



TRANSITION APPLICATION

BC Society • Societies Act

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Province of British Columbia
Registrar of Companies

CAROL PREST

NAME OF SOCIETY: MISSION GRANITE CLUB

Incorporation Number: S0013870

Business Number: 12734 0107 BC0001

Filed Date and Time: September 22, 2018 10:08 PM Pacific Time

REGISTERED OFFICE ADDRESS INFORMATION

Delivery Address:

7650 GRAND ST.
MISSION BC V2V 3T3

Mailing Address:

PO BOX 3176 STN MISSION
MISSION BC V2V 4J4

DIRECTOR INFORMATION

Last Name, First Name Middle Name:

CAMPBELL, CINDY

Delivery Address:

11 - 33260 11TH AVE
MISSION BC V2V 4Y6

Last Name, First Name Middle Name:

CARRUTHERS, RICK

Delivery Address:

35041 HENRY AVE
MISSION BC V2V 6S5

Last Name, First Name Middle Name:

FREEMAN, SHERRY

Delivery Address:

8556 MCEWEN PL
MISSION BC V2V 6R3

Last Name, First Name Middle Name:

HANDYSIDES, BRUCE

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ABBOTSFORD BC V2T 5J8



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Last Name, First Name Middle Name:

HANNI, GERALDINE

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33115 HILL AVE
MISSION BC V2V 2R5

Last Name, First Name Middle Name:

HANNI, JANE

Delivery Address:

3927 PARADISE PL
ABBOTSFORD BC V2S 8E3

Last Name, First Name Middle Name:

HANNI, STEVE

Delivery Address:

3927 PARADISE PL
ABBOTSFORD BC V2S 8E3

Last Name, First Name Middle Name:

JOHNSON, KATHERINE

Delivery Address:

33148 MYRTLE AVE
MISSION BC V2V 5W1

Last Name, First Name Middle Name:

JOHNSON, ROSS

Delivery Address:

33148 MYRTLE AVENUE
MISSION BC V2V 5W1

Last Name, First Name Middle Name:

LABRECHE DION, PATRICIA

Delivery Address:

32939 PHELPS AVE
MISSION BC V2V 7R1

Last Name, First Name Middle Name:

LATIMER, VINCE

Delivery Address:

15, 27090-32ND AVE
ALDERGROVE BC V4W 3T7

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Last Name, First Name Middle Name:

MASUCH, BRENT

Delivery Address:

31992 OYAMA PL
MISSION BC V4S 0C5

Last Name, First Name Middle Name:

MCKINNON, BRIAN

Delivery Address:

8150 BARNETT ST
MISSION BC V2V 7C7

Last Name, First Name Middle Name:

OLSON, SHIRLEY

Delivery Address:

37170 LOUGHEED HWY
DEWDNEY BC V0M 1H0

Last Name, First Name Middle Name:

SATHER, DICK

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32925 GEORGE FERGUSON WAY
ABBOTSFORD BC V2S 6Z9

Last Name, First Name Middle Name:

SMITH, ROBIN

Delivery Address:

8081 CADE BARR ST
MISSION BC V2V 3Z6

Last Name, First Name Middle Name:

ST. JEAN, ROB

Delivery Address:

32933 PHELPS AVE
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Last Name, First Name Middle Name:

TRUCHON, ERIC

Delivery Address:

32435 GEORGE FERGUSON WAY
ABBOTSFORD BC V2T 4V3

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Last Name, First Name Middle Name:

WEBSTER, CHANDRA

Delivery Address:

32160 GROUSE AVE
MISSION BC V2V 5E5

Last Name, First Name Middle Name:

WENSLEY-PAYNE, COLLEEN

Delivery Address:

31919 KENNEY AVE
MISSION BC V4S 1E4



CONSTITUTION

NAME OF SOCIETY

MISSION GRANITE CLUB

SOCIETY'S PURPOSES

The purposes of the society are:

- a) To foster and promote the game of curling;
- b) To promote sportsmanship and good fellowship;
- c) To interest and encourage the participation of young people in the game of curling;
- d) To promote competition with other curling clubs;
- e) To affiliate with any provincial or national curling association or society or other body deemed appropriate.

The operation of the Society are to be Chiefly carried out in Mission British Columbia. This provision is alterable

This society is a member-funded society. It is funded primarily by its members to carry on activities for the benefit of its members. On its liquidation or dissolution, this society may distribute its money and other property to its members.



CERTIFICATION

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



Incorporated under the BC Society Act with the Number S- 0013870

Constitution

1. The name of the society is Mission Granite Club.
2. The purposes of the society are:
 - a) To foster and promote the game of curling;
 - b) To promote sportsmanship and good fellowship;
 - c) To interest and encourage the participation of young people in the game of curling;
 - d) To promote competition with other curling clubs;
 - e) To affiliate with any provincial or national curling association or society or other body deemed appropriate.
3. The operations of the society are to be chiefly carried out in Mission, British Columbia. This provision is alterable.

Bylaws

Here set out, in numbered clauses that follow, are the bylaws providing for the matters referred to in Section 6(1) of the Society Act and any other bylaws.

Part 1 - Interpretation

1.1 In these bylaws, unless the context otherwise requires:

"**directors**" means the directors of the society for the time being;

"**Society Act**" means the Society Act of British Columbia from time to time in force and all amendments to it;

"**registered address**" of a member means the member's address as recorded in the register of members.

1.2 The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

2. Words importing the singular include the plural and vice versa, and words importing a male person include a female person.

Part 2 - Membership

3. The members of the society are the applicants for incorporation of the society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.

4. A person may apply to the directors for membership in the society and on acceptance by the directors is a member.

5.1 Any person participating in any league or regular scheduled curling activity, in the Mission Granite Club, shall be required to become a member of the society.

5.2 No person shall enjoy the benefits or privileges of the society until after having completed the membership form and paid the annual dues provided therein.

6. Membership in the society shall be open to all persons desirous of furthering the purposes of the society and every member shall uphold the Constitution and comply with these by-laws. Membership in the society shall be divided into the following classes:

a) Regular members "voting", who shall be those members, the age of eighteen (18) years or over, vested with the right to vote on society affairs and business by virtue of their membership and who are in good standing; and,

b) Junior members "non-voting", who shall be those members, under the age of eighteen (18) years, with no right to vote on society affairs and who are in good standing.

7. The amounts of the initiation fees, annual membership dues and, any special assessment shall be determined by the directors from time to time at their discretion.

8. A person ceases to be a member of the society:

a) By delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society,

b) On his or her death,

c) On being expelled, or

d) On becoming a member not in good standing for any reason whatever.

9.1 A member may be expelled by a special resolution of the Directors passed at a monthly director's general meeting or Annual General Meeting.

9.2 The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

9.3 The member who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the monthly director's general meeting or annual general meeting before the special resolution is put to a vote.

10. All members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the member to the society, and the member is not in good standing so long as the debt remains unpaid.

Part 3 - Meetings of Members

11. General meetings of the society must be held at the time and place, in accordance with the Society Act, that the directors decide.

12. Every general meeting, other than an Annual General Meeting (AGM), is a Director's General Meeting (DGM).

13. The directors may, when they think fit, convene a director's general meeting.

14.1 Notice of a DGM must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

14.2 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.

15. The annual general meeting of the society shall be held at least once in every calendar year on or before the thirtieth (31st) day of May in each year.

Part 4 - Proceedings at general meetings

16. Special business is:

a) All business at a general meeting except the adoption of rules of order, and

b) All business conducted at an annual general meeting, except the following:

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;

vii) The other business that, under these bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.

17.1 Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

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

17.3 A quorum is fifteen (15) members in good standing present or a greater number that the members may determine at a general meeting.

18. 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, must be terminated, but in any other case, it must 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.

19. Subject to bylaw 20, the president of the society, the vice president or, in the absence of both, one of the other directors present, must preside as chair of a general meeting.

20. 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 as the chair; the members present must choose one of their members to be the chair.

21.1 A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

21.2 When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

21.3 Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

22.1 A resolution proposed at a meeting need not be seconded, and the chair of a meeting may move or propose a resolution.

22.2 The Chair does not have a casting vote for any resolutions. In the case of a tie vote, the chair will at that time cast his/her vote which will be the deciding vote.

23.1 A voting member in good standing present at a meeting of members is entitled to one vote.

23.2 Voting is by show of hands.

23.3 Voting by proxy shall not be permitted

23.4 Non-voting members in good standing are entitled to notice of and attendance at any meeting of members but, shall not be entitled to any vote thereat.

Part 5 - Directors and Officers

24.1 The directors may exercise all the powers and do all the acts and things that the society may exercise and do, and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the society in a general meeting, but subject, nevertheless, to:

- a) All laws affecting the society,
- b) These bylaws, and
- c) Rules, not being inconsistent with these bylaws, which are made from time to time by the society in a general meeting.

24.2 A rule, made by the society in a general meeting, does not invalidate a prior act of the directors that would have been valid if that rule had not been made.

24.3 In all cases the decisions made by the directors will be binding and will be for the overall benefit of the society.

25. At all times at least two (2) of the directors must reside in the District of Mission.

26.1 The president and two vice-presidents, and the past president, are the executives of the society. (4 persons)

26.1a Secretary and Treasurer can be appointed from current membership by the Directors and Executive.

26.2 The number of directors shall be at least ten (which includes the executives) and will not exceed sixteen (16) persons in total. A greater number may be determined from time to time at a general meeting.

26.3 A "league captain" is any person elected to co-ordinate a league or junior program. A league captain, unless already a member of the board, will be a non-voting member of the board.

26.4 Every executive or director, bylaws 26.1 to 26.2, shall be a voting member in good standing.

26.5 In addition a District of Mission representative may be a non-voting member of the board.

27.1 All terms of directors shall be two (2) years. Each director shall retire from office at the second annual general meeting next following the election of such director to the board, when the successor to such retiring director shall be elected. For the society to function consistently, at least fifty percent (50%) of the elected board shall be continuing directors at each election.

27.2 The executives of the society will consist of one (1) President, two (2) vice president. These will be one (1) year term positions and must be filled at the next director's general meeting following the AGM. The current board of Director's (those confirmed and appointed at the AGM) will appoint and/or elect persons to these positions.

27.3 Voting is by show of hand.

27.4 If a successor is not elected, the person previously elected or appointed continues to hold office.

28.1 The directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors.

28.2 A director so appointed holds office only until the conclusion of the term being replaced.

29.1 If a director resigns his or her office or otherwise ceases to hold office, the remaining directors must appoint a member to take the place of the former director. However, no appointment is mandatory if the number of directors (including the executive) is ten (10) or more.

29.2 An act or proceeding of the directors is not invalid merely because there is less than the prescribed number of directors in office.

30. A director may be removed from office by unanimous resolution of the balance of the directors of the society. No explanation or reason for such removal need be given. This can be by way of a director's general meeting.

31. The members may, by extraordinary general meeting, remove a director, before the expiration of his or her term of office, and may elect a

successor to complete the term of office. The vote must be by quorum, which is 15 people at 51%.

32. A director must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the society.

Part 6 - Proceedings of Directors

33.1 The directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

33.2 Business and management of the affairs of the society will be non-limiting and may include designation and/or allocation of Draw Times and Dates.

33.3 Quorum is a majority of the directors then in office.

33.4 The president is the chair of all meetings of the directors, but if at a meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice president must act as chair, but if neither is present the directors present may choose one of their number to be the chair at that meeting.

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

34.1 The directors may delegate any, but not all, of their powers to committees consisting of the director or directors as they think fit.

34.2 A committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.

35. A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their numbers to be the chair of the meeting.

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

37. 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 constituted, if a quorum of the directors is present.

38. 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 or any other electronic means, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

a) A notice of meeting of directors is not required to 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, if a quorum of the directors is present, are valid and effective.

39. Questions arising at a meeting of the directors and committee of directors must be decided by a majority of votes.

40. In the case of a tie vote, the chair has the deciding vote.

41. 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

42.1 The president presides at all meetings of the society and of the directors.

42.2 The president is the chief executive officer of the society and must supervise the other officers in the execution of their duties.

43. The vice president must carry out the duties of the president during the president's absence.

44. The secretary must do the following:

- a) Conduct the correspondence of the society;
- b) Issue notices of meetings of the society and directors;
- c) Keep minutes of all meetings of the society and directors;
- d) Have custody of all records and documents of the society except those required to be kept by the treasurer;

45. The treasurer must:

- a) Keep the financial records, including books of account, necessary to comply with the Society Act, and
- b) Render financial statements to the directors, members and others when required.
- c) Maintain the register of members.

46. The offices of secretary and treasurer may be held by one person who is to be known as the secretary-treasurer.

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

Part 8 - Borrowing

48. 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 or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

49. A debenture must not be issued without the authorization of a special resolution.

50. Notwithstanding anything contained in these bylaws, borrowing in excess of ten thousand dollars (\$10,000.00) must first be approved by the members by ordinary resolution.

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

Part 9 - Auditor

52. This Part applies only if the society is required or has resolved to have an auditor.

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

54. At each annual general meeting the society must appoint an auditor to hold office until the Auditor is re-elected or a successor is elected at the next annual general meeting.

55. An auditor may be removed by ordinary resolution.

56. An auditor must be promptly informed in writing of the auditor's appointment or removal.

57. A director or employee of the society must not be its auditor.

58. The auditor may attend general meetings.

Part 10 - Notices to Members

59. A notice may be given to a member, either personally; by mail to the member at the member's registered address or by electronic means such as e-mail or by the society's social media sites.

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

61.1 Notice of a general meeting must be provided to:

a) Every member shown on the register of members on the day notice is given, and

b) notice must be provided at least fourteen (14) days before the general meeting and must specify the place and hour of any meeting, and in case of special business, the general nature of such business shall be provided to each voting member either personally or by way of

electronic means, which may be by email to each member or by posting of said notice within the time period noted above, on the Mission Granite Club website.

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

Part 11 - Bylaws

62. On being admitted to membership, each member is entitled to review the electronic version of the constitution and bylaws of the society, which are posted on the Mission Granite Club website.

63. These bylaws must not be altered or added to except by special resolution.

Part 12 - Documents and Records

64. The fiscal year of the society shall begin on the first (1st) day of MAY in each year and shall end on the thirtieth (30th) day of April following.

65. A member and director register shall be maintained by the society.

66. Any cheque or bill of exchange drawn or endorsed by the society shall require the signatures of two (2) signing authorities appointed by the directors as an authorized signatory to the purpose.

66. Any contract, document or other instrument in writing to be executed by the society may be signed by the president or vice-president or treasurer, or by a director appointed by the president and all contracts, documents and instruments in writing so signed shall be binding upon the society without any further authorization or formality.

Part 13 - Leagues

67 The number of league captains for each league must be at least one (1) and will follow the bylaws of the society and the Society Act.

69. League directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit for their league.

70. League captains may collect membership information and membership fees, as determined under bylaws 4 and 7. Each league will be governed by the league rules of the policy and procedures manual.

Part 14 - General

72. Robert's Rules of Order, where not inconsistent with these by-laws, shall apply so far as applicable to all meetings of the society, and the directors.

73. Each director or officer holds office with protection from the society. The society indemnifies each director or officer against all costs or charges that result from any act done in his/her role for the society. The society does not protect any director or officer for acts of fraud, dishonesty, or bad faith.

74. No director or officer is liable for the acts of any other director, officer or employee. No director or officer is responsible for any loss or damage due to bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the society. No director or officer is liable for any loss due to an oversight or error in judgment, or by an act in his/her role for the society, unless the act is fraud, dishonesty or bad faith.

75. In the event of insolvency or closure of the society, any funds remaining in the society's accounts will be distributed evenly amongst the following charities; Mission Hospice, Mission Optimist Club and the FROYNA Mission (Women's Resource Society of the Fraser Valley's).

75.a In the event that at the time of insolvency any of the above Charities have been dissolved, any funds remaining in the society's accounts will be distributed evenly amongst the remaining Charities

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Amendment History

Date/Action

Details
