

17572

(copy)



FORM 10  
(Sections 66 and 67)

Certificate of  
Incorporation No. ....

SOCIETY ACT

COPY OF RESOLUTION

The following is a copy of  
\*\*\* a special resolution\* passed  
an ordinary resolution  
a directors' resolution  
in accordance with the by-laws of the Society on the 24th. day of August, 1985.

"RESOLVED

Part II

5 b) Every member shall be equal before and under the by-laws of the Association and have the right to equal protection and equal benefits of the by-laws without discrimination and in particular, without discrimination based on race, national or ethnic origin, colour, religion, sex, sexual orientation, age or mental or physical disability.

Dated the 1st. day of June, 1987.

The Massage Therapists' Association of British Columbia  
(Name of Society)

by   
(Signature)

Corresponding Secretary  
(Relationship to Society)

\* Strike out words which do not apply.

[NOTE—(a) No special resolution has effect until accepted by the Registrar of Companies.  
(b) Send in duplicate to the Registrar of Companies, Victoria, together with \$10 Certification Fee.]

W-488

JUN 16 1987  
M. A. Jorre de St. Jorre  
REGISTRAR OF COMPANIES

RECEIVED  
JUN 15 1987  
REGISTRAR OF COMPANIES

Handwritten notes and signatures at the bottom right, including '12/6' and 'M. Jorre'.

B. BYLAWS

PART I - INTERPRETATION

1. "Association" means the Massage Therapists' Association of British Columbia.
2. "Director" means a person elected to serve on the board of directors.
3. "Board of directors" (also referred to as "the board") means those persons elected to serve the association as defined in part 3 of these bylaws.

PART II - MEMBERSHIP

1. Type of membership

The membership of the association shall consist of active, student, honorary and associate.

(a) Active member

Any practicing or non-practicing registered massage therapist in British Columbia may become an active member entitled to all the privileges of membership who:

- (1) is currently registered and is in good standing with the College of Massage Therapists of British Columbia;
- (2) has paid the prescribed fee in accordance with the current fee schedule.

(b) Student member

A student member is a person who:

- (1) is registered as a student in a College of Massage Therapists of British Columbia accredited institution preparing persons toward licensure as a massage therapist;
- (2) has paid the prescribed fee to join the association.

(c) Honorary member

An honorary member is a person who through his/her interest and special skills has supported the association by meritorious service. The names of proposed honorary members shall be submitted by the board of directors at a general meeting. Approval of the nominations requires 75% of the active members attending the meeting.

(d) Associate member

An associate member is:

- (1) any individual other than those registered as active with the College of Massage Therapists of B.C.;
- (2) has paid the prescribed fee to join the association.

2. Responsibility of members

It shall be the responsibility of each member to:

- (a) support and promote the purposes of the association;
- (b) pay membership dues in accordance with the current fee schedule.

3. Rights and privileges of members

(a) All members are entitled to:

- (1) attend all general meetings of the association;
- (2) receive copies of all notices and publications of the association;
- (3) request a copy of the constitution;
- (4) be selected by the board of directors to serve on the various committees performing association business.

(b) In addition to all the above rights and privileges only active members are entitled to:

- (1) be nominated for and serve on the board of directors;
- (2) move or second motions for consideration of the membership or nominate persons to serve as a board member;
- (3) vote on any and all matters under consideration.

(c) Any applicant for membership in the association may be refused if his or her personal or professional conduct has been such as to tarnish the reputation of the association.

4. Membership dues and term

(a) Dues

- (1) The dues of an active, student and associate member shall be determined by majority vote of the active members at a general meeting.
- (2) Honorary members shall be exempt from payment of dues.
- (3) A member who resigns, is suspended or is expelled from the association is not entitled to a refund of any part of dues paid.

- (j) serving as an ex-officio member of any and all sub-committees the board may appoint.

5. The duties of the vice-president shall include:

- (a) assisting the president;
- (b) performing the duties of the president at such time when the president is unable to act.

6. The duties of the secretary shall include:

- (a) keeping exact minutes of all board and general meetings;
- (b) maintaining an up to date copy of the constitution and bylaws.

7. The duties of the treasurer shall include:

- (a) assuming custody of all monies, funds and securities belonging to the association;
- (b) maintaining a bank account in a chartered bank, credit union or trust company of Canada in which such monies, funds and securities shall be kept;
- (c) keeping an accurate and current record of all monies received and disbursed and reasons for disbursement;
- (d) issuing all cheques of the association having obtained the approval of the majority of the board and the countersignature of the president;
- (e) 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;
- (f) providing a detailed report of the finances of the association to the membership at all general meetings and at any other time when requested by the board.

8. The duties of the directors shall include:

- (a) attending and participating in regular meetings of the board;
- (b) fulfilling appropriate responsibilities on various committees and sub-committees defined by the board;
- (c) attending and participating in general meetings of the association.

#### PART IV - POWERS OF THE BOARD OF DIRECTORS

1. The directors may meet together at such times and places as they agree upon (with a minimum of nine times per calendar year) in order to execute the business of the association.
2. The directors may appoint and delegate powers to committees consisting of such persons as they think fit.
3. A committee so appointed shall conform to any rules that may be imposed upon it by the board.

2. Nominations may be made either by mail at least twenty days prior to the date of the general meeting or from the floor of the meeting providing that: both the nominator and nominee are active members in good standing with the association and that the nominee agrees to stand.

PART VIII - REMUNERATION OF THE BOARD OF DIRECTORS

1. All positions on the board shall be non-remunerative. However, a board member may be reimbursed for all expenses reasonably and justifiably incurred while engaged in the affairs of the association.
2. Notwithstanding the above, an honorarium shall be presented to each board member in attendance at each regular board meeting (maximum of ten per year) in the amount equivalent to the annual active membership fee divided by the maximum number of board meetings per year.
3. In addition, the president shall be paid a further monthly honorarium in recognition of the work associated with the position. The amount to be the equivalent of one-third of the annual active membership fee.

PART IX - CONFLICT OF INTEREST

1. No board member shall:
  - (a) permit their personal interests to compete with the interests of the association;
  - (b) use his/her position on the board to derive, directly or indirectly, a personal benefit or financial gain;
  - (c) disclose or benefit from the use of confidential information obtained by participating on the board.

PART X - EXECUTIVE DIRECTOR - DUTIES AND METHOD OF SELECTION

1. The position of executive director shall be a paid position and the method of selection shall be by open competition administered by the board.
2. The executive director shall operate under the direction of and be responsible to the board.
3. Duties include:
  - (a) planning, developing and recommending long and short term plans for the association's programs and services;
  - (b) liaising with the board and other medical professional associations;
  - (c) public relations, including membership, interprofessional and governmental agency relations;
  - (d) formulating policies for the effective and economical operations of the association;
  - (e) attending all board and general meetings;

PART XIII - AUDIT

1. The fiscal year end for the association shall be September 30.
2. The board shall appoint an auditor each year to review the financial accounts of the association.

PART XIV - RULES OF ORDER

1. Robert's Rules of Order shall govern all questions of order at meetings of the association except where these rules come into conflict with the constitution or bylaws.