

FORM 3
SOCIETY ACT
CONSTITUTION

Article I: Name

The name of the society is the CARPE DIEM SOCIETY OF BC (hereafter also referred to as "the society").

Article II: Purposes

The purposes of the Society are:

- a) To promote the education, development and understanding of the principles of humanism by all available means;
- b) To promote a comprehensive humanist life philosophy that encompasses optimistic ethics, lifestyle and world view as a positive alternative to religion, supernaturalism or faith-based modes of thought;
- c) To promote and encourage humanist individuals in the taking of personal responsibility for contributing towards the betterment of life for themselves and those around them through whatever means are at their disposal;
- d) To cultivate the self-actualization and self-fulfillment of members, incorporating a balanced approach towards the social, intellectual and physical spheres of a pro-active lifestyle grounded in benevolence and altruism;
- e) To foster the growth and continued development of a charitable community of volunteers and staff that brings together individuals who share fundamental humanist values and who represent a role-model for success within the humanist community and society at large;
- f) To support and act as an umbrella organization for the establishment, growth and development of chartered humanist clubs on campuses and in civic centers throughout the province of British Columbia, augmented by the provision of organizational support and institutional memory through the pooling and distribution of knowledge and resources;
- g) To sponsor and coordinate, in conjunction with affiliated or likeminded organizations, an eclectic range of activities, events and programming consistent with our humanist mandate and that reflect the diversity of interests within the membership;

- h) To promote and encourage the ongoing education of members and the general public through a free exchange of ideas that challenges authority while upholding the central humanist values of open debate, innovative thinking, free thought, free expression and skeptical inquiry;
- i) To challenge the privileged status of faith as exempt from criticism and as acceptable justification for political or academic discourse in matters of public concern. Faith is a deeply misguided mode of thinking that celebrates ignorance and powerlessness as a virtue while promoting blind obedience to authority, and it is a central purpose of the society to vigorously challenge all such systems of thinking within the public forum as part of the academic dialectic intrinsic to a free and open democratic society;
- j) The Society may solicit and obtain gifts, donations, endowments, bequests and other grants of property, either real or personal, in order to better carry out the charitable purposes of the Society;

Article III: Mission Statement

The Carpe Diem Society of BC relentlessly strives towards human excellence on the personal, community and global scale through the strident application of reason, progressive ethics, a pro-active lifestyle and an optimistic world view steeped in personal responsibility for positively shaping the future. This provision is alterable.

Article IV: Dissolution

Upon the dissolution of the society all assets remaining after the satisfaction of its debts and liabilities shall be transferred to another non-profit organization with similar purposes to those set out above as may be decided by the society membership during a general meeting held for that purpose at the time of dissolution. This provision is alterable.

Article V: Declaration of Founding Principles

The Carpe Diem Society of BC declares the following to be the founding principles of humanism for the purposes of the Society, without limiting the right of individual members to hold and express diverging views or opinions. The following attached principles shall guide all official decisions, actions and policy of The Society:

THE FOUNDING PRINCIPLES OF CARPE DIEM

1. SOURCES OF KNOWLEDGE / EPISTEMOLOGY:

Critical thought and science are fallible and error prone, but are the best sources of knowledge available and are the only methods with a proven track record of differentiating between true and false claims or amassing reliable knowledge. Only empirical, independently verifiable and potentially falsifiable claims are legitimate candidates for knowledge and constitute the basis of our philosophy and lifestyle. Mysticism, divine revelation, faith, authority, ideology, superstition, pseudo-science and dogma are rejected as invalid sources of knowledge because they are incapable of objectively differentiating true and false claims.

2. ONTOLOGY / METAPHYSICS:

Based upon our empirical observations of the world we adopt a monistic materialism derived from philosophic naturalism. This means we hold that the universe is composed of nothing more than matter and energy as revealed by scientific observation – the supernatural realm is an archaic myth left over from our primitive past. Claims to the contrary require strong empirical evidence of the same veracity as the evidence in support of gravity, electricity, or evolution. If such evidence were forthcoming we would be happy to entertain such claims as potentially valid. However the striking failure of evidence renders such claims tantamount to belief in Santa Claus.

3. HUMANS AS PART OF NATURE:

As a logical consequence of our epistemological and metaphysical positions it follows that human beings have evolved as a part of nature and are living organisms that are dependent upon the health and well being of the earth and our environment; the mind is an emergent property of the brain that evolved through strictly physical process, and ceases to exist upon our death. No part of our consciousness survives the death of the body.

4. HUMAN SELF-RESPONSIBILITY:

The world is what we make of it, and humans are, within certain physical and biological limits, capable of shaping our own destiny – we must take responsibility for our own continued survival and well-being. Our decisions will determine not only our own destiny but the fate of our planet, and *such decisions are only as good as the knowledge that they are based upon*. For this reason it is vital to the well-being of all humanity that we cultivate as clear and accurate an understanding of the world as possible.

As Jean Paul Sartre highlighted, this is an inescapable duty – failing to make a choice is still a choice, and we are still responsible for the outcomes of our choices. This responsibility is a burden, but it also represents the unlimited potential of the human condition.

Cultural values and societal practices such as religion, tradition, and ideology are based upon an aggregate of individual choices, can be changed by a similar aggregate of individual choices, and as such are not dictated by anything outside of our collective control. Life does not have some externally imposed meaning or purpose dictated by God, Nature or the Universe, and all theories of universal determinism, fatalism, teleology or predestination that disempower humanity from taking responsibility for our own fate must be repudiated in the strongest terms.

Mysticism, superstition and religion serves to lull us into a false sense of deluded security by abdicating the responsibility that humans have for ensuring our own wellbeing, placing instead the responsibility for our fate into the hands of a fictitious supernatural being or force. As an intellectually mature species we are responsible for our own actions; we must be vigilant against self-destruction while proactively promoting the betterment of life. Only our own intelligence and an ever-increasing understanding of the world that we inhabit can safeguard our continued prosperity and survival, and only an accurate understanding of the world that we live in will provide us with reliable information upon which to make appropriate decisions towards that end.

5. ETHICS:

Ethics and morality must be based upon reason and observed consequence, rather than superstition or the say-so of religious leaders claiming to speak for a God whose very existence cannot be substantiated. The individual attains the good life by harmoniously combining personal responsibility and continuous self-development with activities that contribute to the welfare of the community.

6. PERSONAL DEVELOPMENT:

We must each find our own answers to life's questions through a process of skeptical analysis and exploration of the human experience. We have a responsibility to constantly strive for deeper and more significant levels of understanding of our existence so as to ensure the knowledge upon which we base the decisions that determine our destiny will achieve the best possible outcomes. Existential angst and nihilism are challenges that must be overcome by each individual through a process of eclectic personal growth and exploration, not by blind faith in dogma or unverifiable claims. Human change and improvement is possible on the individual, communal, societal and global levels.

7. A RELEVANT PHILOSOPHY:

A good philosophy of life should inform and guide all aspects of our lifestyle. An active and eclectic lifestyle full of a diverse range of personal experience has intrinsic value and is a vital tool in each of our own personal quests for enlightenment and self-fulfillment; participation in a community of individuals with such a purpose allows each of us to grow richer from one another while sharing valuable insights and experiences.

8. HUMAN RIGHTS AND CIVIL LIBERTIES:

Democracy and civil liberties are not perfect, but are the only methods of societal organization with a proven track record of improving the welfare and well-being of humanity. Tolerance is a grounding value that forms the underpinning of all social interaction. We support the development and refinement of fundamental human rights such as freedom of speech and expression, the separation of church and state, freedom of religion including the freedom *from* religion, freedom of association, and equality of opportunity and justice regardless of colour, ethnic origin, language, gender, sexual orientation, disability or other demographic feature

9. ALL THINGS ARE INTERCONNECTED:

Ecology and many other sciences have provided a groundswell of evidence to show that all things in nature are co-dependent. Such principles apply to human culture as strongly as they apply to the broader ecosystem. Altruism and self-sacrifice for the betterment of others improves the welfare of all and must be encouraged. Human beings are dependent upon the health and well being of the earth and our environment, and our personal wellbeing is strongly dependent upon the wellbeing of those around us. Human decisions impact everyone and everything around us, and we must take responsibility for our decisions by insuring that the choices we make are informed by and grounded in the most reliable knowledge of the world that we are capable of possessing.

10. CRITICAL THINKING AND SKEPTICISM:

We advocate critical thought and the development of new ideas, but remain skeptical of untested claims to truth. We promote the unending questioning of basic assumptions and convictions, including our own. Humanism is not a new dogma, but is a developing philosophy ever open to experimental testing of consequences, newly discovered facts, and more rigorous reasoning.

Article V, including the Founding Principles, shall be amendable as per the standard amending procedures for the Constitution of the Society.

BYLAWS

Bylaws of The Carpe Diem Society of BC

Part 1 — Interpretation

1. (1) In these bylaws, unless the context otherwise requires:

"directors" means the directors of the society for the time being;

"Society Act" means the *Society Act* of British Columbia from time to time in force and all amendments to it;

"registered address" of a member means the member's address as recorded in the register of members;

"resolution" unless otherwise specified means ordinary resolution;

"ordinary resolution" means

(a) a resolution passed by a simple majority of the votes cast in person or, if proxies are allowed, by proxy,

(b) a resolution that has been consented to in writing by 75% of the members who would have been entitled to vote on it in person or by proxy, and a resolution so consented to is deemed to be an ordinary resolution passed by the applicable body in question, or

(c) if a society has adopted a system of indirect or delegate voting or voting by mail, a resolution passed by a simple majority of votes cast in respect of the resolution;

"special resolution" means

(a) a resolution passed by a majority of not less than 75% of the votes of those who, being entitled to do so, vote in person or, if proxies are allowed, by proxy

(i) 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

(ii) if every person entitled to attend and vote at the meeting agrees, at a meeting of which less than 14 days' notice has been given,

(b) a resolution consented to in writing by every person who would have been entitled to vote on it in person or, if proxies are allowed, by proxy, and

a resolution so consented to is deemed to be a special resolution passed by the relevant body in question,

(c) if a society has adopted a system of indirect or delegate voting or voting by mail, a resolution passed by at least 75% of the votes cast in respect of the resolution.

(2) The definitions in the *Society Act* on the date these bylaws become effective apply to these bylaws, provided that in the case of any conflict the definitions within these bylaws supersede those in the *Society Act*.

2. Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

Part 2 — Membership

3. The members of the society are the applicants for incorporation of the society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.

4. A person may apply to the directors for membership in the society and on acceptance by the directors according to the provisions contained within these bylaws is a member.

5. Every member must uphold the constitution and comply with these bylaws. Failure to uphold the constitution or comply with the bylaws may be deemed grounds for expulsion.

6. The amount of the first annual membership dues must be determined by the directors and after that the annual membership dues must be determined at the annual general meeting of the society or incorporated into these bylaws by ordinary resolution of the general membership.

7. A person ceases to be a member of the society

(a) by delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society,

(b) on his or her death or, in the case of a corporation, on dissolution,

(c) on being expelled, or

(d) on having been a member not in good standing for 12 consecutive months.

(e) in the case of a corporate member or charter club, upon dissolution,

inactivation or termination of the charter agreement.

8. (1) A member may be expelled by a special resolution of the directors passed at a board of directors meeting, given a minimum of 14 calendar days notice of the resolution delivered to the subject of the proposed resolution for expulsion.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the board of directors meeting immediately before the special resolution is put to a vote. No further discussion may occur once the individual has been permitted to speak.

(4) If the individual in question is a director or other voting member of the board of directors they shall be entitled to full rights afforded their position, including voting rights.

9. All members are in good standing except a member who has failed to pay any current applicable membership fees, or any other subscription or debt due and owing by the member to the society, and the member is not in good standing so long as the debt remains unpaid.

10. Membership shall consist of one of the following five (5) categories: Founding, Associate, Annual, Life and Corporate members.

(1) Founding members shall be those members who were original applicants for incorporation of the society and shall have the rights and privileges of life members with the exception that they shall be required to pay membership fees and be subject to cessation of membership as though they were an annual member.

(2) Associate members are non-voting participants of various Carpe Diem events or programs. Associate Members pay fees to participate in specified Carpe Diem activities or programs, but are not entitled to participation beyond that specified for the particular event or activity in question.

(3) Annual members pay annual membership dues in accordance with these bylaws. Annual members may attend any Carpe Diem event or activity hosted by the Society or a charter club and that is open to all members of the Society.

(a) Annual members may be members of an affiliated club, or may be an 'at-large' member without affiliation to a particular club.

(b) Prospective new annual members must apply for membership to the

Society board directly and their membership must be approved by majority vote of the Society board of directors.

(c) Annual members may not vote or hold office on the Society board of directors, nor may they vote at general meetings or other official Society functions.

(4) Life members constitute the governing body of the membership. As a body they are the guardians of the constitution and bylaws. Only life members, or founding members exercising the rights of a life member, may hold positions on the board of directors. Life members are exempt from annual membership fees.

(a) A current life or founding member must sponsor an applicant for life membership. The sponsor acts as a reference for the applicant and must vouch for the character and suitability of the individual as a life member of the Society.

(b) The applicant must apply for life membership status and fulfill membership requirements as determined by the board of directors and set out in policy.

(c) At the next scheduled general meeting following the fulfillment of the specified requirements of the board all life members present vote by secret ballot on whether to grant life membership to the applicant.

(d) A single vote against the applicant defeats the application.

(e) A unanimous vote in favour grants the applicant temporary status as "nominee" life member.

(f) A failed applicant may renew their application after a period of not less than one month. Only a total of 3 applications are permitted. After 3 defeated applications the individual must wait not less than 5 years before applying again.

(g) The nominee life member must raise \$300 or devote 30 hours of volunteer time to be donated to a suitable charity of the applicant's choice in the name of the Society, as approved by majority vote of the board. Once this is complete the nominee shall be certified as a new life member by a simple resolution of the board or directors. The board of directors must certify the member provided the requisite fundraising or charity service has been completed in accordance to the manner pre-approved by the board.

(5) Corporate members are chartered clubs or other groups who are governed by a charter agreement that has been duly approved by the Society board

resolution and remains in force. Corporate members are entitled to

(a) one (1) *ex officio* voting member of the Society board of directors, to be designated by the club, who is entitled to speak and vote and in all other respects exercise the rights of a board member, provided that the designated representative is a founding or life member of the Society who is in good standing. A charter club may not designate a board representative that is not a current founding or life member in good standing.

(b) direct organizational support from the Society in accordance with the Constitution and Bylaws.

11. Life and founding members shall have the right

- a) to vote and fully participate at general meetings;
- b) to be nominated and stand for election as an officer or director of the Society;
- c) to attend and observe board of directors meetings, with the exception of portions of board meetings designated 'in-camera';
- d) to view and have access to society budgets and financial statements;
- e) to receive a copy of the current society constitution and bylaws;
- f) to attend and participate in all society sponsored events with the full benefits and privileges afforded to society members;
- g) to question and hold society officers and directors accountable for the performance of their duties.

Part 3 — Meetings of Members

12. General meetings of the Society shall be conducted according to Robert's Rules of Order and must be held at the time and place, in accordance with the *Society Act*, that the directors decide.

13. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

14. An extraordinary general meeting can be called

- (a) by the President, or
- (b) by resolution of the directors, or

(c) at the request of 5 life and/or founding members who deliver a signed petition, including the wording of any special resolutions the petitioners wish to have included in the notice of the meeting, to the registered address of the Society. Upon receiving a petition the directors must call a general meeting within 28 calendar days of the date that the petition was received. If the directors fail to do so any life or founding member may convene a general meeting as they see fit, provided they make a reasonable attempt to communicate notice to all members eligible to attend and vote.

15. (1) Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

(2) The accidental omission to give notice of a 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.

16. The first annual general meeting of the Society must be held not more than 15 months after the date of incorporation and after that an annual general meeting must be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 4 — Proceedings at General Meetings

17. Special business is

- (a) all business at an extraordinary general meeting, and
- (b) all business conducted at an annual general meeting, except the following:
 - (c) the consideration of the financial statements;
 - (d) the report of the directors;
 - (e) the report of the auditor, if any;
 - (f) the election of directors;
 - (g) the appointment of the auditor, if required;
 - (h) the consideration of applicants for life membership;
- (i) the other business that, under these bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.

18. (1) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is 3 members present or a greater number that the members may determine at a general meeting.

19. If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

20. Subject to bylaw 21, the president of the Society, the vice president or, in the absence of both, one of the other directors present, must preside as chair of a general meeting.

21. If at a general meeting

(a) there is no president, vice president or other director present within 15 minutes after the time appointed for holding the meeting, or

(b) the president and all the other directors present are unwilling to act as the chair,

the members present must choose one of their number to be the chair.

22. (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

(3) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

23. (1) The chair of a meeting may move or propose a resolution.

(2) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a member, and the proposed resolution does not pass.

24. (1) A life or founding member in good standing present at a meeting of members is entitled to one vote.

(2) Voting by proxy is not permitted.

25. A corporate or chartered club member may vote by its authorized representative, who is entitled to speak and vote, and in all other respects exercise the rights of a member, and that representative must be considered as a member for all purposes with respect to a meeting of the Society provided that the authorized representative is a founding or life member of the Society.

Part 5 — Directors and Officers

26. (1) The directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in a general meeting, but subject, nevertheless, to

(a) all laws affecting the Society,

(b) the Constitution of the society and these bylaws, and

(c) policies, not being inconsistent with these bylaws, that are made from time to time by the society in a general meeting.

(2) A policy, made by the society in a general meeting, does not invalidate a prior act of the directors that would have been valid if that rule had not been made.

27. (1) The president, vice president, secretary, treasurer and one or more other persons acting as directors at large are the directors of the society.

(2) The number of directors shall be a minimum of 5.

(3) Each Chartered club that is in good standing with the Society is entitled to receive one designated director position on the Society board of directors, as chosen by the club, in accordance with section 10(5)a. Such an individual may hold other positions on the board in addition to representing the club in question.

28. (1) The directors must retire from office at each annual general meeting when their successors are elected.

(2) Separate elections must be held for each office to be filled.

(3) An election may be by acclamation, otherwise it must be by secret ballot.

(4) If a successor is not elected, the person previously elected or appointed continues to hold office.

29. (1) The directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors, with the exception of designated charter club representatives.

(2) A director so appointed holds office only until the conclusion of the next annual general meeting of the society, but is eligible for re-election at the meeting.

30. (1) If a director resigns his or her office or otherwise ceases to hold office, the remaining directors must appoint an eligible member to take the place of the former director.

(2) An act or proceeding of the directors is not invalid merely because there are fewer than the prescribed number of directors in office.

31. The members may, by special resolution, remove a director, before the expiration of his or her term of office, and may elect a successor to complete the term of office.

32. A director or officer may be remunerated for being or acting as a director or officer as determined by resolution of the board of directors, and where possible a director or officer may be reimbursed for all expenses necessarily and reasonably incurred by the director or officer while engaged in the affairs of the society.

Part 6 — Proceedings of Directors

33. (1) The directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

(2) The directors may from time to time set the quorum necessary to conduct business, and unless so set the quorum is three (3).

(3) The president is the chair of all meetings of the directors, but if at a meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice president must act as chair, but if neither is present the directors present may choose one of their number to be the chair at that meeting.

(4) A meeting of the directors may be called by the president or by a quorum of sitting directors, provided that all directors are afforded a minimum of 24 hours notice of the time, date and location of the meeting.

34. (1) The directors may delegate any, but not all, of their powers to committees consisting of the directors as they think fit.

(2) A committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.

35. A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their number to be the chair of the meeting.

36. The members of a committee may meet and adjourn as they think proper.

37. For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be constituted, if a quorum of the directors is present.

38. A director who may be absent temporarily from British Columbia may send or deliver to the address of the society a waiver of notice, which may be by letter, telegram, telex, email or cable, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

(a) a notice of meeting of directors is not required to be sent to that director, and

(b) any and all meetings of the directors of the society, notice of which has not been given to that director, if a quorum of the directors is present, are valid and effective.

39. (1) Questions arising at a meeting of the directors and committee of directors must be decided by a majority of votes.

(2) In the case of a tie vote, the chair does not have a second or casting vote.

40. The chair of a meeting may move or propose a resolution.

41. A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

Part 7 — Duties of Officers

42. (1) The president presides at all meetings of the society and of the directors.

(2) The president is the chief executive officer of the society and must supervise the other officers, directors, staff and volunteers in the execution of their duties, or appoint the vice president or someone else to act in this capacity on his or her behalf.

(3) The president may set times and locations for general meetings or meetings of the directors.

43. The vice president must carry out the duties of the president during the president's absence, or when appointed to do so by the president.

44. The secretary must do the following:

- (a) conduct the correspondence of the society;
- (b) issue notices of meetings of the society and directors;
- (c) keep minutes of all meetings of the society and directors;
- (d) have custody of all records and documents of the society except those required to be kept by the treasurer;
- (e) have custody of the common seal of the society;
- (f) maintain the register of members.

45. The treasurer must

- (a) keep the financial records, including books of account, necessary to comply with the *Society Act*, and
- (b) render financial statements to the directors, members and others when required.

46. (1) The offices of secretary and treasurer may be held by one person who is to be known as the secretary treasurer.

(2) If a secretary treasurer holds office, the total number of directors must not

be less than 5.

47. In the absence of the secretary from a meeting, the directors must appoint another person to act as secretary at the meeting.

Part 8 — Seal

48. The directors may provide a common seal for the society and may destroy a seal and substitute a new seal in its place.

49. The common seal must be affixed only when authorized by a resolution of the directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the president and secretary or president and secretary treasurer.

Part 9 — Borrowing

50. In order to carry out the purposes of the society the directors may, on behalf of and in the name of the society, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

51. A debenture must not be issued without the authorization of a special resolution.

52. The members may, by special resolution, restrict the borrowing powers of the directors, but a restriction imposed expires at the next annual general meeting.

Part 10 — Auditor

53. This Part applies only if the society is required or has resolved to have an auditor.

54. The first auditor must be appointed by the directors who must also fill all vacancies occurring in the office of auditor.

55. At each annual general meeting the society must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.

56. An auditor may be removed by ordinary resolution.

57. An auditor must be promptly informed in writing of the auditor's appointment or removal.

58. A director or employee of the society must not be its auditor.

59. The auditor may attend general meetings.

Part 11 — Notices to Members

60. A notice may be given to a life or founding member, either personally, by email to the registered email address of the member or by mail to the member at the member's registered address.

61. A notice sent by mail is deemed to have been given on the second 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. A notice sent by email is deemed to have been given on the day it was sent, and in proving that notice has been given, it is sufficient to prove that the message was properly addressed and sent by email.

62. (1) Notice of a general meeting must be given to

(a) every life and founding member shown on the register of members on the day notice is given, and

(b) the auditor, if Part 10 applies.

(2) No other person is entitled to receive a notice of a general meeting.

Part 12 — Bylaws

63. On being admitted to annual or life membership, each member is entitled to, and the society must give the member without charge, a copy of the constitution and bylaws of the society.

64. The Constitution and bylaws may not be altered or added to except by special resolution of a General Meeting.