

Cops

SOCIETY ACT
CONSTITUTION

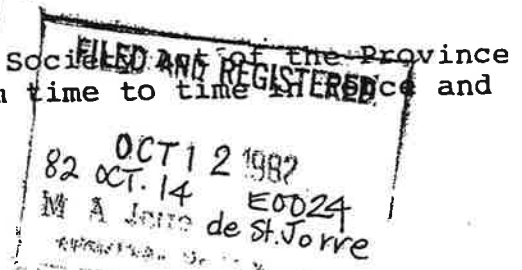
1. The name of the society is "Massage Therapists Association of B.C." ~~with its head office in Vancouver, British Columbia, Canada.~~
2. The purposes of the society are:
 - (a) To promote the science, art and philosophy of massage therapy for the betterment of public health.
 - (b) To represent its membership before governmental and regulating bodies concerned with massage therapy.
 - (c) To foster and encourage professional growth among its members.
 - (d) To encourage high standards of education for students of massage therapy.
 - (e) To increase the awareness and knowledge of the general public concerning the benefits of massage therapy.
 - (f) To liaise with and recommend potential students to recognized schools of massage therapy which meet the standards of the Association.
 - (g) ~~ADDED~~ 4 DEC
3. In the event of winding-up or dissolution of the Society, funds and assets of the Society remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations concerned with the social problems or organizations promoting the same purposes as this Society, as may be determined by the members of the Society at the time of winding up or dissolution, and if effect cannot be given or transferred to some other organizations, provided however that such organization referred to in this paragraph shall be a registered charity recognized by Revenue Canada Taxation as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect.
4. The purposes of the Society shall be carried out without purpose of gain for its members and any profits or other accretions to the Society shall be used for promoting its purposes.
5. Paragraphs 3, ~~4 and 5~~ ^{HBF} of the Constitution are unalterable in accordance with the Society Act.

BY-LAWS

Here set forth in numbered clauses, the By-laws providing for the matters referred to in Section 6 (1) of the Society Act and any other By-laws.

Part 1 - Interpretation

1. (1). In these By-laws, unless the context otherwise requires,
 - (a) "directors" means the directors of the Society for the time being;
 - (b) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;



- (c) "registered address" of a member means her address as recorded in the registrar of members;
 - (d) "Massage Therapy" shall mean the science, art and philosophy of treating through manipulation of the soft tissues of the body and shall comprise, embrace and be composed of the following acts, practices, and usages:
 - (i) techniques of massage and manipulation of the soft tissues of the body;
 - (ii) hydrotherapy-application of water in all its forms;
 - (iii) actinotherapy-application of light rays
 - (iv) thermotherapy-application of heat and cold;
 - (v) remedial exercises;
 - (vi) the use of vibrating and/or oscillating machines;
 - (vii) the use of electromodalities where those training and qualification standards, as adopted and approved by the Association are met.
- (2) The definitions in the Society Act or the date these By-laws become effective apply to these By-laws.
2. Words importing the singular include the plural and vice versa; and words importing a female person include a male 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 have become members, in accordance with these By-laws, and, in either case, have not ceased to be members.
4. (1) The membership of the Association shall consist of: Active, Associate, Student, Honorary Members, and Recognized Schools of the Association. ✓
- (2) Active members are those Registered Massage Therapists on the active list of the Association of Physiotherapists and Massage Practitioners, Part III, who have paid the required dues and joined the Association to assist it in the purposes as outlined in the constitution.
- (3) Associate members are those who, though not eligible under S. 4.2, are by virtue of their professional or personal interests committed to the purposes of the Association, and who join the Association in the manner herein prescribed. After receipt of the written recommendation of two active members, and the prescribed dues, a majority vote of the Board of Directors will result in conditional status as an Associate Member, this status to be confirmed by a majority vote of the active members present at the next Annual General Meeting. Should the confirming motion fail, there will be a full refund of dues paid.

- (4) Student members are those who are registered as students in an educational institution recognized by the Association as being engaged in preparing persons for the practice of massage therapy, and who by payment of the required dues join the Association for the purpose of promoting its purposes.
 - (5) Honorary members are those who, by meritorious service to the Association, have distinguished themselves and, after being recommended to the Executive in writing by two Active members, have been approved as Honorary members by a vote of no less than 75% of the Active members attending a General Meeting.
 - (6) Member schools are those which meet the current minimum standards and requirements as established by the Directors. These require that all owners/directors of the school be members (either Active or Associate) in good standing with the Association and that an annual fee (to be decided at the Annual General Meeting) shall be paid by the school to defray cost of inspection and other services. Should the majority of the Directors decide that a school is not meeting the minimum standards, they can rescind or refuse said schools membership, returning any unused portion of any membership fees paid by said school.
 - (7) Only Active members are entitled to:
 - (a) be nominated for, elected to, or serve on the Board of Directors;
 - (b) move or second motions for consideration of membership or nominate persons for membership on the Board;
 - (c) vote on said motions; ✓
 - (d) receive a Certificate of Active Membership and the appropriate renewal seals.
 - (8) Active members shall display in a prominent place in their establishment the Certificate of Active Membership in the Association along with the appropriate renewal seals for the current year.
5. Every member shall uphold the Constitution and comply with the By-laws and Code of Ethics established by the Directors.
- (b) added - June 1987
6. The Directors may determine membership dues, if any.
7. A person shall cease to be a member of the Society;
- (a) by delivering her written resignation to the Secretary of the Society, or to the registered office ✓ address of the Society, in person or by registered mail.
 - (b) on her death or in the case of a school or dissolution, or
 - (c) on being expelled, or
 - (d) on having been a member not in good standing beyond the period of time prescribed by the Directors.

8. (1) A member may be disciplined, that is, either reprimanded, suspended for an appropriate period of time, or expelled from the Association, for any or all of the following reasons;
- (a) upon proof that her professional conduct has been such as to jeopardize the standing and prestige of the Association or the profession of massage therapy.
 - (b) upon proof of violation and transgressions of this Constitution, its By-laws or the Code of Ethics of the Association.
 - (c) when, in the opinion of 75% of the Board members, such discipline is in the interest of the public. ✓
 - (d) when, in the case of Active members, a member ceases to be registered as a massage therapist in good standing by the Association of Physiotherapists and Massage Practitioners due to a disciplinary action by that Board. ✓
- (2) Complaints shall be made in writing, signed by the person making the complaint, and directed to the chairperson.
- (3) Upon receipt of a complaint, the President shall refer to the Complaint Committee. The Complaint Committee shall decide whether its nature requires handling in a summary manner or whether its seriousness requires further investigation, and advise the respondent of their decision.
- (4) The Complaint Committee shall consist of: the Chairperson, Co-Chairperson, Secretary, and 2 members of the Board. A quorum of the Committee is 3 and those 3 members shall hear any one complaint to its conclusion. The Board may act as the Complaint Committee when they deem it necessary.
- (5) If, in the opinion of the Complaint Committee, the matter is one which may be handled in a summary manner, the Committee may enquire of the respondent by telephone, letter or in person to determine the validity of the complaint and to ensure, if necessary, that the matter is resolved or that the complainant is advised that it does not come within the jurisdiction of the Board. If the Committee cannot agree that the matter can be so concluded, the Board shall refer the file to the Disciplinary Committee.
- (6) The Complaint Committee in dealing with the complaint summarily may require the member to satisfy the Committee that the complaint has been rectified.
- (7) In matters other than those which may be resolved summarily, the Discipline Committee may make enquiries as are necessary and shall send a copy of the letter of complaint to the respondent for reply.
- (8) The Discipline Committee shall comprise the Chairperson and the remainder of the Board not serving on the Complaint Committee. A quorum shall be three and these three shall be the same til the conclusion of the particular case.

- (9) The letter of complaint shall be sent to the respondent by return registered mail requiring a reply within ten days. If no reply is received the Complaint Committee may make such further inquiry and may grant an extension of time to file a reply. Where there is no reply, or no request for an extension, or any extension granted, disciplinary procedures for failure to reply may also be commenced.
- (10) Where a reply is received and the matter is dealt with summarily, the Discipline Committee may require proof that the issue has been resolved satisfactorily and shall inform the complainant of the resolution.
- (11) Where a reply is received from a respondent and the matter appears to be one which may not be dealt with summarily by the Discipline Committee, a copy of the respondent's letter may be sent to the complainant with a covering letter advising of the intended disposition.
- (12) If in the opinion of the Discipline Committee the complaint merits consideration but is not of sufficient seriousness to warrant a formal hearing, the Discipline Committee may require the respondent to appear privately, without citation, before the Discipline Committee for the purpose of reviewing the complaint.
- (13) Where in the opinion of the Discipline Committee, or persons so designated to investigate summarily by the Board, the complaint is sufficiently in dispute or of a sufficiently serious nature, the issuance of a citation against the respondent may be recommended to the Board.
- (14) The citation shall be drawn by the Chairperson.
- (15) A copy of these By-laws respecting the procedure to be followed at the hearing of a citation shall accompany the citation and the respondent shall be advised that the respondent's appearance before the Committee may be the sole opportunity to present evidence and call witnesses.
- (16) The Discipline Committee shall consider a written citation referred to it by the Chairperson. The Board may also on its own motion enquire into and determine any matter of complaint against a member of the Association where it is alleged, or the Board has reasonable grounds for believing, that the member has been guilty of:
 - (a) an offence against the Constitution, By-laws or Code of Ethics; or
 - (b) professional incompetence, negligence, misconduct, or conduct unbecoming a massage therapist; or
 - (c) the member is alleged to be incapable or unfit to practice massage therapy or is alleged to be suffering from an ailment either organic or mental which could constitute a danger to the public.

If the Board so acts it is subject to all the rules and procedures as set out for the Discipline Committee.

- (17) After receiving a complaint from the Complaints Committee the Discipline Committee may make a preliminary investigation and may conduct hearings concerning the conduct of a member. The Committee shall launch an investigation where a citation has been issued. For the purposes of making preliminary investigations hereunder a member or investigator authorized by the Discipline Committee may examine and copy books, records and documents of a member, relating to the investigation.
- (18) Where a citation has been issued the Discipline Committee shall hold a hearing and shall send by registered mail to the respondent at her latest address shown on the Register a notice of the hearing and a copy of the citation. Such notice shall indicate:
- (a) the details of the alleged misconduct, negligence or incompetence;
 - (b) the nature of the evidence in support thereof;
 - (c) the date, time and place of the hearing;
 - (d) an indication that the Committee may proceed to hear and decide the matter in the absence of the respondent.
- (19) The Discipline Committee shall allow at least fourteen days between the date of sending the notice and the date fixed for the hearing.
- (20) The Board may decide that the respondent be suspended from the Association upon a two-thirds vote of the Board pending the conclusion of the hearing.
- (21) Where a citation has been issued pursuant to these By-laws, and a hearing set, the respondent may appear and answer them personally or with counsel.
- (22) The Discipline Committee may, if it is satisfied that the respondent was properly served with notice of the hearing, proceed with the hearing in the absence of the respondent.

The Chairperson of the Committee shall in the absence of a quorum from time to time in the presence of the respondent or in the respondent's absence, adjourn the hearing to a time and place certain. Any application for adjournment by the respondent before the return day appointed in the citation shall be made in writing and be received by the Chairperson of the Committee not less than forty-eight hours before the time set for hearing. Upon being advised of the receipt of an application for adjournment of the Chairperson of the Committee shall determine whether the adjournment is to be granted or denied in advance of the parties.

- (23) The respondent or her counsel and the Chairperson of the Discipline Committee may agree upon facts to be presented to the Committee. The agreement shall be in writing and signed by both the Chairperson of the Committee and the respondent or her counsel. If all the facts are not agreed upon the Committee shall conduct such inquiries as it considers necessary to enable it to reach a finding or findings as to the facts.

- (24) The evidence of witnesses shall be taken under oath and as provided in the British Columbia Evidence Act.
 - (a) Any member of the Committee may administer oaths to witnesses.
 - (b) The hearing shall be recorded verbatim by a court reporter or recorder appointed for that purpose.
- (25)
 - (a) At the hearing the respondent is entitled to hear the evidence against her and to cross examine thereon and to call witnesses on her behalf and to present argument.
 - (b) The Committee shall also have the right to call evidence, and to cross examine thereon, to call witnesses and to present argument.
- (26) The Committee shall, immediately on reaching a decision, report in writing to the Board its findings and its recommendations.
- (27) Where three-quarters of the Board agrees with the findings of the Disciplinary Committee, it may at a meeting duly convened therefore, and by a resolution passed by a majority of members present:
 - (a) suspend the member and impose a fine to defray and/or cover the costs incurred over the investigation;
 - (b) suspend the member from the Association for any period of time, up to but not exceeding one year. A suspended member forfeits all rights and privileges during the time of her suspension;
 - (c) expel the member.
- (28) Costs may include, but shall not be limited to the following:
 - (a) the cost of any portion of any audit;
 - (b) witness fees at the rate of \$25.00 per day plus expenses;
 - (c) a court reporter's or recorder's fees for attendance;
 - (d) costs of transcripts;
 - (e) costs of mailing to the members;
 - (f) costs of advertising;
 - (g) costs of the hearing at the rate of at least \$50.00 per half day or part thereof.
- (29) The Board may restore to any former member of the Association her membership if this is recommended by three-quarters of the members at any general meeting of the Association.
- (30) An appellant may at her expense obtain copies of any notes or records that may have been made in any proceedings against her.

- (31) A suspended member may appeal the decision of the Board at the next extraordinary general meeting provided she writes to the chairperson this desire and the letter is received 30 calendar days prior to the extraordinary general meeting.

Part 3 - Meetings of Members

9. ~~10~~ ^{HRP} General meetings of the Society shall be held at such time and place, in accordance with the Society Act, as the Directors decide.
10. ~~11~~ ^{HRP} Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
11. ~~12~~ ^{HRP} The Directors may, whenever they think fit by a majority vote, convene an extraordinary general meeting; or it may be called by the petition of at least ~~10~~ ^{HRP} 10% of the active membership. The petition shall be sent to the chairperson by registered mail who shall call a General Meeting within ten calendar days of its receipt and give the requisite 30 calendar days notice to all members.
12. 13. (1) Notice of a general meeting shall specify the place, the day and the hour of meeting, and, in case of special business, the general nature of that business. At least 14 days written notice of a general meeting shall be sent to each member. ✓
- (2) The accidental non-receipt of notice by any of the members entitled to receive notice does not invalidate proceedings at that meeting.
13. 14. The first annual general meeting of the Society shall be held not more than 15 months after the date of incorporation and thereafter an annual general meeting shall be held at least once every calendar year and not more than 15 months after holding the last preceding annual general meeting. ✓
14. 15. Special business is: Part 4 - Proceedings at General Meetings
- (a) all business of an extraordinary general meeting except the adoption of rules of order, and
- (b) all business that is transacted at an annual general meeting, except,
- (i) the adoption of rules of order,
- (ii) the consideration of the financial statements,
- (iii) the report of the directors,
- (iv) the report of the auditor, if any,
- (v) the election of directors,
- (vi) the appointment of the auditor, if required, and
- (vii) such other business as, under these by-laws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the Directors issued with the notice convening the meeting.
15. 16. (1) No business, other than the election of a chairperson and the adjournment or termination of the meeting, shall 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 shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.

- (3) A quorum is 15% of the active registered members, but in any case never less than 3 persons. H.R.F.
- 16.17. If within 30 minutes for the time appointed for a members' meeting a quorum is not present, the meeting shall stand adjourned to a time and place to be set by the directors, 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.
- 17.18. Subject to By-law 19, the Chairperson of the Society, the Co-chairperson, or in the absence of both, one of the other Directors present shall preside as chairperson of a general meeting.
- 18.19. If at a general meeting
- (a) there is no Chairperson, Co-Chairperson or any other Director present within 15 minutes after the time appointed for holding the meeting, or
 - (b) the Chairperson and all the other Directors present are unwilling to act as Chairperson
- the members present shall choose one of their number to be Chairperson.
- 19.20. (1) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted 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 shall be given as in the case of the original meeting.
- (3) Except as provided by this By-law, it is not necessary to give notice of adjournment or of the business to be transacted at an adjourned general meeting.
- 20.21. (1) No resolution proposed at a meeting need be seconded and the Chairperson of a meeting may move or propose a resolution.
- (2) In case of an equality of votes the Chairperson shall not have a casting or second vote in addition to the vote to which she is entitled as a member and the proposed resolution shall not pass. ✓
- 21.22. (1) A member in good standing present at a meeting of members is entitled to one vote. ✓
- (2) Voting is by show of hands, unless the members otherwise decide.
- (3) Voting by proxy will be permitted where both parties involved are Active Members and where the absent member's authorization in writing is presented to the secretary at the time of registration.
- 22.23. A member school 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 shall be regarded as an Active Member for all purposes with respect to a meeting of the Society excluding the running for office unless they are bona fide active members. ✓

Part 5 - Directors and Officers

- 23.24. (1) The Directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these By-laws or statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of
- (a) all laws affecting the Society
 - (b) these By-laws, and
 - (c) rules, not being inconsistent with these By-laws, which are made from time to time by the Society in general meeting
- (2) No rule, made by the Society in general meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.
24. (1) The Chairperson, Co-Chairperson, Secretary, Treasurer and one or more other persons appointed upon incorporation or as determined by the members shall be the officers of the Society. ✓
- (2) An officer must be a Director and ceases to be an officer when she ceases to be a Director.
- (3) There shall be 7 Directors or such other number as determined by the members or appointed upon incorporation. ✓
- (4) added 4 DEC 89
25. (1) The term of the Chairperson, Co-Chairperson, Secretary and Treasurer shall be 2 years except for the first year of incorporation when the Co-Chairperson, Secretary and 2 of the remaining members will sit for 1 year.
- (2) Unless otherwise provided by the members present at the Annual General Meeting, the officers shall be elected by the Directors from among the Directors at the first meeting of the Directors following the Annual General Meeting and in the manner approved by the Directors. ✓
- (3) Election procedures at the Annual General Meeting shall be determined by the members present.
- (4) All Directors must be Active Members of the Association.
- 26.27. (1) The Directors may at any time appoint a member as a Director to fill a vacancy in the Directors.
- (2) A Director appointed under By-law 27(1) shall serve the unexpired term of the Director she is replacing.
- 27.28. (1) If a Director ceases to hold office, the remaining Directors shall appoint a replacement in accordance with these By-laws.
- (2) No act or proceeding of the Directors is invalid only by reason of there being less than the prescribed number of Directors in office.
- 28.29. The members may by special resolution/remove a Director before the expiration of her office, and may elect a successor to serve to the next Annual Meeting. ✓
- passed by 75% of the members present

- 29.30. No Director shall be remunerated for being or acting as a Director but a Director or officer may be reimbursed for all expenses necessarily and reasonably incurred by her while engaged in the affairs of the Society. Notwithstanding the office of the Secretary and Treasurer may bring with it an honorarium, the amount of which shall be approved by a majority at an Annual General Meeting.

Part 6 - Proceedings of Directors

- 30 31. (1) The Directors may meet together at such times and places as they agree upon for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
- (2) The Directors may from time to time fix the quorum necessary for the transaction of business and unless so fixed the quorum shall be a majority of the Directors then in office.
- (3) The Chairperson shall chair all meetings of the Directors, unless the Directors otherwise decide.
- (4) A Director may at any time request the Secretary to convene a meeting of the Directors.
- Amended
4 Dec 89
(31) 32. (1) The Directors may delegate any, but not all, of their powers to committees consisting of such persons as they think fit and may name the committee.
- (2) A committee so formed in the exercise of the powers so delegated shall conform to any rules that may from time to time be imposed on it by the Directors, and shall report every act or thing done in exercise of those powers to the Directors.
- (3) added 4 Dec '89
- 32 33. Subject to directions of the Directors, the committee shall determine its own procedure.
- 33 34. The members of a committee may meet and adjourn as they think proper.
- 34 35. 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, or cable, of any meeting of the Directors and may, at any time, withdraw the waiver, and until the waiver is withdrawn,
- (a) no notice of meetings of Directors shall 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, shall, if a quorum of the Directors is present, be valid and effective.
- 35 36. (1) Questions arising at any meeting of the Directors and committee of Directors shall be decided by a majority of votes.
- (2) In case of an equality of votes the Chairperson does not have a second or casting vote.
- 36 37. No resolution proposed at a meeting of Directors or committee of Directors need be seconded and the Chairperson of a meeting may move or propose a resolution.

3738. 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

3839. The Chairperson shall be the chief executive officer of the Association, and her duties shall include:

- (a) deciding all questions of order, such decisions to stand unless overruled by a vote of not less than two-thirds of the Active Members present.
- (b) enforcing the By-laws of the Association.
- (c) countersigning all cheques exceeding the amount of \$50.00, after approval by a majority of the Board present at a Board meeting.
- (d) representing the Association.
- (e) calling special meetings when warranted.
- (f) serving as chairperson of the Discipline Sub-committee.
- (g) co-ordinating the work of such committees as the Board may appoint.
- (h) serving as an ex-officio member of any and all such-committees as the Board may appoint.

3940. The duties of the Co-Chairperson shall include:

- (a) assisting the Chairperson
- (b) performing the duties of the Chairperson at such times as the Chairperson is unable to act.

4041. The duties of the Secretary shall include:

- (a) keeping exact minutes of all Executive and General Meetings and custody of same. H.R.F.
- (b) notifying the membership of the date, agenda, time and location of all General Meetings at least 30 days before such meetings.
- (c) assuming responsibility of all correspondence of the Association.
- (d) maintaining an accurate and up-to-date record of members, their status, addresses and telephone numbers.
- (e) recording the attendance of the Board and report same to all General Meetings.
- (f) receiving notices of proposed amendments to the Constitution, and forwarding same to the Executive.
- (g) sending to new members a Certificate of Active Membership (where required) and a copy of the Constitution.
- (h) maintaining an up-to-date record of all amendments to the Constitution.
- (i) ensuring that each new member signs a document stating that she has read, understood and agrees to abide by the Constitution of the Association, and maintaining such in a file.
- (j) issuing membership cards and renewal seals (where required) upon being informed by the Treasurer that a member has paid dues for the upcoming year.

(k) serving as a member of the Complaints Sub-Committee.

41. The duties of the Treasurer shall include:

- (a) obtaining a fidelity bond; the amount of same shall be determined by the Board and the cost of same shall be borne by the Association.
- (b) sending, with the co-operation of the Secretary, notices to members of upcoming dues; such notices shall be sent on or before August 31st, prior to the beginning of the next membership year.
- (c) receiving said dues, issuing receipts and informing the Secretary that membership cards are to be sent.
- (d) assuming custody of all moneys, funds and securities belonging to the Association.
- (e) maintaining a bank account in a chartered bank, credit union or trust company of Canada in which all such funds, moneys and securities shall be kept.
- (f) keeping an accurate and up-to-date record of all moneys received and disbursed, including the reasons for disbursement.
- (g) issuing all cheques of the Association, obtaining the approval of a majority of the Board and the counter-signature of the Chairperson for all cheques exceeding the amount of \$50.00.
- (h) having available for inspection at all times, for the Board or for any person authorized in writing by the Board, all books, records and papers pertaining to the finances of the Association.

42. (a) The offices of/and treasurer may be held by one person who shall be known as the secretary-treasurer.
- (b) Other officers, if any, shall perform such duties as the members decide.
- (c) The Directors or members may add additional duties to any Director or officer or transfer duties among Directors or officers.

43. (a) In the absence of the secretary from a meeting, the Directors shall appoint another person to act as secretary at the meeting.

Part 8 - Seal

44. (a) The Directors may provide a common seal for the Society and they shall have the power from time to time to destroy it and substitute a new seal in place of the seal destroyed.

45. (a) The common seal shall be affixed only when authorized by a resolution of the Directors and then only in the presence of the persons prescribed in the resolution or if no persons are prescribed, in the presence of the chairperson and secretary or chairperson and secretary-treasurer.

Part 9 - Borrowing

46. (a) 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 such manner as they decide and in particular but without limiting the generality of the foregoing, by the issue of debentures.

47. (a) No debenture shall be issued without the sanction of a special resolution. ✓

48. 49. The members may by special resolution restrict the borrowing powers of the Directors but a restriction so imposed expires at the next annual general meeting.
49. 50. This part applies only where the society is required or has resolved to have an auditor.
- Part 10. Auditor
- 50 51. The first auditor shall be appointed by the Directors who shall also fill all vacancies occurring in the office of auditor.
- 51 52. At each annual general meeting the Society shall appoint an auditor to hold office until she is re-elected or her successor is elected at the next annual general meeting.
- 52 53. An auditor may be removed by ordinary resolution.
- 53 54. An auditor shall be informed forthwith in writing of appointment or removal.
- 54 55. No Director and no employee of the Society shall be auditor.
- 55 56. The auditor may attend general meetings.
- Part 11 - Notice to Members
- 56 57. A notice may be given to a member, either personally or by mail to her at her registered address.
- 57 58. A notice sent by mail shall have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canadian post office receptacle.
- 58 59. (1) Notice of a general meeting shall be given to
(a) every 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 general meeting.

Part 12 - Bylaws

- 59 60. After being admitted a member is entitled to a copy of the constitution and Bylaws upon paying the sum of \$1.00 or such amount as may be set by the Directors.
- 60 61. These by-laws shall not be altered or added to except by special resolution.

DATED: Aug. 3, 1982

Re: Massage Therapists Association of B.C.

Applicants for Incorporation

① Marc White
(signature)

MARC IRA WHITE
Name

1937 WEST 2ND AVE.
Address

VAN. B.C. V6J-1J2

② Dale Roscovich
(signature)

DALE BRIAN ROSCOVICH
Name

158 E 11th Ave.
Address

Vancouver, B.C.

③ J. G. Jenier
(signature)

JAN. G. JENIER
Name

2112A W. 8th Ave.
Address

VAN C. BC.

④ H. R. Fraser
(signature)

HARRY ROSS FRASER
Name

4175 Wallace St
Address

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⑤ Lindsey Cook
(signature)

LINDSEY COOK
Name

2066 WEST 10th AVE
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Witnesses

Robert Ludlow
(signature)

ROBERT LUDLOW

2911 W. 5th AVE.

VANCOUVER, B.C.

(signature)

(signature)

(signature)

(signature)