

CANADA  
PROVINCE OF BRITISH COLUMBIA

NUMBER  
S-22494



**Province of British Columbia**  
Ministry of Finance and Corporate Relations  
REGISTRAR OF COMPANIES

SOCIETY ACT

# Certificate of Incorporation

I HEREBY CERTIFY THAT

THE VANCOUVER ISLAND RUGBY UNION

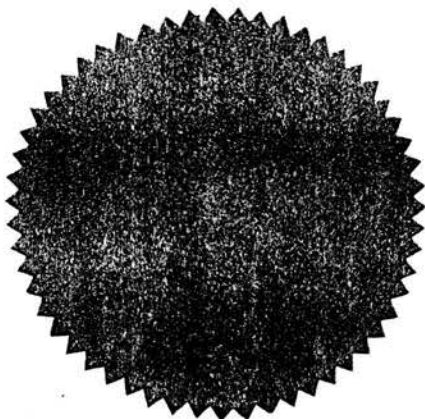
HAS THIS DAY BEEN INCORPORATED UNDER THE SOCIETY ACT

GIVEN UNDER MY HAND AND SEAL OF OFFICE

AT VICTORIA, BRITISH COLUMBIA,

THIS 2ND DAY OF JUNE, 1987

ROBERTA J. LOWDON  
DEPUTY REGISTRAR OF COMPANIES



SOCIETY ACT  
THE VANCOUVER ISLAND RUGBY UNION ✓

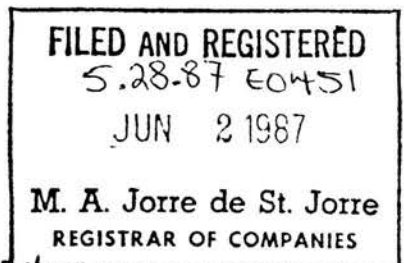
CONSTITUTION

**NAME AND PURPOSES**

1. The name of the Society is "THE VANCOUVER ISLAND RUGBY UNION", hereinafter referred to as the Union. ✓
2. The purposes of the Union are:
  - (a) to administer, control, organize, encourage and promote the game of rugby football on Vancouver Island;
  - (b) to improve the standard and quality of play, coaching and officiating of rugby football on Vancouver Island;
  - (c) to plan, organize and coordinate the various matches, competitions, programs and activities among the member clubs;
  - (d) to encourage fair competition and arrange matches and tours for sides representing Vancouver Island and any other matches which the Union may deem necessary or desirable;
  - (e) to obtain income to cover the costs of carrying out the various activities of the Union;
  - (f) to obtain playing fields and accommodation for the Union and, when it is deemed appropriate by the Union, to assist member clubs and member organizations in the provision of playing fields and accommodation;
  - (g) generally to take over and continue the operations of the Vancouver Island Rugby Union, previously a non-incorporated association;
  - (h) to do everything incidental and necessary to promote and attain the foregoing purposes.

**3. Winding-Up**

In the event of winding-up or dissolution of the Union, funds or assets of the Union remaining after the satisfaction of its debts and liabilities shall be given or transferred to one or more organizations promoting similar purposes as the Union, as may be determined by the members of the Union at the time of winding-up or dissolution. This paragraph is unalterable in accordance with the Society Act. ✓



#### 4. AFFILIATIONS

The Union shall have power to belong to other societies or associations, whether or not incorporated, with purposes similar to or beneficial to the Union, and without limiting the generality of the foregoing, the Union may be a member of the British Columbia Rugby Union. This provision is alterable.

## BYLAWS

### 1. MEANINGS

In these bylaws, unless the context otherwise requires,

- (1) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
- (2) "registered address" of a member means the member's address as recorded in the register of members;
- (3) "debenture" has the same meaning as in the "Company Act";
- (4) "special resolution of the Union" means:
  - (a) a resolution passed in a general meeting by a majority of not less than three-quarters of the votes cast by those who are entitled to vote and who are in attendance at the meeting of which the notice that the bylaws provide and not being less than 14 days' notice specifying the intention to propose the resolution as a special resolution has been given or if every member of the Union who is entitled to have representatives vote on it at the meeting so agrees in writing, at a meeting of which less than 14 days' notice has been given;
  - (b) a resolution consented to in writing by every member of the Union who would have been entitled to have representatives vote on it in a general meeting of the Union; and a resolution so consented to shall be deemed to be a special resolution passed at a general meeting of the Union;
- th (5) "rugby" or "rugby football" or "Game" or "game" means the game played under the Laws of the Game of Rugby Football as laid down by the International Rugby Football Board;
- (6) "senior team" means a team with no age restriction on its members which plays rugby football regularly in a league competition sponsored by the Union and which has done so for at least one year.
- (7) "member organization" means a corporate member including a Member Club, a Member Club Team, an Affiliated Club, a Member Referees' Society and an Affiliated Union.
- (8) "regulation" means a resolution which the members have agreed to call a regulation and which has been made in accordance with the bylaw concerning the making of regulations.
- (9) words importing the singular include the plural and vice versa; words importing a male person include a female person and words importing a person include a corporation.

### 2. MEMBERSHIP

- (1) The members of the Union are the applicants for incorporation of the Union and those persons who subsequently become members in accordance with these bylaws and, in either case, have not ceased to be members.
- (2) **Classifications of Membership**

The Union may admit to membership, subject to the terms and conditions following, associations, organizations or persons, in the classifications of Member Club, Member Club Team, Affiliated Club, Member Referees' Society, Affiliated Union.

#### **A Member Club**

- (3) Membership as a Member Club is open to any rugby club or similar organization or to any recognized educational institution on Vancouver Island which has at least one Senior Team provided that:
- (a) the area or group which it proposes to represent is not part of an existing member club unless the applicant, the existing member club and the Union all agree to the separate representation;
  - (b) it is administered by a committee appointed by its members at a duly convened annual meeting or it is a recognized educational institution;
  - (c) it agrees with the constitution and bylaws of the Union, the regulations made by the Union and the Laws of the Game of Rugby Football as laid down by the International Board;
  - (d) it has a permanent mailing address;
  - (e) it pays any entrance fee required by the Union;
  - (f) it makes application in writing to the Union;
  - (g) its application is approved by a special resolution of the Union.

#### **Member Club Team**

- (4) Membership as a Member Club Team is open to any senior team of a Member Club in good standing provided that:
- (a) the senior team regularly plays in matches arranged or approved by the Union and has done so for at least one complete season;
  - (b) the Member Club to which it belongs makes application in writing to the Union on its behalf;
  - (c) the Member Club to which it belongs pays any entrance fee required by the Union;
  - (d) its application is approved by a special resolution of the Union.

#### **An Affiliated Club**

- (5) Membership as an Affiliated Club is open to any rugby club on or near Vancouver Island provided that:
- (a) no team of the club participates in a league competition sponsored by the Union;
  - (b) it complies with clauses (b) to (f) inclusive of paragraph (3) of this bylaw;
  - (c) its application is approved by a special resolution of the Union.

#### **An Affiliated Union**

- (6) Membership as an Affiliated Union is open to any association of three or more rugby clubs in or near Vancouver Island provided that:
- (a) it complies with clauses (b) to (f) inclusive of paragraph (3) of this bylaw,
  - (b) its application is approved by a special resolution of the Union.

#### A Member Referees' Society

- (7) Membership as a Member Referees' Society is open to any referees' society on Vancouver Island provided that:
- (a) it has at least six active members who regularly referee rugby games between teams from Member Clubs;
  - (b) it complies with clauses (b) to (f) inclusive in paragraph (3) of this bylaw;
  - (c) its application is approved by a special resolution of the Union.

### 3. GOODSTANDING

#### (1) Good Standing

A Member Club, an Affiliated Club, an Affiliated Union or a Member Referees' Society shall continue in membership and remain in good standing provided that :

- (a) it continues to comply with clauses (b) to (f) inclusive of paragraph (3) of bylaw 2 (Membership);
- (b) it pays the annual dues fixed each year by the Union and pays any other monies owing to the Union, in each case, within five weeks of the issue to it by the Treasurer of notice to pay such monies;
- (c) when requested to do so by the Union, it sends to the secretary of the Union not later than one month after receiving such request the following items, or such of them as are requested : a statement of its annual accounts for its previous financial year, together with such other specific financial information which has been requested, and copies of its constitution, bylaws, rules of order and standing rules;
- (d) in the case of a Member Club, it continues to field a Senior Team;
- (e) in the case of an Affiliated Club, none of its teams participates in a league competition sponsored by the Union;
- (f) in the case of a Member Referees' Society, it continues to have at least six members and to provide referees for games organized or sponsored by the Union;
- (g) it conducts its affairs to the satisfaction of the Union;
- (h) it informs the secretary of the Union immediately and in writing of any change of its permanent mailing address.

(2) A Member Club Team shall continue in membership and remain in good standing provided that:

- (a) it continues to play regularly in matches arranged or approved by the Union;
- (b) its conduct is satisfactory to the Union;
- (c) the Member Club to which it belongs remains in good standing;
- (d) the Member Club to which it belongs pays on its behalf the annual dues fixed each year by the Board and any monies which it owes to the Union, in each case, within five weeks of the issue by the treasurer to the Member Club to which it belongs notice to pay such dues or monies.

#### 4. TERMINATION OF MEMBERSHIP

- (1) The applicants for the incorporation of the Union shall cease to be members at the conclusion of the Annual General Meeting first following the incorporation of the Union.
- (2) A member shall cease to be a member
- (a) by mailing or delivering to the secretary of the Union or the address of the Union a written statement of resignation from the Union, or
  - (b) on being expelled, or
  - (c) on having been a member not in good standing for twelve consecutive months, or ✓
  - (d) on its dissolution.

#### (3) Expulsion

- (a) A member can be expelled by a special resolution of the Union passed at a general meeting.
- (b) The notice of a special resolution of the Union for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- (c) The member who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution of the Union is put to a vote. ✓

#### 5. GENERAL MEETINGS

##### (1) Time of Annual General Meeting

it, The annual general meeting of the Union shall be held each year during the month of May, or at such time as the members shall decide.

##### (2) Notification of the Annual General Meeting

All members of the Union shall be notified in writing by the secretary of the Union at least 14 days in advance of the date, time, place and agenda of the annual general meeting. ✓

##### (3) Order of Business at the Annual General Meeting

At the annual general meeting the following shall be the order of business :

- (a) approval of the minutes of the last annual general meeting;
- (b) consideration of the report of the treasurer which shall include a balance sheet and statement of accounts for the previous fiscal year;
- (c) consideration of the reports of the president and of such committees or persons as the president or the Union may wish to have report;
- (d) elections of new officers;
- (e) consideration of any addition to, or alteration, amendment or revision of the constitution and bylaws;
- (f) consideration of other business concerning the affairs of the Union or its members.

##### (4) Special General Meeting Requested by Members

hen The secretary of the Union shall convene a special general meeting if at any time he receives a requisition to that effect signed by not less than 10 percent of the voting members.



(5) Special General Meeting Requested by the President

The president may, when he thinks fit, convene a special general meeting for the transaction of such business as he considers necessary or expedient in the interests of the Union, including proposals for revision of the constitution and bylaws.

(6) Notification of a Special General Meeting

All members of the Union entitled to receive notice of a meeting shall be notified in writing by the secretary of the Union at least 14 days in advance of the date, time and place of a special general meeting and of the business proposed to be transacted.

(7) Omission to Notify of a General Meeting

The accidental omission to give notice of a general 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.

(8) Voting at General Meetings

- (a) Each member in good standing shall have one vote and each member organization shall be represented at a general meeting by a person authorized by the member to vote on behalf of the member.

Proxy

- (b) Voting by proxy at a general meeting is not permitted except that a Member Club Team may give written authorization to the representative of the Member Club to which it belongs or to the representative of another Member Club Team from the Member Club to which it belongs to vote on its behalf.
- (c) All representatives entitled to vote on behalf of members at a general meeting shall sit together and separately from those in attendance who are not entitled to vote.
- (d) Unless a secret ballot is requested by a representative in attendance at a general meeting who is entitled to vote, voting shall be by show of hands and, when a vote is being counted, representatives who are casting proxy votes shall declare how many votes they are casting.
- (e) If the chairman of a general meeting is a representative of a member eligible to vote, then he may vote as a representative but otherwise the chairman is not permitted to vote on a question before the meeting.
- (e) All motions at a general meeting, other than special resolutions of the Union, shall be decided by a simple majority unless otherwise is required by the bylaws or the rules of order adopted.
- (f) Any motion at a general meeting which fails to receive a majority of the votes cast, including a motion in which there is an equality of the votes cast, shall be deemed to have failed.

(9) Quorum and Procedure

- (a) The presence of members, or representatives of members, eligible to cast a total number of votes equal to at least forty percent ( 40% ) of the number of members eligible to vote, but never less than 3 natural persons, shall constitute a quorum for a general meeting.
- (b) No business, other than the election of a chairman and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.



- (c) 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.
- (d) A general meeting may be adjourned from time to time and from place to place.
- (e) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- (f) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
- (g) No business shall be transacted at an adjourned general meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (h) Except where it is inconsistent with these bylaws, procedure shall follow Roberts Rules of Order Newly Revised (1970) or such later edition of this book as may be approved by the Union and announced by the secretary of the Union in writing to the members at least one week before the first general meeting at which it is to be used.
- (i) The president of the Union elected at the previous annual general meeting shall be the chairman of each general meeting; in the absence of the president, a chairman shall be elected at the meeting.

## 6. ELECTED OFFICERS

- amended June 1996* (1) The Union shall have the following officers elected at the annual general meeting:

president,  
vice-president for club rugby,  
vice-president for representative rugby,  
secretary,  
treasurer;

### (2) Nomination and Election of Officers

- (a) Each year, not later than the last day of February, the president shall convene a meeting of the presidents of the Member Clubs who shall then appoint a committee consisting of presidents of member clubs, hereinafter called the Nominating Committee, to nominate by April 15 of that year candidates for election as the officers listed in clause (1) of this bylaw and the secretary shall include a list of the names of those so nominated with the notice of the annual general meeting which he sends to the members.
- (b) The chairman of the Nominating Committee shall conduct the elections at the annual general meeting and shall present to the meeting the names of those nominated by the Nominating Committee.
- (c) Nominations may be made at the annual general meeting for any of the elected offices provided that:
  - the nomination is made by a representative entitled to vote;
  - the nominee, if present, indicates his willingness to stand for office;
  - if the nominee is not present, the nominator presents the chairman of the Nominating Committee with the nominee's written consent to stand for election to the office.

- (d) A separate election shall be held for each office to be filled.
- (e) An election may be by acclamation, otherwise it shall be by ballot.
- (f) In each election, the candidate who receives the largest number of votes shall be declared elected and in the case that two or more candidates receive the same largest number of votes, the chairman of the Nominating Committee shall cast a deciding vote.
- (g) If no successor is elected, then the person previously elected or appointed continues to hold office, provided he is willing, until a successor is elected or appointed.

(3) **Removal of an Officer from Office**

The members may by special resolution remove from office an officer who holds one of the offices listed in clause (1) of this bylaw before the expiration of his term of office, and may then by an ordinary resolution appoint a successor to complete the term of office. ✓

(4) **Term of Office**

The officers holding the offices listed in clause (1) of this bylaw retire from office at each annual general meeting, subject to clause (2)(g) of this bylaw.

(5) **Vacancies in Elected Offices**

Any vacancy occurring during the year among the officers elected at the annual general meeting may be filled by the members appointing a replacement until the next annual general meeting.

(6) **Reimbursement**

No officer shall be remunerated for being or acting as an officer, but an officer shall be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Union. ✓

**7. DUTIES OF THE ELECTED OFFICERS**

**Duties of the President**

- (1) The president:
  - (a) shall preside at all meetings of the Union;
  - (b) shall represent the Union in all organizations in which the Union has membership;
  - (c) is the chief executive officer of the Union and shall supervise the other officers in the execution of their duties;
  - (d) shall provide leadership to the Union.

(2) Duties of the Vice-President for Club Rugby

- (a) In general, the vice-president for club rugby shall be responsible for administering, in accordance with the policies and the regulations made by the Union, the leagues and other forms of competition involving Member Club Teams including games between Member Club Teams and teams who do not belong to the Union.
- (b) The vice-president for club rugby shall report to the Union at the annual general meeting and as the Union should otherwise direct.
- (c) The vice-president for club rugby shall act for the president in his absence unless the members should otherwise direct.

(3) Duties of the Vice-President for Representative Rugby

- (a) In general, the vice-president for representative rugby shall be responsible for administering, in accordance with the policies and regulations made by the Union, the program for teams which the Union has authorized to represent it in games or competitions which have been approved by the Union.
- (b) The vice-president for representative rugby shall report to the Union at the annual general meeting and as the Union should otherwise direct.
- (c) The vice-president for representative rugby shall act for the president in the absence of both the president and the vice-president for club rugby.

(4) - added June 1996

(4) Duties of the Secretary

The secretary shall:

- (a) conduct the correspondence of the Union;
- (b) issue notices of meetings of the Union;
- (c) keep and, as prescribed by the bylaws or as directed by the Union, distribute copies of minutes of all meetings of the Union;
- (d) keep custody of all records and documents of the Union except those required to be kept by the treasurer and except those which by these bylaws or by regulation are required to be kept by another officer of the Union;
- (e) maintain the register of members.

(5) Duties of the Treasurer

The treasurer shall:

- (a) keep the financial records, including books of account, necessary to comply with the Society Act;
- (b) render financial statements to the members and others as required by statute, the bylaws or the Union;
- (c) recommend to the Union for its consideration at a general meeting designated each year by the Union and no later than the last day of September, a budget and a schedule of dues for members for the fiscal year;
- (d) together with the president or the secretary, sign all cheques made by the Union, except as otherwise provided by the bylaws or regulations;
- (e) report to the Union at the annual general meeting and as otherwise determined by the Union, the amounts of money owed to the Union together with the names of those who owe these amounts;
- (g) oversee and manage the financial affairs of the Union in a prudent manner.

## 8. FINANCIAL

### Borrowing

- (1) In order to carry out the purposes of the Union, the members may raise or secure the payment or repayment of money in the manner they decide and in particular, but without limiting the foregoing, by the issue of debentures.
- (2) No debenture shall be issued without the sanction of a special resolution. ✓

### Levies

- (3) No levy, other than the annual dues determined as provided in the bylaws, shall be imposed upon the members by the members without the sanction of a resolution of which two weeks' written notice has been given and which is approved by a 2/3 vote of the members at a general meeting.

## 9. ESTABLISHMENT OF COMMITTEES

- (1) The Union may establish committees it considers necessary and, subject to bylaw 11 (Delegation and Retraction of Powers), may assign them tasks.
- (2) Any resolution of the Union which establishes a committee shall specify:
  - (a) the terms of reference of the committee including when, how and to whom the committee is to report;
  - (b) whether the committee is to be a standing committee or an ad hoc committee;
  - (c) how the membership of the committee and the chairmanship of the committee are to be determined.

## 10. POWER TO MAKE REGULATIONS

- (1) The Union may make regulations it considers necessary for the purposes of the Union including, and without limiting the foregoing, regulations
  - (a) specifying how the various tasks required to carry out the purposes of the Union are to be done;
  - (b) how members or persons who belong to member organizations are to behave when involved in rugby or rugby related activities.
- (2) Without limiting the foregoing, the Union shall make regulations respecting
  - (a) the determination of league standings;
  - (b) play-off competitions;
  - (c) the preparation of playing fields for games;
  - (d) the disciplining of players;
  - (e) the management of the Union's funds;
  - (f) the colours that Member Club Teams may wear.
- (3) Any regulation made by the Union must be consistent with the constitution and the bylaws of the Union and no regulation of the Union may limit the effect of the constitution or the bylaws.
- (4) A regulation may be made only
  - (a) by a resolution proposed as a regulation of which two weeks' written notice has been given to the members and which is approved by a 2/3 vote of the members present at a general meeting of the Union or
  - (b) by a resolution proposed as a regulation consented to in writing by every member of the Union who would have been entitled to have a representative vote on it at a general meeting of the Union.

- (5) A regulation may be amended or revoked only
  - (a) by a resolution of which two weeks' written notice has been given to the members and which is approved by a 2/3 vote of the members present at a general meeting or
  - (b) by a resolution consented to in writing by every member of the Union who would have been entitled to have a representative vote on it at a general meeting of the Union.

#### 11. DELEGATION AND RETRACTION OF POWERS

- (1) The Union may make regulations delegating to one or more committees those of its powers which it may determine and which the bylaws do not prohibit the Union from delegating.
- (2) The Union may disestablish any committee to which it has delegated power or may retract or alter any power which it may have delegated to a committee but in each case, only by a resolution of which two weeks' written notice has been given to the members and which is approved by a 2/3 vote of the members present at a general meeting.
- (3) The Union, by ordinary resolution, may disestablish any committee to which it has not delegated any of its power and, by ordinary resolution, may disestablish any committee from which it has retracted all power previously delegated to the committee.

#### 12. POWERS WHICH THE UNION MAY NOT DELEGATE

- (1) The Union may not delegate any power the exercise of which requires a special resolution of the Union and, but without limiting the foregoing, the Union may not delegate its power
  - (a) to establish and, as necessary, to revise budgets of revenues and expenditures including the annual dues and any other financial levy to be paid by the members;
  - (b) to determine who in addition to the treasurer, the secretary and the president is authorized to sign checks on behalf of the Union and to set the number, not less than two, of such persons required to cosign checks on behalf of the Union;
  - (c) to place a limit on the size of check which may be issued on behalf of the Union without the approval of the Union for any item which has not been provided for in a budget approved by the Union;
  - (d) to issue debentures;
  - (e) to make regulations;
  - (f) to amend regulations;
  - (g) to revoke regulations.

#### 13. NOTICES TO MEMBERS

- (1) A notice may be given to a member either personally or by mail to the member at the member's registered address.
- (2) A notice sent by mail shall be deemed to have been given on the third postal delivery 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.
- (3) Notice of a general meeting shall be given to every member shown on the register of members on the day notice is given; no other person is entitled to receive a notice of a general meeting.

#### 14. INTERPRETATION OF THE CONSTITUTION AND BYLAWS

Any difference of opinion about the meaning of any part of the constitution and bylaws which may arise at a general meeting of the Union shall be resolved by the chairman of the meeting and such resolution shall be deemed to be the meaning of that part of the constitution and bylaws until such time as the members by resolution at a general meeting otherwise direct.

#### 15. DISTRIBUTION AND AMENDMENT OF THE CONSTITUTION AND BYLAWS

- (1) On being admitted to membership, each member is entitled to and the Union shall give the member, without charge, a copy of the constitution and bylaws of the Union.
- (2) The constitution and bylaws shall not be altered or added to except by special resolution of the Union.
- (3) Suggested amendments to the constitution or bylaws must be proposed and seconded by two members and submitted in writing to the secretary not later than 28 days before the meeting at which the proposed amendment is to be presented or may be proposed with at least 14 days' notice by a committee which the Union has charged with the responsibility to review the constitution and bylaws.

#### 16. UNION COLOURS AND INSIGNIA

- (1) The colours of the Union shall be red and white.
- (2) The insignia of the Union shall be a Maltese cross, generally either white on a red background or red on a white background.
- (3) Players on teams representing the Union shall wear red shirts, white shorts and red socks except when it is appropriate or necessary for them do otherwise.
- (4) The red shirts of the players on teams representing the Union shall have a white Maltese cross on the player's front left upper quarter.

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## 17. POWER TO PUNISH

- (1) The Union has the power to punish members or persons who are members of member organizations for failure to observe the bylaws and the regulations of the Union or the Laws of the Game or for behaviour which, in the opinion of the Union, is detrimental to the good name of the Union or of the Game.
- (2) The punishment imposed on a member organization may take the form, but need not be, a fine or a prohibition from participating in games or competitions for a specified period of time.
- (3) The punishment imposed on a natural person may take the form, but need not be, a prohibition from playing rugby or from participating in activities of the Union or member organizations for a specified period of time.
- (4) The Union has the power to order a member or persons who are members of a member organization to make restitution for damage that was done by the member organization or by persons who are members of the member organization and to punish the member or the persons, as the case may be, for failing to make restitution as ordered.

Applicants for the incorporation of the Vancouver Island Rugby Union as a society under the Society Act of British Columbia, MAY 27, 1987: ✓

1. *Leslie Garney Underwood*  
(signature of applicant) *Cam Lancaster*  
(signature of witness)  
LESLIE GARNEY UNDERWOOD  
(PRINTED FULL NAME OF APPLICANT)  
5420 EDWLER Rd VICTORIA BC V8Y1Y3  
(address of applicant)
2. *D. S. Lobb*  
(signature of applicant) *Cam Lancaster*  
(signature of witness)  
DONALD EDWARD LOBB  
(PRINTED FULL NAME OF APPLICANT)  
1611 HAWTHORNE ST, VICTORIA, B.C.  
(address of applicant) V8N 2M3
3. *Barkley Logan*  
(signature of applicant) *Cam Lancaster*  
(signature of witness)  
BARKLEY LOGAN  
(PRINTED FULL NAME OF APPLICANT)  
RR#1 1733 GLEN RD COWICHAN BAY  
(address of applicant) DISCOVERING
4. *S.E. Scully*  
(signature of applicant) *Cam Lancaster*  
(signature of witness)  
SAMUEL EDWARD SCULLY  
(PRINTED FULL NAME OF APPLICANT)  
1808 LAVAL AVENUE, VICTORIA V8N 1N1  
(address of applicant)
5. *W.R. Gordon*  
(signature of applicant) *Cam Lancaster*  
(signature of witness)  
WILLIAM ROBERT GORDON  
(PRINTED FULL NAME OF APPLICANT)  
3550 CARDIFF PL., VICTORIA B.C. V8P4Z5  
(address of applicant) 1229 ST. PATRICK ST, VICTORIA, B.C.  
V8S 4Y3





Province of  
British Columbia

Form 10  
(Section 66 and 67)

Certificate of  
Incorporation No.

S-22494

## SOCIETY ACT

### COPY OF RESOLUTION

The following is a copy of



a special resolution\* passed



an ordinary resolution



a directors' resolution

in accordance with the by-laws of the Society on the 4TH day of OCTOBER, 1995:

"RESOLVED

*As per the attached resolution.*

Dated the

5th

day of

June

, 1996."

FILED AND REGISTERED

JUN 13 1996

REGISTRAR OF COMPANIES

THE VANCOUVER LAND RUBY UNION  
(Name of Society)

by [Signature]  
(Signature)

Secretary  
(Relationship to Society)

\* Strike out words which do not apply.

[Note— (a) No special resolution has effect until accepted by the Registrar of Companies.

(b) Send, in duplicate, to the Registrar of Companies,  
2nd Floor – 940 Blanshard Street, Victoria, B.C.,  
V8W 3E6, together with applicable fee.]

*[Handwritten signature]*

**AMENDMENTS TO CONSTITUTION  
OF THE VANCOUVER ISLAND RUGBY UNION**

- 1) Motion - to amend Article 6(1) as follows:

Present wording -

"The Union shall have the following officers elected at the Annual General Meeting:

President  
Vice-President for Club Rugby  
Vice-President for Representative Rugby  
Secretary  
Treasurer

Amended wording -

"The Union shall have the following officers elected at the Annual General Meeting:

President  
Vice-President for Club Rugby  
Vice-President for Representative Rugby  
Vice-President for Junior Rugby  
Secretary  
Treasurer

- 2) Motion - to amend Article 7 (Duties of Elected Officers) as follows, by adding:

(4) Duties of the Vice-President for Junior Rugby -

- a) In general the Vice-President for Junior Rugby shall be responsible for administering, in accordance with the policies and regulations made by the Union, the program for teams which the Union has authorized to represent it in games or competition which have been approved by the Union.
- b) The Vice-President for Junior Rugby shall report to the Union at the Annual General Meeting and as the Union should otherwise direct.
- c) The Vice-President for Junior Rugby shall act for the President in the absence of the President, the Vice-President for Club Rugby and the Vice-President for Representative Rugby.

- 3) Motion - to amend Article 7 by numbering Item 4 Duties of the Secretary as number 5, and by numbering Item 5 - Duties of the Treasurer as number 6.

The Constitution and Bylaws can only be altered by Special resolution of the Union.

Note - Suggested amendments to the Constitution or Bylaws must be proposed and seconded by two members and submitted in writing to the Secretary not later than 28 days before the meeting at which the proposed amendment is to be presented, or may be proposed with at least 14 days notice by a Committee which the Union has charged with the responsibility to review the Constitution and Bylaws.

PASSED - OCTOBER 4, 1995

  
Secretary