



**NOTICE OF SPECIAL RESOLUTIONS**  
**OF**  
**CANADIAN MENTAL HEALTH ASSOCIATION**  
**NORTH AND WEST VANCOUVER BRANCH**  
(the “Society”)

**SPECIAL RESOLUTION #1 – AMENDMENT OF THE CONSTITUTION TO ALIGN WITH BC HOUSING REQUIREMENTS**

BE IT RESOLVED as special resolution that the Constitution of the Society be amended by inserting the following purpose as item ‘j’ under Section 2:

“To provide support services and rent supplements as needed for homeless people or people at risk of being homeless.”

**SPECIAL RESOLUTION #2 – AMENDEMENT OF BYLAWS TO ALIGN WITH BC HOUSING REQUIREMENTS**

BE IT RESOLVED as a special resolution that the Bylaws of the Association be amended as follows:

1. To remove the current Bylaw 7.17 and insert the following in place thereof:

**7.17 Remuneration**

Directors may not be remunerated in any capacity, but Directors will be entitled to receive reimbursement for reasonable expenses necessarily incurred by the Director in performing his or her duties as a Director. The Society will not alter or delete this bylaw without first obtaining written consent from the British Columbia Housing Management Commission.

2. To remove the current Bylaw 17.6 and insert the following in place thereof:

**17.6 Amendments to former constitutional provisions**

The Society is a designated pre-existing society under the Societies Act; in accordance with S. 245 of the Societies Act and Societies Regulation 18, it must obtain written consent of the designated minister prior to making any amendments to a provision identified in these bylaws as having previously been an unalterable provision.



3. To amend bylaw 18.2 to replace the word 'any' with the word 'may'. The amended bylaw will read as follows:

**18.2 Distribution of Assets upon Dissolution**

In the event of the dissolution of the Society, assets remaining after payment of all debts and liabilities shall remain within the North and West Vancouver area with the distribution of such assets being determined by the members of the Society at the time of its dissolution and such concerned local residents as may be agreed upon by the members of the Society at the time of its dissolution. Should such consultation be unable to find resolution, final disposition shall rest with the B.C. Division. To further clarify, any remaining assets of the Society shall be distributed to a non-profit organization(s) in Canada. This provision was previously unalterable.

4. To adopt Bylaw 17.7 Protection of Purposes as follows:

**17.7 Protection of Purposes**

The Society will not alter or delete its purposes to provide housing for low or low- and moderate-income adults and support services for homeless/at risk of homeless individuals and the Society will not alter or delete this bylaw without first obtaining written consent from the British Columbia Housing Management Commission.

5. To adopt Bylaw 17.8 Disposition of Assets as follows:

**17.7 Disposition of Assets**

In furtherance of bylaw 18.2, the Canadian non-profit organization(s) referred to in bylaw 18.2 means a qualified donee as described in subsection 149.1 of the Income Tax Act of Canada, and which promotes aims or purposes similar to those of this Society. The Society will not alter or delete this bylaw without first obtaining written consent from the British Columbia Housing Management Commission.



**SPECIAL RESOLUTION #3 – AMENDMENT OF BYLAWS TO EXTEND THE MAXIMUM TERM OF A DIRECTOR**

BE IT RESOLVED as a special resolution that the Bylaws of the Association be amended as follows:

1. To remove the current Bylaw 7.10 and insert the following in place thereof:

**7.10 Maximum Terms of Directors**

Except for the Director who is currently holding the office of immediate past Chair, no Director may hold office for more than 3 consecutive terms of three (3) years each and in any event, no Director may hold office for more than nine (9) consecutive years (either period being referred to as the “Maximum Term”). If an individual holds office as a Director for the Maximum Term, he or she may be considered as a nominee for a Directorship only after one year has passed since the expiry of the Maximum Term.