

**ABBOTSFORD SOCIAL
ACTIVITY
ASSOCIATION
BYLAWS
&
CONSTITUTION
2023**

ABBOTSFORD SOCIAL ACTIVITY ASSOCIATION

Abbotsford, British Columbia

Bylaws and Constitution 2023

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(NB – _wording in *Italics* are alterations from the ASAA Bylaws that existed prior to the 2018 transition to the New Societies Act)

Part 1 Societies Act

1. (1) In these Bylaws, unless the context otherwise requires, “**Auditor**” means the singular or the plural thereof and includes an audit committee where the context so requires;

“**The Organization**”, “**A.S.A.A.**” or “**society**” means the **Abbotsford Social Activity Association which is a registered charity under the provisions of the Societies Act of 2016.**

“**Club**” refers to members and non-members participating in a not for profit group activity in A.S.A.A. facilities where at least 80% of the participants are 55 years of age or older and hold individual memberships in A.S.A.A

“**Special_Committee**” or “**Committee**” is a member group tasked by The Board for a specific task.

“**Convener**”, “**Chair**”, “**Chairman**”, “**Chairperson**” or “**President**” as they apply to the society or any of its Clubs or activity groups mean the person who has been duly appointed or elected to be in charge of the operation and conduct of the society, club or activity.

“**Directors**” means the directors of the society as elected or appointed under section 51 of these bylaws.

“**Member in good_standing**” is a member who has paid his/her annual membership dues, who is not under suspension, and who has provided their full name, address, telephone number and an email address if they have access to email.

“**Registered address**” of the member means the member’s address as recorded in the register of members.

“**Societies Act**” or “**Act**” means the *New Societies Act dated November 2016* and any amendments thereto.

“**The Board**” means *The Board*, including the directors as constituted by these Bylaws.

(2) The definitions in the *New Societies 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 and incorporation.

Part 2 Membership

3. Membership in the society is open to any person of good character *19 years* of age and older who has residence in British Columbia.
4. A person may apply to the activity conveners for membership in the society however the directors reserve the right to reject any new membership within the first 60 days from the date the new membership was issued by the convener. The society shall issue a membership card to each member upon payment of dues, as decided by the society.
5. Every member must uphold and comply with these Bylaws.
6. The annual membership dues will be determined at the annual general meeting of the society and must be paid annually in advance at the first meeting of the organization in each calendar year. *The amount of membership dues will be reviewed from time to time by The Board.*
7. A person ceases to be a member of the society,
 - (a) on acceptance of a written request from a member to withdraw from membership,
 - (b) on his or her death
 - (c) on failure to pay annual dues as prescribed by the society
 - (d) for behavior grievously detrimental to the society

Part 3 Meetings

8. *Monthly* General meetings of the society shall be held on the first Wednesday of each month unless cancelled or substituted by *The Board*. *Notice of a monthly General Meeting shall be given by posting on the A.S.A.A. website and by notices posted on A.S.A.A.'s bulletin boards and via email to members who have provided email addresses.*

9. A quorum for monthly general meetings is a minimum of 15 members.

10. The Annual General meeting of the society shall be held on a convenient date in November each year, as directed by *The Board*.

11. A Special General meeting of the society may be called by *The Board* when it thinks fit, or must be called by the Secretary within two weeks after receiving a petition in writing signed by not less than ten percent (10%) of the paid membership.

(1) Notice of the Annual General meeting and of a Special meeting must specify the place, day and hour of the meeting, and in the case of special business the general nature of that business.

(2) Notice of the Annual General meeting and of a Special meeting shall be given at least 14 days before the date of the meeting *by email or by telephone for those members without access to email and will be posted on the A.S.A.A. website for at least 21 days prior to the meeting.*

(3) The accidental omission to give notice of a meeting to, or the non-receipt of notice by, any of the members entitled to receive notice does not invalidate proceedings at the meeting.

12. *A quorum for all meetings referred to in Bylaws 10 & 11 will never be less than 15 members.*

13. A member of good standing present at any meeting of members is entitled to one vote on each question put to a vote. In the case of a tie vote, the Chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a member, and the proposed resolution is then defeated.

14. Voting by proxy is not permitted. *Participation in meetings and voting by electronic means is not permitted.*

15. The order of business at a general meeting is:

- (1) Call to order by the Chair
- (2) Introduction of guests.
- (3) Reading of the minutes of any previous General or Special General meeting held since the last General meeting
- (4) Business arising from the minutes.
- (5) Motions of special business of which notice has been given.
- (6) Reports of any special committees.
- (7) General business.
- (8) New business.
- (9) Tabling of notices of motion.
- (10) Motion of adjournment.

16. The order of business at the Annual General meeting is:

- (1) Call to order by the Chair.
- (2) Reading of the minutes of previous General meeting and of any Special or *Board* meeting held since the last General meeting.
- (4) Business arising from the minutes.
- (5) Financial reports:
 - (a) Auditor's report
 - (b) Treasurer's report for the month of October
- (6) Reports of standing committees and activity groups, but the time taken by each club or activity chairman to present his or her report shall not exceed five minutes. The President's annual report shall be limited to not more than 10 minutes.
- (7) Motions of special business of which notice was given.
- (8) Reports of special committees.
- (9) Correspondence.
- (10) General business.
- (11) New business.
- (12) Induction of Chair of Elections. This order of business should be not later than ninety minutes after the meeting is called.
- (13) Report of Nominating Committee.
- (14) Call for further nominations from the floor of the meeting.
- (15) Election
- (16) Adjournment

17. The order of business at Special General meeting is:

Call to order by Chair.

Special business for which the meeting has been called of which notice has been given.

Adjournment

Part 4 The Board

18. The Board of the society consists of the following officers:

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer
- (e) Immediate Past President
- (f) 5 Directors, pursuant to section 50

19. The Immediate Past President may automatically become a member of *The Board* for a year following his retirement from the office of President but this does not preclude that person being duly elected a lesser office or director at the current election.

20. Election of *The Board* shall take place at the Annual General meeting subject to the exception hereafter set out.

21. *Board* members shall hold office from January 1 to December 31 for a two-year term starting in the Calendar year following their election.

22. A simple majority of *The Board* is a quorum at *its* meetings.

23. Any officer or director may be removed from office for cause as decided by a majority vote of the members present at a duly convened General, Annual General or Special General meeting of the society.

23 (a) *Non-Confidence Vote: In order to remove a Board member who in the opinion of other A.S.A.A. members is failing to adequately perform the tasks of their position as outlined in the A.S.A.A. Policy Handbook, a Grievance Committee may be set up to consider impeachment consisting of 1 Club Convener, a member of the Board and 3 general A.S.A.A. members who will make recommendations to the next Board meeting.*

24. *The Board* may temporarily fill by appointment any vacancy that may occur on the Board during its tenure of office, *subject to length of membership as outlined in item 48 of these Bylaws*. Such appointment shall become permanently effective only on the approval at the next General, Annual General or Special General meeting, whichever first occurs and that approval constitutes the exception referred to in section 20 of these bylaws.

25. The officers and directors shall receive no remuneration for their services, but may be reimbursed for expenses properly incurred on behalf of the society. The society may authorize an honorarium to be paid to the President, Secretary, Treasurer and Building Maintenance Manager if it so desires.

26. *The Board* shall meet at least monthly on a day to be fixed by that Board or at the call of the Chair, for the transaction of current business, the examination and discussion of any suggestions made to it for the general welfare of the society and such other business as may be introduced.

27. Notwithstanding the provisions of section 26, the President or Chair of *The Board* may poll members of the said Board by telephone or by personal contact to ascertain their wishes or vote as to a particular question or urgent nature and any decision reached in that manner shall be binding as if it were decided at a formal *Board* meeting.

28. A member must be forty-five (45) years of age or older to qualify as an officer or director of *The Board*, with a maximum of two board members under the age of fifty-five (55) years of age. All other board members must be a minimum of fifty-five (55) years of age. Board members must not be in a for-profit relationship with The Board so as to avoid a conflict of interest.

Part 5 Duties of The Board

29. The President presides at all meetings of the society and *The Board*, and as chief executive officer of the society enforces order and the strict observance of these bylaws, provided that *The Board* may appoint another member to supervise the other members of *The Board* in the execution of their duties if it considers it advisable and transacts such other business as may be custom pertaining to his office.

30. The rights, powers and duties vested in the President shall, in his absence or disability, be vested in the Vice-President.

31. The Secretary and Treasurer or their appointed alternate will attend every business meeting and ensure that they have in their possession and control all record books, documents and correspondence that may relate to any business likely to be transacted there.

32. The Secretary shall keep a record of the proceedings of all *The Board*, General, Annual General and Special General meetings.

Such minutes shall be read at the next meeting and when adopted, shall be signed by the presiding officer and the Secretary.

33. The Treasurer shall keep an accurate record of all receipts, disbursements and financial transactions of the society in such form as is required by *The Board* and the auditor and shall have custody of all such records. He shall deposit all funds in a local branch of a charter bank of Canada or credit union as directed by *The Board* and the account shall be in the name of the society. The Treasurer must submit financial statements of receipts and disbursements and of assets and liabilities of the society in a proper and businesslike form and manner whenever required by *The Board*.

33(a) *All financial statements must be signed by the Treasurer before being submitted to the Board.*

34. All money payable by the society, including reimbursement to a member of duly authorized petty cash expenditures for society requirements, shall be paid out by cheque only, signed by the President or the Vice-President and the Treasurer, or by any other *Board* member so designated by the President, and any two of whom shall be authorized signing officers. No cheque shall in any case be signed by an officer in blank. *Members requiring reimbursement from A.S.A.A. must provide a receipt for each expense to be reimbursed.*

35. All notes, vouchers and cheques for deposit with the society's banker for the credit of the society shall be endorsed by using the society's stamp for that purpose.

36. Financial records shall be brought to each meeting of the members and of *The Board*.
37. The minute book and financial records may be examined by a member of *The Board* at the time of any meeting of members of *The Board*.
38. *With the exception of in camera records*, members requesting to examine A.S.A.A. records may do so at a reasonable time to permit such inspection as authorized by the chair. *At times when the chair is not available*, on special request, the *Vice-President*, Secretary and Treasurer respectively will authorize any member in good standing, whether or not such member is on *The Board*, to inspect their records at reasonable times.
39. *The Board* has power to perform and carry to completion any work or project entrusted to it by the previous *Board* or as authorized by these Bylaws.
40. *The Board* is not obliged to admit to its deliberations any persons other than the duly elected or appointed officers and directors of the society. No member who is admitted to *The Board* deliberations but who is not a member of *The Board* under section 18 of these Bylaws is entitled to make or second motions, make nominations, or vote at such meetings.
41. *The Board* has authority to invite special guest speakers to address the membership at a general meeting.
42. *The Board* has authority to hire, suspend, or dismiss a salaried employee of the society.
43. Unless granted leave of absence by *The Board*, any officer or director who absents himself from three consecutive *Board* or General meetings ceases to be a member of *The Board*. He or she shall be replaced in accordance with the provisions of section 24 of these Bylaws.

Part 6 Elections

44. At the September general meeting on the second to last month before the Annual General meeting the President shall appoint a nominating committee consisting of not less than three (3) members for the purpose of proposing the names of candidates for the election at the Annual General meeting, but in addition to the nominations proposed by that committee, nominations shall be accepted from the floor of the Annual General meeting on consent of the member so nominated.

45. The President may appoint a chairperson to preside over the election.

46. Only members in good standing and life members shall be eligible to hold any elective office in the society, subject to the limitations imposed by sections 28 and 47 of these Bylaws.

46 (a) Husband and wife living at the same address cannot be on the A.S.A.A. Board at the same time.

47. A member cannot become a board member until they have had twelve (12) consecutive months of membership in good standing, or unless they have previously been a member of the board of the society. If candidates for board positions cannot be found, any member in good standing may be considered to fill a vacancy if approved by the board.

48. Only members in good standing and life members shall be entitled to vote at meetings of the society.

49. No member shall be nominated for any executive office unless he or she is present or has signified in writing his or her willingness to accept such office. This section does not apply to any election or appointment to the position of auditor.

50. After the report of the nominations committee is received by the election chairperson, nominations from the floor of the meeting shall be accepted in the precedence determined by the order of the election which shall be as follow, namely: President, Vice-President, Secretary, Treasurer and Five (5) Directors. *The Board will be comprised of only one (1) each of President, Vice-President, Treasurer, Secretary and five (5) Directors at any one time.* In addition, the past president can join the board for a one-year term and has a vote on the A.S.A.A. board.

51. The terms of office of each of the Executive Board members shall be for two consecutive calendar years, but subject to the provisions of section 19 of these bylaws, a member whose term as an officer or director is ending is eligible for re-election. The expiry dates of the terms of office of President and Vice-President shall alternate. If a director vacates his office before the term of office expires, the elected or appointed successor shall serve the balance of the term for which the vacating director has been elected.

52. Before the first ballot is called, the election chairperson must ascertain the number of accredited members present and eligible to vote. The total number of votes cast for each ballot shall not exceed that total number, and if it is exceeded that ballot must be declared null and void and a second ballot taken.

53. The election chairperson shall appoint two or more scrutineers to distribute, collect, and tabulate the ballots and after the tabulation is complete the result shall be handed to the election chairperson for announcement to the meeting.

54. To be elected to office a nominee must receive a majority of the full vote, being 50% of the votes cast plus one, and where more than two candidates are running for the same office, *the candidate receiving the largest number of votes will be elected.*

Part 7 Clubs & Special Committees

55. *Clubs & Standing Committees may be appointed at the first meeting of the newly elected Board. The Board may from time to time appoint Special Committees as necessary.*

56. *The Board may appoint the chair or convener and such other members as they deem advisable to any Club or Special Committee.*

57. *The Board must advise each Club or Special Committee in writing as to its duties and limitations, and current copies of such written instructions must be retained by the Secretary.*

58. Subject to section 56 of these Bylaws, each *Club or Special Committee* shall elect its chair but if that person is not present at any meeting of the *Club or Special Committee*, the members present shall choose one of its number to chair the meeting.

59. The President shall be ex-officio a member of all *Clubs and Committees* as listed in section 56 of these Bylaws or appointed in accordance with section 63, except the nomination committee.

60. *The Board may appoint any members of the organization to form an additional Special Committee to take up any matter concerning the society.*

61. The Clubs may levy a nominal charge to participants in their respective activities, and the amount of such levy may be decided in the manner the Club considers advisable.

62. Notwithstanding the provisions of section 64, *The Board* has jurisdiction over all *Clubs and Special Committees* and is free to veto any decision or action of a *Club or Special Committee* appointed under sections 56 and 62 of these Bylaws of the society, or is contrary to a prior ruling, resolutions or agreement passed at a General, Annual General or Special General meeting of the society, or if such decision or action is not in the best interests and welfare of the organization as determined by *The Board*. The ruling of the *Board* herein shall be final subject only to an appeal to a subsequent General, Annual General or Special General meeting, which may nullify that Board's ruling by a majority vote.

63. *The Board* has the authority to remove from office for cause, any convener, chair or member of a *Club or Special Committee*. The person so removed has the right of appeal to the next General meeting or to a Special General meeting. Such removal by *The Board* shall be final subject only to an appeal in the same manner as outlined in section 62 of these Bylaws.

64. The chairs, conveners or presidents of all *Clubs and Special Committees* are responsible to *The Board* for all receipts and disbursements covering activities and the operation of their respective *Clubs or Committees*.

65. Each *Club or Special Committee* must keep a record of all money taken in. Receipts, invoices or sales slips for acceptable items paid for must be kept and submitted to the treasurer for reimbursement. If a club wants to have prize money, the convener will collect such money from the participants and pay it out as they have determined for their competition.

66. All books or records of account and all correspondence or reports pertaining to the conduct of *Clubs or Special Committees* shall be made available upon request, for inspection by *The Board* or the auditor or by such other person as may be designated by *The Board*.

67. Invoices, sales slips and receipts for expenditures in the previous fiscal year ended on September 30th, need not be retained after December 31st of each year, but in any event, they shall be retained until disposal of such records is authorized in writing to *The Board* or the auditor or in the minutes of a membership meeting.

68. A majority of a *Club or Special Committee* constitutes a quorum for the transaction of business.

Part 8 Procedures at Meetings

69. At the hour appointed the President shall take the chair and call the meeting to order and preside during the meeting. If the President is absent or has been disqualified, the Vice-President shall act in his stead. In the absence or disability of the President and the Vice-President, the Secretary or the Treasurer shall call the meeting to order and a temporary chairperson shall be elected by the members present.

70. The presiding officer of any meeting shall rule out of order all matters pertaining to political or religious questions.

71. The presiding officer shall at any meeting enforce order and strict observance of these bylaws and has the right to decide all questions of order, subject to an appeal to the meeting, sustained by a majority vote of those members present.

72. When debate of any question has ceased, the presiding officer shall put the question to an open vote, giving the words of the motion clearly so that no member may misunderstand the question on which he or she is about to vote, but if the majority of members present demand a secret ballot on any particular question, such question shall be by secret ballot.

73. Business upon which notice of motion has not been given may be taken up at a regular General meeting or at a Special General meeting but not at the Annual General meeting.

74. If *he/she* considers it in the best interest of the organization, the presiding officer may adjourn the debate on any business that arises of which no notice of motion has been given, to the next meeting.

75. In matters of procedure not specifically provided for in these bylaws, all meetings shall be conducted in accordance with Robert's Rules of Order.

Part 9 Finance

76. The financial year of the society shall be from October 1 to September 30.

77. The financial records for the financial year ending in the current calendar year shall be examined prior to the annual meeting by an auditor appointed by *The Board*, or by an audit committee of two or more persons elected by a general meeting, provided that such audit committee need not be chartered or certified general accountants and may, or may not be members, but they shall not be members of *The Board*.

78. The auditor so appointed or elected shall hold office for one year unless dismissed by a General meeting, or by a Special General meeting called for that purpose of which notice shall be given at the previous meeting and in the calling the meeting.

79. The audit shall be of the type prescribed by *The Board* or by the majority vote of a General, Annual General or Special General meeting and the audited financial statement shall be presented to the Annual General meeting by auditor or Treasurer.

80. *The Board* may authorize non-recurring expenditures not in excess of \$1000 each. There will be a minimum of three alternate bids for any significant expenditures. Receipts for all such expenses must be provided and must include a detailed account of the expenses.

81. The Treasurer may pay all normal and regular operating expenditures without prior approval of the Board or of a meeting of members.

82. All expenditures in excess of \$1000 each, other than normal operating expenses, must be approved by members in a General, Annual General, or Special General meeting prior to any commitment for such expenditures is made by *The Board* or any other member. A minimum of three alternative bids will be requested for any major expenditures. *The Board* will make the final decision on awarding of bids. Receipts of all such expenses must be provided and must include a detailed account of the expenses.

83. Notwithstanding section 84 of these bylaws, *The Board* may authorize bank loan payments in excess of the regular monthly payments.

83 (a) *Any A.S.A.A. financial investments will be decided by a majority vote of the Board.*

84. The society may borrow or raise or secure the payment of money in such manner as it thinks fit, and as provided by sections 2(d) and 2(e) of the Constitution, but the power is nevertheless subject to the authorization and sanction of a special resolution of the society.

85. The A.S.A.A., formerly known as the Abbotsford Seniors' Association (A.S.A.) and as the A.O.A.P. was incorporated in British Columbia under the Society Act, on January 25, 1973 under Certification of Incorporation number 10,051 and is registered with the Government of Canada under number 01416784-56-27 as a charitable organization authorized to issue official receipts for charitable donations to the society in accordance with that registration, and such receipts may be used by the donor for income tax purposes.

Part 10 Bylaws

86. Upon the adoption of these Bylaws all previous bylaws of the society are repealed, but such repeal does not affect the validity of any appointments made or any action taken under the authority of such previous bylaws.

87. Amendments to these Bylaws of the society shall be made only upon special resolution adopted at a General, Annual General or Special General meeting by at least seventy-five percent (75%) majority vote of the membership.

88. To qualify as a "special resolution" the resolution must be moved and seconded at a General, Annual General, or a Special General meeting and must be passed by a majority vote of members present and identified as a special resolution.

89. Notice in writing of all special resolutions must be *communicated to each member via email or telephone* not less than fourteen (14) days prior to the meeting at which the resolutions are to be moved.

Part 11 General Information

90. *The Board* has the authority to temporarily suspend any member of the society for conduct prejudicial to the good order and welfare of the A.S.A.A. Such suspension shall be for a specified period not to exceed one year. The member suspended has the right to appeal the suspension to the next General or Special General meeting and he may attend in person or submit the appeal and defense in writing. The appeal shall be upheld only on a majority vote of the members present and anything less than a majority vote will signify that the suspension was justified.

90(a) *The A.S.A.A. Grievance Committee will decide if a member who has had two (2) suspensions in the duration of his A.S.A.A. membership will receive a lifetime suspension with no manner of appeal and not be allowed on A.S.A.A. property if they receive a third (3rd) suspension.*

90 (b) Any member who misappropriates society funds, prohibits access to records and/or vital information and/or otherwise in any way interferes with the proper and legal operation of the society shall be banned from the society for life. The member banned has the right to appeal this decision at the next General or Special General meeting and such member may appear in person or submit the appeal and defense in writing. The appeal shall be upheld only on a majority vote of at least 75% of the members present and anything less than such a majority vote will signify that the banning was justified.

91. Any person reported or caught defacing notices, bulletins or society property of any description will be automatically suspended for six months, but if that person is a member, such suspension is subject to the same right of appeal as set out in section 90 hereof.

92. Any member involved in fighting in the A.S.A.A. buildings will be brought to the earliest attention of a special *Board* meeting and such member shall be immediately suspended until the *Board* has reached a decision, but such suspension is subject to the same right of appeal as set out in section 90 hereof.

93. The society may impose a fine on a member for any contravention of these bylaws, or otherwise as authorized by the provisions of the Act or any regulations made pursuant thereto. Any fine so imposed may be recovered as a debt due from the member to the society and all fines so recovered shall belong to the society.

94. A.S.A.A. has policies in conformance with the Personal Information & Privacy Act and with the Sexual Harassment Act. A.S.A.A. also has a policy to handle any written complaints which are directed to *The Board*.

95. Members are responsible for giving notice of any change of address, *telephone number or email address* to the membership committee.

96. Life membership in the society is governed by the following provisions:

(a) Life membership is an honorary award that may be conferred upon a member who has rendered notable service to the organization.

(b) Life members shall have all the obligations of membership in the organization and shall be entitled to all the privileges of an ordinary member without further payment of membership fees.

(c) The maximum number of life members shall be limited to 35 at any one time.

(d) If vacancies occur, no more than three names per year may be put forward to be considered for the honor.

(e) A committee of three life members shall be appointed by *The Board* to review all nominations for life membership. Upon receipt of a recommendation signed by one member seconded and signed by another member, the said committee will consider the recommendation, taking into account the length of service and any notable contribution made to the organization by the person so recommended.

(f) Recommendations that meet the basic criteria will be presented by a special committee at an Annual General meeting, and three-fourths vote by ballot at that meeting is sufficient to confer life membership.

97. The society may subscribe to, become a member of, and cooperate with any other society or association, whether incorporated or not, whose purposes are in the whole or in part similar to the purposes of the society.

The revised bylaws of 2003 were approved and adopted by the membership at the Annual General Meeting held 26th November 2002 and become effective as of that date. They were endorsed and approved by the Provincial Registrar of Companies, Victoria, B.C. The revised bylaws of 2014 contain the changes approved and adopted by the membership at the Annual General Meetings held on the 3rd November, 2010, 7th November 2012 and at the Special General Meeting held 2nd October 2013. They were endorsed and approved by the Provincial Registrar of Companies, Victoria, B.C. Due to the amended provisions of the new Societies Act of 2016 the revised Bylaws were adopted at the Nov. 7, 2018 AGM. Amendments to the revised Bylaws were adopted at the Nov. 6, 2019 AGM and at the Sept. 7, 2022 Special General Meeting and at the November 29, 2023 AGM.

98. The operation of the Society is to be carried on chiefly in the City of Abbotsford, British Columbia.
This provision was previously unalterable.

Part 12 CONSTITUTION

1. The name of the Association shall be ABBOTSFORD SOCIAL ACTIVITY ASSOCIATION.

2. The objects of the Society are:

(a) To promote, foster, establish, and develop a program of service for the good and welfare of the elder citizens of the City of Abbotsford, British Columbia, and its neighboring areas, and thereby foster a spirit of good will and comradeship amongst its members.

(b) To purchase, lease, gift, exchange, or otherwise facilities and properties, both real and/or personal, and to improve, develop and otherwise hold the same for the greater enhancement and enjoyment of the aforementioned program.

(c) To sell, exchange, mortgage, lease or otherwise dispose of all or any part of the real or personal property of the Society.

(d) To borrow, raise, provide or otherwise secure funds, in such a manner as the Society may see fit, and in particular, by mortgage or by issue of bonds or debentures, or other charge upon all or any of the Society's property, and to redeem or repay same.

(e) To invest and deal with the monies of the Society in any prudent investment.

(f) To assist in functions of the charitable organizations as the Society sees fit, and do all such things conducive to the attainment of any and all of the above objects; and that the Organization shall be carried on without purpose of gain for its members, and any profits or other accretions to the Organization shall be used only in promoting its objectives; and that upon winding up the Organization, all its remaining assets, after payment of liabilities, shall be distributed to one or more charitable organizations in British Columbia. This is an unalterable clause according to the Societies Act of British Columbia