A notice may also be given to the duly authorized team representative, either personally or by mail and such notice shall be deemed to have been received by all members of that team.

11.2 A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canadian post office receptacle.

11.3 Notice of a general meeting shall be given to:

- (a) every team shown on the society mailing list on the day notice is given, and
- (b) the auditor, if Part 10 applies.

11.4 No other person is entitled to receive a notice of a general meeting.

PART 12. BY-LAWS

12.1 On being admitted to a membership, a team may request a copy of the constitution and By-laws of the Society and the Society shall comply.

12.2 These By-laws shall not be altered or added to except by special resolution.

PART 13 – PREVIOUSLY UNALTERABLE PROVISIONS

13.1. No member of the Society shall derive any pecuniary benefit from membership in the Society by way of profits, dividends or capital distribution or in any other way, but this shall not apply to any member insofar as he may serve as a director of the Society who shall be entitled, notwithstanding his membership, to receive reasonable remuneration for such expenses as may be incurred as a director. This provision is unalterable.

13.2. Any profits earned or accruing to the Society, shall be used in promoting its objectives. This provision is unalterable.

13.3. In the event of dissolution of the Society, any assets remaining after payment of all debts, liabilities and obligations shall be distributed in accordance with the direction of the majority of its members at that time. This provision is unalterable.



This package contains:

- Certified copy of the Constitution
- Certified copy of the Bylaws
- Certified copy of the Statement of Directors and Registered Office



CONSTITUTION

BC Society • Societies Act

CERTIFIED COPY
Of a document filed with the
Province of British Columbia
Registrar of Companies

CAROL PREST

NAME OF SOCIETY: **CAMPBELL RIVER MIXED SLO-PITCH SOCIETY**

Incorporation Number: S0027186

Business Number: 84927 9484 BC0001

Filed Date and Time: May 16, 2019 11:39 AM Pacific Time

The name of the Society is CAMPBELL RIVER MIXED SLO-PITCH SOCIETY

The purposes of the Society are:

- (a) To promote, foster, teach and perpetuate the sport of slo-pitch softball and to encourage sportsmanship in the sport;
- (b) To promote slo-pitch softball as a means of healthful exercise and social interaction for a broad cross-section of the community.




CAROL PREST

**BY LAWS OF
CAMPBELL RIVER MIXED SLO-PITCH SOCIETY**

PART 1. INTERPRETATION

- 1.1 In these By-Laws, unless the context otherwise requires,
- (a) "directors" means the directors of the Society for the time being;
 - (b) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it; and
 - (c) "registered address" of a member means his address or his team address as recorded in the register of members.
- 1.2 The definitions in the Society Act on the date these By-laws become effective apply to these By-laws.
- 1.3 Words importing the singular include the plural and vice versa; and words importing a male person include a female person and a corporation.

PART 2. MEMBERSHIP

- 2.1 The members of the Society are the applicants for incorporation of the Society, and those persons who subsequently have become members, in accordance with these By-laws and, in either case, have not ceased to be members. All members shall be 19 years of age or older. Application for membership may be made on a team basis.
- 2.2 A person may apply to the directors for membership in the Society and on acceptance by the directors and payment of the annual membership fee, shall be a member. The directors may accept team applications for membership in the Society and, if accepted, only one member of the team shall become a member of the Society upon acceptance of the team roster and payment of membership fees.
- 2.3 Every member shall uphold the constitution and comply with these By-laws.
- 2.4 The amount of the first annual membership dues shall be determined by the directors and thereafter the annual membership dues shall be determined at the annual general meeting of the Society.
- 2.5 A person or team shall cease to be a member of the Society:
- (a) on being expelled, or;

- (b) on having been a member not in good standing for 7 days after the annual general meeting.
- 2.6 (1) A member or team may be expelled by a special resolution of the directors passed at a directors meeting.
- (2) The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- (3) The person or team who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the directors meeting before the special resolution is put to a vote.
- 2.7 All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the Society and he is not in good standing so long as the debt remains unpaid.

Part 3. MEETINGS OF MEMBERS

- 3.1 General meetings of the Society shall be held at such time and place, in accordance with the Society Act, as the directors decide.
- 3.2 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
- 3.3 The directors may, whenever they think fit, convene an extraordinary general meeting.
- 3.4 (1) Notice of a general meeting shall specify the place, the day and the hour of meeting, and, in case of special business, the general nature of that business.
- (2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice, by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 3.5 The first annual general meeting of the Society shall be held not more than 15 months after the date of incorporation and thereafter an annual general meeting shall be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 4. PROCEEDINGS AT GENERAL MEETINGS

- 4.1 Special business is:
- (a) all business at an extraordinary general meeting except the adoption on rules of order, and;

- (b) all business that is transacted at an annual general meeting, except,
 - (i) the adoption of rules of order;
 - (ii) the consideration of the financial statements;
 - (iii) the report of the directors;
 - (iv) the report of the auditor, if any;
 - (v) the election of directors;
 - (vi) the appointment of the auditor, if required, and;
 - (vii) such other business as, under these By-laws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors issued with the notice covering the meeting.

4.2 (1) No business, other than the election of a chairman and the adjournment of termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.

A quorum is five members present or such greater number as the members may determine at a general meeting.

4.3 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

4.4 Subject to By-law 19, the president of the Society, the vice president or in the absence of both, one of the other directors present, shall preside as chairman of a general meeting.

4.5 If at a general meeting,

- (a) there is no president, vice-president, or other director present within 15 minutes after the time appointed for holding the meeting, or;

- (b) the president and all the other directors present are unwilling to act a chairman; the members present shall choose one of their number to be chairman.
- 4.6 (1) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (2) Where a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- (3) Except as provided in this By-law, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
- 4.7 (1) Resolutions proposed at a meeting must be seconded and the chairman of a meeting may move or propose a resolution.
- (2) In case of a voting tie the chairman shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.
- 4.8 (1) Voting shall be done on a team basis. Each team is entitled to one vote.
- (2) Voting is by show of cards passed out to duly authorized team representatives.
- (3) Any member of a team can vote on behalf of that team.

Part 5. DIRECTORS AND OFFICERS

- 5.1 (1) The directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these By-laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of:
- (a) all laws affecting the Society;
 - (b) these By-laws, and;
 - (c) rules, not being inconsistent with these By-laws, which are made from time to time by the Society in general meeting.

(2) No rule, made by the Society in general meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made.

5.2 The board of directors shall consist of 5 or more persons as may be determined by ordinary resolution at the annual general meeting. The number shall remain static unless increased by the members at an annual general meeting.

5.3 The the first annual general meeting, the members shall elect 3 directors for a 2 year term and 2 directors for a 1 year term. Thereafter the appropriate number of directors shall be elected at each annual general meeting, to serve a 2 year term.

5.4 The election of directors may be by acclamation or by a show of hands.

5.5 The directors elected at each annual general meeting, along with the directors in the middle of their elected term, shall at the first directors meeting after the annual general meeting, elect an executive, consisting of a president, president elect, secretary and treasurer. Each member of the executive shall resign from office prior to or at this directors' meeting, but shall be entitled to be re-elected to the same position for another term, or elected to any other position on the executive.

5.6 The immediate past president shall automatically be a director and on the executive of the Society.

5.7 The directors may at any time and from time to time appoint a member as a director to fill a vacancy on the board.

5.8 A director so appointed holds office for the balance of the term of the board member that the incoming director is replacing, but is eligible for re-election at the meeting.

5.9 No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.

5.10 The members may by special resolution remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.

5.11 In accordance with Article 3 of the Constitution, no director shall be remunerated for being or acting as a director but a director shall be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.

PART 6. PROCEEDINGS OF DIRECTORS

6.1 The directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

6.2 The directors may from time to time fix the quorum necessary for the transaction of business and unless so fixed the quorum shall be a majority of the directors then in office.

6.3 The president shall be chairman of all meetings of the directors; but if at any meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice-president shall act as chairman, but if neither is present the directors present may choose one of their number to be chairman at that meeting.

6.4 A director may at any time, and the secretary, on the request of a director, shall, convene a meeting of the directors.

6.5 (1) The directors may delegate any, but not all, of their powers to committees consisting of such director or directors as they think fit.

(2) A committee so formed in the exercise of the powers so delegated shall conform to any rules that may from time to time be imposed on it by the directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held next after it has been done.

6.6 A committee shall elect a chairman of its meetings; but if no chairman is elected, or if at any meeting the chairman is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee shall choose one of their number to be chairman of the meeting.

6.7 The members of a committee may meet and adjourn as they think proper.

6.8 For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly-elected or appointed director or directors for the meeting to be duly constituted, if a quorum of the directors is present.

6.9 A director who may be absent temporarily from British Columbia may send or deliver to the address of the Society a waiver of notice, which may be by letter, telegram, telex, or cable, of any meeting of the directors and may, at any time, withdraw the waiver, and until the waiver is withdrawn,

(a) no notice of meetings of directors shall be sent to that director, and;

(b) any and all meetings of the directors of the Society, notice of which has not been given to that director shall, if a quorum of the directors is present, be valid and effective.

6.10 Questions arising at any meeting of the directors and committees of directors shall be decided by a majority of votes. In case of an equality of votes the chairman does not have a second or casting vote.

6.11 No resolution proposed at a meeting of directors or committee of directors need be seconded and the chairman of a meeting may move or propose a resolution.

6.12 A resolution in writing, signed by all the directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of directors.

PART 7. DUTIES OF OFFICERS

7.1 The president:

- (a) shall preside at all meetings of the Society and of the directors.
- (b) is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.

7.2 The vice-president shall carry out the duties of the president during his absence.

7.3 The secretary shall:

- (1) conduct the correspondence of the Society;
- (2) issue notice of meetings of the Society and directors;
- (3) keep minutes of all meetings of the Society and directors;
- (4) have custody of all records and documents of the Society except those required to be kept by the treasurer.
- (5) have custody of the common seal of the Society, and;
- (6) maintain the register of members.

7.4 The treasurer shall:

- (1) keep such financial records, including books of account, as are necessary to comply with the Societies Act, and;
- (2) render financial statements to the directors, members and others when required.

7.5 The offices of secretary and treasurer may be held by one person who shall be known as secretary-treasurer. Where a secretary-treasurer holds office the total number

of directors shall not be less than five or such greater number as may have been determined pursuant to By-law 5.2

7.6 In the absence of the secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

PART 8. SEAL

8.1 The directors may provide a common seal for the Society and they shall have power from time to time to destroy it and substitute a new seal in place of the seal destroyed.

8.2 The common seal shall be affixed only when authorized by a resolution of the directors and then only in the presence of the persons prescribed in the resolution or if no persons are prescribed, in the in the presence of the president and secretary or president and secretary-treasurer.

PART 9. BORROWING

9.1 In order to carry out the purposes of the Society the directors may on behalf of and in the name of the Society, raise or secure the payment of repayment of money in such manner as the members decided and in particular but without limiting the generality of the foregoing, by the issue of debentures.

9.2 No debenture shall be issued without the sanction of a special resolution of the members.

9.3 The members may by special resolution restrict the borrowing powers of the directors but a restriction so imposed expires at the next annual general meeting.

PART 10. AUDITOR

10.1 This Part applies only where the Society is required or has resolved to have an auditor.

10.2 The first auditor shall be appointed by the directors who shall also fill all vacancies occurring in the office of auditor.

10.3 At each annual general meeting the Society shall appoint an auditor to hold office until his is re-elected or his successor is elected at the next annual general meeting.

10.4 An auditor may be removed by ordinary resolution of the directors.

10.5 An auditor shall be informed forthwith in writing of appointment or removal.

10.6 No director or employee of the Society shall be auditor.

10.7 The auditor may attend general meetings.

PART 11. NOTICES TO MEMBERS

11.1 A notice may be given to a member, either personally or by ordinary mail to him at his registered address. A notice may also be given to the duly authorized team representative, either personally or by mail and such notice shall be deemed to have been received by all members of that team.

11.2 A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canadian post office receptacle.

11.3 Notice of a general meeting shall be given to:

- (a) every team shown on the society mailing list on the day notice is given, and
- (b) the auditor, if Part 10 applies.

11.4 No other person is entitled to receive a notice of a general meeting.

PART 12. BY-LAWS

12.1 On being admitted to a membership, a team may request a copy of the constitution and By-laws of the Society and the Society shall comply.

12.2 These By-laws shall not be altered or added to except by special resolution.

PART 13 – PREVIOUSLY UNALTERABLE PROVISIONS

13.1. No member of the Society shall derive any pecuniary benefit from membership in the Society by way of profits, dividends or capital distribution or in any other way, but this shall not apply to any member insofar as he may serve as a director of the Society who shall be entitled, notwithstanding his membership, to receive reasonable remuneration for such expenses as may be incurred as a director. This provision is unalterable.

13.2. Any profits earned or accruing to the Society, shall be used in promoting its objectives. This provision is unalterable.

13.3. In the event of dissolution of the Society, any assets remaining after payment of all debts, liabilities and obligations shall be distributed in accordance with the direction of the majority of its members at that time. This provision is unalterable.



STATEMENT OF DIRECTORS AND REGISTERED OFFICE

BC Society • Societies Act

CERTIFIED COPY
Of a document filed with the
Province of British Columbia
Registrar of Companies

CAROL PREST

NAME OF SOCIETY: CAMPBELL RIVER MIXED SLO-PITCH SOCIETY

Incorporation Number: S0027186
Business Number: 84927 9484 BC0001
Filed Date and Time: May 16, 2019 11:39 AM Pacific Time

REGISTERED OFFICE ADDRESS INFORMATION

Delivery Address:

906 ISLAND HWY.
CAMPBELL RIVER BC V9W 2C3

Mailing Address:

906 ISLAND HWY.
CAMPBELL RIVER BC V9W 2C3

DIRECTOR INFORMATION

Last Name, First Name Middle Name:

ADDISON, MARIANNA

Delivery Address:

3601 BRIND'AMOUR DR
CAMPBELL RIVER BC V9H 1N1

Last Name, First Name Middle Name:

ATTFIELD, SHAYLA

Delivery Address:

745 ALDER ST S
CAMPBELL RIVER BC V9W 1Z2

Last Name, First Name Middle Name:

BOBOCEL, RHONDA

Delivery Address:

767 LORNE CRES
CAMPBELL RIVER BC V9W 5Z1

Last Name, First Name Middle Name:

BRAITHWAITE, CHAD

Delivery Address:

508 SANDOWNE DRIVE
CAMPBELL RIVER BC V9W 5E4



STATEMENT OF DIRECTORS AND REGISTERED OFFICE

BC Society • Societies Act

Last Name, First Name Middle Name:

CROSS, KRISTINE

Delivery Address:

751 NELSON RD
CAMPBELL RIVER BC V9H 0A1

Last Name, First Name Middle Name:

KOOL, KRIS

Delivery Address:

576A HILCHEY RD
CAMPBELL RIVER BC V9W 8E6

Last Name, First Name Middle Name:

PARKER, CURTIS

Delivery Address:

1453 STAG RD
CAMPBELL RIVER BC V9W 6C9

Last Name, First Name Middle Name:

VALENT, MISKO

Delivery Address:

141 MCLEAN ST S
CAMPBELL RIVER BC V9W 5J5

