

The ***Canada Not-for-profit Corporations Act*** (NFP Act) is now in force. Federal not-for-profit corporations are required to transition to the NFP Act. Until they have made the transition, the provisions of the “old legislation”, the *Canada Corporations Act, Part II* (CCA, Part II) will continue to apply to them. Ultimately, the old legislation will be repealed.

All corporations incorporated under the old legislation must transition to the *Canada Not-for-profit Corporations Act* by October 17, 2014.

Full details of proposed new Articles and By-laws are given on this webpage in the members’ only section of SGGEE website.

https://www.sggEE.org/members/society_information.html

TAKE NOTICE that a Special Resolution will be presented at the Annual General Meeting to Transition to the new Canada Not-for-profit Corporations Act.

WHEREAS the Corporation was incorporated under Part II of the *Canada Corporations Act* by Letters Patent dated the 18th day of November, 1998; and

WHEREAS those Letters Patent were amended by Supplementary Letters Patent dated the 18th day of August, 2006; and

WHEREAS it is considered to be in the best interests of the Corporation that it be continued under the *Canada Not-for-profit Corporations Act* (NFP Act) pursuant to section 297 of the NFP Act;

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The directors of the Corporation are authorized and directed to make an application under section 297 of the NFP Act to the Director appointed under the NFP Act for a Certificate of Continuance of the Corporation;
2. The Articles of Continuance (transition) of the Corporation, which have been submitted to this meeting and are annexed to these minutes as Schedule A, are approved;
3. The general operating by-law of the Corporation (as amended) is repealed effective on the date that the corporation continues under the NFP Act and the new general operating by-law No.1 which has been submitted to this meeting and is annexed to these minutes as Schedule B is approved and will be effective on the same date.
4. Any one of the officers and directors of the Corporation is authorized to take all such actions and execute and deliver all such documentation, including the annexed Articles of Continuance (transition), the notice of registered office and of directors in the forms fixed by the Director, which are necessary or desirable for the implementation of this resolution.