

FILED AND REGISTERED

MAY 10 1973

A. H. HALL

REGISTRAR OF COMPANIES

"SOCIETIES ACT"

SHALOM BRANCH #178 BUILDING SOCIETY

CONSTITUTION

I hereby certify that a duplicate original of this document has been filed with me pursuant to the Societies Act.

Dated this 10th day of May 1973

Registrar of Companies

1. The name of the Society is "SHALOM BRANCH #178 BUILDING SOCIETY";

2. *Amended May 14, 1976*

1 'The object of the Society is to own, operate
1 and manage, (without profit to its members)
c one or more low rental housing projects for
1 elderly citizens of low income, and to do all
things necessary and incidental to the attainment
of that object.'

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by Central Mortgage and Housing Corporation and the Government
of the Province of British Columbia (where such designations
are required), and to do all things necessary and incidental
to the attainment of that object;

3. The operations of the Society are to be chiefly carried on in the City of Vancouver, in the Province of British Columbia;
4. Upon the winding up or dissolution of the Society, any funds in the Society remaining after satisfaction of its debts, and liabilities, shall be given or transferred to such organization or organizations as may be decided by the members of the Society at the time of winding up or dissolution; provided that each organization referred to in this paragraph, shall be a charitable organization, a charitable corporation, or a charitable trust recognized by the Department of National Revenue of Canada as being qualified as such under the provisions of the Income Tax Act of Canada, from time to time in effect, and this provision shall be unalterable.

"SOCIETIES ACT"

SHALOM BRANCH #178 BUILDING SOCIETY

BY - LAWS

1. TERMS OF ADMISSION OF MEMBERS AND THEIR RIGHTS AND OBLIGATIONS:

Any ordinary or life member (hereinafter called "member") in good standing of the Shalom Branch #178 of the Pacific Command of The Royal Canadian Legion shall be eligible to be a member of the Society.

2. CONDITIONS UNDER WHICH MEMBERSHIP CEASES:

Membership shall cease upon the resignation in writing of any member delivered to the Secretary of the Society; or by the bankruptcy of any member; or upon the expulsion of any member by a two-thirds majority vote of the members at any general meeting called for the purpose of considering such action.

3. GENERAL MEETINGS:

*Amc
Apr*
'Annual general meetings of the Society shall be held in the month of March in each year upon not less than fourteen (14) days notice in writing given by the Directors of the Society; provided that any ten (10) members of the Society may by similar notice summon the annual general meeting in default of notice being given by the Directors. Special general meetings may be held at any time upon the same notice and shall be called in the same manner as for general meetings.'

~~the Directors. Special general meetings may be held at any time upon the same notice and shall be called in the same manner as for general meetings.~~

Notices shall be deemed to be adequately given if sent by mail to the last address of any member as known to the Secretary.

*Amended
April 14, 1976*
'Ten (10) members personally present shall constitute a quorum at any such meetings and there shall be no proxies; provided that if a quorum is not present at any meeting of the Society after one-half hour has elapsed from the time appointed for the meeting, the meeting shall stand adjourned to meet again without notice at the same hour and place seven (7) days following and those present at the later time shall constitute a quorum; provided, however, that in no case may any meeting be held unless there are five (5) members present in person.'

~~proxies; provided that if a quorum is not present at any meeting of the Society after one-half hour has elapsed from the time appointed for the meeting, the meeting shall stand adjourned to meet again without notice at the same hour and place seven (7) days following and those present at the later time shall constitute a quorum.~~

Each member of the Society shall have one (1) vote as a member of the Society. Each member shall pay the annual membership fee (if any) set by the Directors from year to year. X

4. BOARD OF DIRECTORS:

- (a) The Board of Directors of the Society shall consist of a minimum of seven (7) members and shall include the immediate past President of the Society;
- (b) Any Honorary Member who shall have signed a written consent to act as a Director shall be eligible to be a Director, but such person shall not be entitled to vote at meetings.
- (c) Meetings of the Board of Directors shall be held at least twice in each year. Special meetings may be called at any time by the President of the Society and shall be called upon the request of four (4) members of the Board of Directors.
- (d) Casual vacancies in the Board of Directors during any year may be filled by the Board by appointment from the members of the Society in good standing, but any such appointment shall remain in force only until the annual general meeting next ensuing. Provided further that any person appointed as a Director may be a member of the Society in good standing.

- (e) The Directors shall appoint Officers of the Society who shall have full powers to carry on the business of the Society. The Directors may meet together with the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any Directors' meeting shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall have a vote.
- (f) The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall be a majority of the Board.
- (g) A Director shall be entitled only to such remuneration (if any) for his services as a Director, as may be authorized in a general meeting of the Society.
- (h) The Society may by extra-ordinary resolution passed by a two-thirds majority at a general meeting, of which not less than ten (10) days' notice has been duly given, remove any Director before the expiration of his period of office and may by an ordinary resolution passed by simple majority appoint another member in good standing of the Society as a Director in his stead who shall hold office (unless similarly removed) until the next ensuing annual general meeting.
- (i) Any Director may resign his office at any time upon tendering his resignation to the Board of Directors. The office of Director shall be vacated if the Director becomes of unsound mind or is concerned or participates in the profits of any contract with the Society. PROVIDED HOWEVER that no Director shall vacate his office by reason of his being

a member of any company which has entered into contracts with or done any work for the Society but a Director shall not vote in respect of any such contract or work.

5. EXERCISE OF BORROWING POWERS:

The Society acting through its Directors may borrow or raise and secure the payment of money in such manner as the Directors think fit, for the purpose of carrying out the objects of the Society, and in particular but not so as to restrict the generality of the foregoing, by the issue of debentures; but no debenture shall be issued without the sanction of an extra-ordinary resolution of the Society passed by a two-thirds majority vote.

6. AUDIT OF ACCOUNTS:

The Directors shall appoint an Auditor to make an audit of the Society's affairs up to the end of its fiscal year preceding the first annual general meeting; thereafter, the members shall appoint an auditor from year to year at each annual general meeting commencing with the first annual general meeting.

7. CUSTODY AND USE OF THE SEAL OF THE SOCIETY:

The Society shall adopt a common seal which shall be kept in the custody of the Secretary and which shall not be affixed to any instrument except in the presence of two (2) Directors duly authorized who shall attest the affixing of the seal to such documents as the Board of Directors shall direct.

8. ALTERATIONS OF BY-LAWS BY EXTRA-ORDINARY RESOLUTIONS:

These By-Laws may be altered by an extra-ordinary resolution by the members of the Society passed by a three-fourths

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majority vote at a general meeting of which notice specifying the intention to propose a resolution amending the By-Laws as an extra-ordinary resolution has been duly given.

9. PREPARATION AND CUSTODY OF MINUTES AND PROCEEDINGS:

The Secretary-Treasurer of the Society shall be responsible for the preparation and custody of Minutes of the proceedings of the Society and of the Directors and of such other books and records of the Society as the Directors may from time to time determine. The Secretary-Treasurer of the Society shall be responsible for the preparation and custody of the Society's accounts.

10. TIME AND PLACE OF INSPECTION OF BOOKS AND RECORDS:

The books and records of the Society may be inspected by the members at any time during business hours at such place as they are kept in accordance with the direction of the Directors.

DATED at the City of Vancouver, in the Province of British Columbia this 30th day of April, 1973.

FULL NAME	ADDRESS	OCCUPATION
<u>Esther Deyong</u> A.A. DEYONG	1774 W 36 AVE VAN 13 B.C.	IMPORTER
<u>L. Marder</u> L. MARDER	#208 2183 W. 44 AVE VAN. B.C.	RETIRED
<u>E.Y. Hammer</u> E.Y. HAMMER	902 W. 17. Van. B.C.	Tailor.
<u>D.M. Woldchow</u> D.M. WOLDCHOW	#1 - 6137 Tisdall St. - VANCOUVER 13, B.C.	ADMINISTRATOR
<u>W. Levine</u> W. LEVINE	309-1185. W. 14 AVE. VAN. B.C.	MARINE CHECKER.

Witness to the above signatures:

Full Name: Esther Rosa Deyong
Address: 1774 W. 36 ave
Occupation: house wife Van 13. B.C

APRIL

30

1973

SHALON BRANCH #178 BUILDING SOCIETY

CONSTITUTION & BY-LAWS

LOOMER & JEFFERY
REALTORS & SOLICITORS
1810 - 777 Hornby Street
Vancouver 1, B.C.
TEL/TXK

Price, 5 Cents

FILED AND REGISTERED

APRIL 14, 1976

M. A. Jorre de St. Jorre
REGISTRAR OF COMPANIES

SOCIETIES ACT
(Section 2)

I hereby certify that a duplicate original
of this document has been filed with the
pursuant to the Societies Act.

Dated this 14 day of APRIL 1976

DEPUTY Registrar of Companies

EXTRAORDINARY RESOLUTION(S)

At a general meeting of the members of the SHALOM BRANCH #178 BUILDING SOCIETY

duly convened and held at 1055 West 41st Avenue on the 17th
Vancouver, B.C.

day of March, 1976, the following extraordinary resolution(s) was (were)

duly passed:—

~~RESOLVED as an extraordinary resolution, that the objects
of the Society be changed by deleting therefrom clause 2 and
substituting therefor the following clause to be numbered 2:~~

~~'The object of the Society is to own, operate and
manage, (without profit to its members) one or more
low rental housing projects for elderly citizens of
low income, and to do all things necessary and
incidental to the attainment of that object.'~~

2. RESOLVED as an extraordinary resolution that the By-laws of
the Society be altered by deleting the first paragraph of clause
3 and substituting therefor the following:

'Annual general meetings of the Society shall be
held in the month of March in each year upon not less
than fourteen (14) days notice in writing given by
the Directors of the Society; provided that any ten
(10) members of the Society may by similar notice summon
the annual general meeting in default of notice being
given by the Directors. Special general meetings may
be held at any time upon the same notice and shall be called
in the same manner as for general meetings.'

3. RESOLVED as an extraordinary resolution, that the By-laws
of the Society be altered by deleting the third paragraph of
clause 3 and substituting therefor the following:

'Ten (10) members personally present shall constitute
a quorum at any such meetings and there shall be no
proxies; provided that if a quorum is not present at
any meeting of the Society after one-half hour has elapsed
from the time appointed for the meeting, the meeting shall
stand adjourned to meet again without notice at the same
hour and place seven (7) days following and those present

/over

[Statement may be continued overleaf and initialed by signatory.]

Certified a true copy this 14 day of April, 1976.

(Signature)

John J. Jorre

(Relationship to Society)

President

[NOTE.—Send in duplicate with \$1 to the Registrar of Companies, Victoria. Certain extraordinary
resolutions do not take effect until filed and registered.]

3. Continued

at the later time shall constitute a quorum; provided, however, that in no case may any meeting be held unless there are five (5) members present in person.

[Handwritten signature]

FILED AND REGISTERED

MAY 14 1976

M. A. Jorre de St. Jorre
REGISTRAR OF COMPANIESSOCIETIES ACT
(Section 2)I hereby certify that a duplicate original
of this document has been filed with me
pursuant to the Societies Act.Dated this 14th day of May 1976

DEPUTY Registrar of Companies

EXTRAORDINARY RESOLUTION

At a general meeting of the members of the SHALOM BRANCH #178 BUILDING SOCIETYduly convened and held at 1055 West 41st Avenue on the 17th
Vancouver, B.C.day of March, 1976, the following extraordinary resolution(s) was (were)

duly passed:—

RESOLVED, as an extraordinary resolution, that the
objects of the Society be changed by deleting therefrom
clause 2 and substituting therefor the following clause
to be numbered 2:

'The object of the Society is to own, operate
and manage, (without profit to its members)
one or more low rental housing projects for
elderly citizens of low income, and to do all
things necessary and incidental to the attainment
of that object.'

[Statement may be continued overleaf and initialed by signatory.]

Certified a true copy this 11th day of May, 1976.

RECEIVED

MAY 14 1976

REGISTRAR OF COMPANIES

(Signature)

(Relationship to Society)

President

[NOTE.—Send in duplicate with \$1 to the Registrar of Companies, Victoria. Certain extraordinary
resolutions do not take effect until filed and registered.]