

Notice Of Extraordinary General Meeting Of The Members And Notice Of Special Resolution

Background

Under the **Societies Act** of British Columbia, which came into force on November 28, 2016, every pre-existing British Columbia society is required to file with the Registrar of Companies a transition application that contains the constitution, bylaws, statement of directors, and registered office.

An Extraordinary General Meeting of the Members of Canoe Racing BC DBA Canoe Kayak BC will be held on Thursday March 22nd at 7 pm via GoToMeeting to consider a Special Resolution of the Members to authorize the directors to file a transition application; and to replace the Society's current By-Laws with revised By-Laws that comply with the new **Societies Act**.

The Notice of Extraordinary General Meeting of Members and Notice of Special Resolution and a link to the proposed new By-Laws follow.

Canoe Racing BC **NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE MEMBERS AND NOTICE OF SPECIAL RESOLUTION**

Notice is hereby given that an Extraordinary General Meeting of the Members of Canoe Racing BC DBA Canoe Kayak BC (hereinafter called the "Society") will be held online at GoToMeeting on the **22nd day of March, 2018** at the hour of **7:00 pm** (local time) for the following purpose.

1. To consider, and if thought fit, to pass the following resolution as a special resolution requiring the approval of a majority of not less than 75% of the votes of those members of the Society who, being entitled to do so, vote in person at the meeting:

WHEREAS *the Society was incorporated under the former Society Act; and*

WHEREAS *it is required of the Society to transition to the new Societies Act (British Columbia) (the "Act") pursuant to section 240 of the Act; and*

WHEREAS *the Society desires to alter the By-laws of the Society (the "By-laws") pursuant to section 17 of the Act.*

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. *The directors of the Society are authorized and directed to file a transition application under section 240 of the Act to the Registrar of Companies*

appointed under section 400 of the Business Corporations Act for transition of the Society;

The current By-laws of the Society are repealed effective on the date that the Society transitions under the Act and the new By-laws that have been submitted to this meeting and are annexed to these minutes as Schedule A are approved and will be effective on the same date.

Any one of the officers and directors of the Society is authorized to take all such actions, execute, and deliver all such documentation, including filing the transition application, which are necessary or desirable for the implementation of this resolution.

2. To transact such further or other business as may properly come before the meeting or any adjournment thereof.

Dated at the City of Burnaby, Province of British Columbia this 8th day of March, 2018.

Members are invited to review the new bylaws.