



Canada Not-for-profit Corporations Act (NFP Act)
Form 4031
Articles of Continuance (transition)

To be used only for a continuance from the *Canada Corporations Act*, Part II.

1 - Current name of the corporation

Canadian Baton Twirling Federation
Federation Canadienne de Baton Sportif

2 - If a change of name is requested, indicate proposed corporate name

3 - Corporation number

1 | 5 | 8 | 7 | 3 | 7 | - | 4

4 - The province or territory in Canada where the registered office is situated

Ontario

5 - Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)

Minimum number

3

Maximum number

25

6 - Statement of the purpose of the corporation

The Canadian Baton Twirling Federation is a non-profit society organized to foster the development of amateur twirlers, coaches, managers, trainers, judges, and officials who desire to join in membership to the advancement of amateur twirling in Canada, and to provide these members with the opportunity to participate and contribute to the improvement of baton twirling.

7 - Restrictions on the activities that the corporation may carry on, if any

None



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8 - The classes, or regional or other groups, of members that the corporation is authorized to establish

The corporation is authorized to establish Class A members and Class B members as follows:

(1) The Class A members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each Class A member shall have one vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.

(2) Except as otherwise provided by the Canada Not-for-profit Corporations Act, S.C. 2009, c. 23, the Class B members shall not be entitled to receive notice of, attend or vote at meetings of the members of the Corporation.

9 - Statement regarding the distribution of property remaining on liquidation

Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to one or more qualified donees within the meaning of subsection 248(1) of the Income Tax Act.

10 - Additional provisions, if any

See Schedule 1

11 - Declaration

I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature: _____

Print name: Joanne Moser

Phone Number: 306-359-0202

Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).

Schedule 1

Additional Provisions

A. Non-profit

The corporation shall be carried on without the purpose of gain for its members, and any profits or other accretions to the corporation shall be used in furtherance of its purposes.

B. Remuneration of Directors

Directors shall serve without remuneration, and no director shall directly or indirectly receive any profit from his or her position as such, provided that a director may be reimbursed for reasonable expenses incurred in performing his or her duties. A director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.

C. Borrowing Powers

If authorized by a by-law which is duly adopted by the directors and confirmed by ordinary resolution of the members, the directors of the corporation may from time to time:

- i. borrow money on the credit of the corporation;
- ii. issue, reissue, sell, pledge or hypothecate debt obligations of the corporation; and
- iii. mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any debt obligation of the corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the corporation.

D. Additional Directors

The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual general meeting of members, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual general meeting of members.

E. Class or Group Voting by Members on Amendments to Articles

The non-voting members shall not be entitled to vote separately as a class or group on an amendment, or proposal to make an amendment, to:

- a. effect an exchange, reclassification or cancellation of all or part of the memberships of such class; or
- b. create a new class or group of members having rights equal or superior to those of the non-voting members.