

FORM 2

SOCIETY ACT

Constitution

1. The name of the society is:

IslandTransformations.Org Educational Society

2. The purposes of the society are:

2.1 - to establish a not for profit educational organization to work for sustainable solutions to community concerns on or adjacent to Vancouver Island;

2.2 - to act as a catalyst for activities that help provide:

2.2.1 an enhanced quality of life that ensures a sustainable, healthy, safe environment and nurtures a diverse and flourishing cultural mosaic; and,

2.2.2 a sustainable economy that encourages prosperity for all and enhances human dignity through community and individual enterprise;

2.3 - to operate in an open, inclusive and “non-partisan” manner.

3. The Society shall be carried on without object of gain for its members or directors and any profits or other accretions to the Society shall be used in promoting its objects.

4. Upon the winding up or dissolution of the Society, the assets remaining after the payment of all costs, charges, and expenses properly incurred in the winding up, including the remuneration of any liquidator, and after payment to employees of the Society of any arrears of salaries or wages, and after payment of any other debts of the Society, shall be given and transferred for the purpose of eco-system preservation on Vancouver Island to TLC – The Land Conservancy of British Columbia or its successor.

5. Clauses 3 and 4 and this clause are unalterable.

Bylaws

The bylaws of the society are those set out in Schedule B to the Society Act, with the following variations, deletions and additions:

1. Clause 3 – Schedule B Part 2 – Membership shall contain the following additions:

1.1 Add the following subhead and text:

3.1 Classes of Membership

The following classes of membership are included:

3.1.1 An individual person;

3.1.2 Corporate members to include registered non-profit societies (such as conservancy, environmental, transportation, business, social concerns and educational organizations) and co-ops (such as credit unions, consumer co-ops and producer co-ops).

2. Clause 25 – Schedule B Part 3 – Directors, shall contain the following additions:

2.1 Add the following subheads and text:

25.3. The term of office for a director is 2 years

25.4. Directors of the Society shall serve no more than three consecutive two-year terms in a seven-year period.

3. Clause 30 – Schedule B Part 5 – Directors and Officers, has been varied to change “must” to “may” as noted to reflect the principle that The Directors shall not receive, directly or indirectly, any profits from their positions as Directors but may be paid reasonable expenses incurred by them in the performance of their duties.

3.1 Vary Clause 30 to read: “A director must not be remunerated for being or acting as a director but a director may be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the society.

4. Clause 58 to be amended as follows:

A notice may be given to a member, either personally, by mail or by electronic means to the members at the member’s registered address.