

# CLOVERDALE BOARD OF TRADE

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5667 - 176th Street,  
Surrey, B.C. V3S 4C5  
22 August 1989

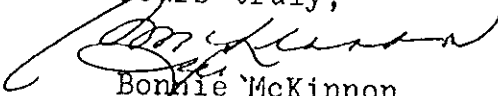
Mr. Merlin Smith,  
President Elect,  
White Rock & South Surrey  
Chamber of Commerce,  
1224 King George Highway,  
Surrey, B.C. V4A 4Z2

Dear Sir:

The Cloverdale Board of Trade held an Extraordinary General Meeting on Thursday, August 17, 1989 to consider the proposal contained in your letter dated July 10, 1989.

It was resolved to accept only the correction of the overlap between our two areas which was the first alternative stated in your letter.

Yours truly,

  
Bonnie McKinnon  
President,  
Cloverdale Board of Trade

## **Mission Statement**

The Cloverdale Board of Trade/Chamber of Commerce seeks to enhance the economic growth of member business and professional companies, thereby increasing profitability, job opportunities and the quality of life by uniquely working on issues, which affect the Cloverdale Community to further establish the Cloverdale Board of Trade as a strong and trusted voice for the business community and an effective advocate before Municipal and Provincial Governments in our region.

## **MEMBERSHIP BENEFITS**

A strong voice to Municipal, Provincial and Federal Government.  
Monthly membership meetings with speakers relevant to issues concerning business.  
Organized networking with other business and professionals. I.e.. Networking in the Valley Trade Show.  
Promote and market Cloverdale outside of our region.  
Provide Web site on the Internet linking members to the world.

## **SERVICES AVAILABLE TO MEMBERS**

Chamber of Commerce Benefit Plans (Insurance, Medical, Dental)  
Shell Oil Discounts (Fleet Plan)  
Visa ..Master Card Discounts  
Internet  
Assure Prescription Card (refund)  
Long Distance Discounts  
Monthly Newsletter

## **RESOURCE INFORMATION**

Resource Information Library

SERVICES:

Bursaries

Monthly Newsletter - sent directly to members

Membership Information ( fee applies)

SECTORS RELEVANT TO OUR BOARD:

Health and Welfare

Education

Agriculture

Government Policies

Economic Development

HOW TO CONTACT CLOVERDALE BOARD OF TRADE:

Mailing Address: 201- 17687 56 A Ave

Surrey, B.C. V3S 1G4

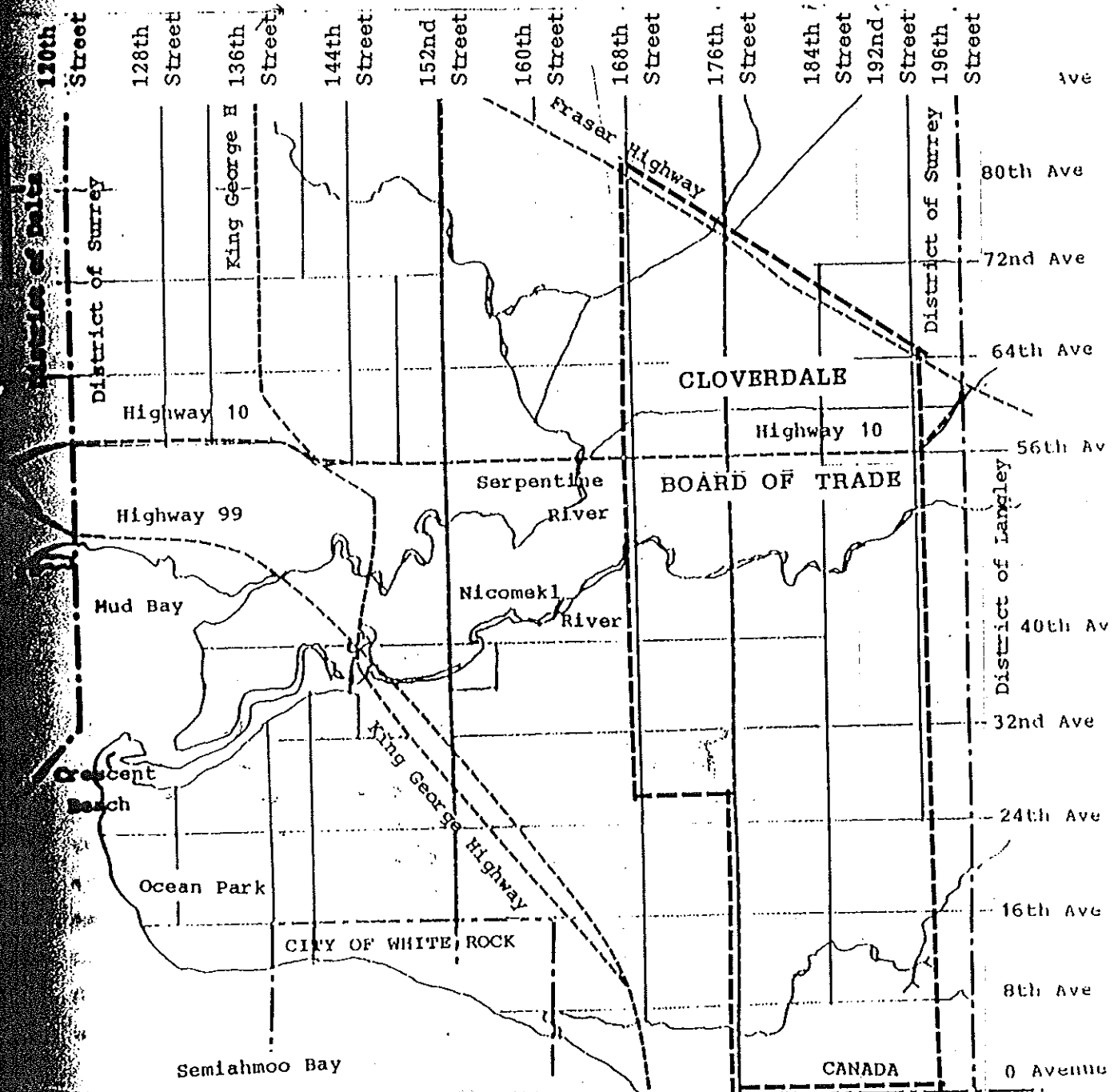
Telephone: 574-9802

Fax: 574- 9802

Long Distance: 1-604-574-9802

President: Anne Sharkey

EXHIBIT 2.2 -  
Boundaries According to Affidavit of Formation  
CLOVERDALE BOARD OF TRADE  
In Effect as of 19th April 1949



AMENDMENTS TO THE BY-LAWS  
OF THE CLOVERDALE BOARD OF TRADE

1. ARTICLE IV PARAGRAPH 17

Existing By-law:

"The annual dues payable by members of The Board shall be five (\$5.00) Dollars."

Amendment:

"Annual dues of fifty (\$50.00) dollars shall be paid by each member of the Board at the Annual General Meeting. The annual dues shall be pro-rated for new members from the date of becoming a member until the next Annual General Meeting."

2. ARTICLE VI PARAGRAPH 30

Existing By-law:

"The Annual meeting of The Board shall be held in the month of SEPTEMBER in each year at the time and place determined by the Council. At least two (2) weeks notice of the Annual meeting shall be given."

Amendment:

"The Annual General Meeting of the Board shall be held in the month of September in each year at the time and place determined by the Council. At least two (2) weeks' notice of the Annual General Meeting shall be given."

3. ARTICLE VI PARAGRAPH 31

Existing By-law:

"Regular general meetings of The Board shall be held the first Friday in each month at a time and place designated by the Council. At least one (1) week's notice of such meetings shall be given."

Amendment:

"Regular general meetings of the Board shall be held once a month upon such date and at such time and place as the Council shall determine. At least one (1) week's notice of such meetings shall be given."

4. ARTICLE VI PARAGRAPH 33

Existing By-law:

"The Council shall meet the second and fourth Friday in every month and as may be necessary to carry on the business of The Board."

Amendment:

"The Council shall meet once a month and whenever necessary to carry on the business of the Board. Meetings shall be upon such date and at such time and place as the Council shall determine."

5. ARTICLE VI PARAGRAPH 35

Existing By-law:

"At any Annual or General Meeting, twenty (20) members shall be a quorum and, unless otherwise specifically provided, a majority of members present shall be competent to do and perform all acts which are or shall be directed to be done at any such meeting."

Amendment:

"At any Annual General Meeting or general meeting, twelve (12) members shall be a quorum and, unless otherwise specifically provided, a majority of members present shall be competent to do and perform all acts which are or shall be directed to be done at any such meeting. If within one-half hour from the time appointed for a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week at the same time and place. If at such adjourned meeting a quorum is not present within one-half hour from the time appointed, the members present shall be a quorum."

6. ARTICLE X PARAGRAPH 43

Existing By-law:

"The fiscal year of The Board shall commence on the 1<sup>st</sup> day of APRIL in each year."

Amendment:

"The fiscal year of the Board shall commence on the same day as the Annual General Meeting in each year."

7. ARTICLE XI PARAGRAPH 44

Existing By-law:

"Auditors shall be appointed by the Council and they shall audit the books and accounts of The Board at least once in each year. An audited financial statement shall be presented by the Treasurer at each Annual Meeting and at any other time required by the Council."

Amendment:

"At each Annual General Meeting, members shall vote whether or not to appoint auditors to audit the books and accounts of the Board for the ensuing year. If auditors are not appointed by the members then an unaudited financial statement shall be presented by the Treasurer at each Annual General Meeting and at any other time required by the Council."

BY-LAWS OF THE CLOVERDALE BOARD OF TRADE

ARTICLE I

**NAME AND OBJECT.**

1. The name of this organization shall be the "Cloverdale Board of Trade."
2. The object of the Cloverdale Board of Trade shall be to promote the Commercial, Industrial, Agricultural and Civic Welfare of Cloverdale and the surrounding district.
3. The usual place of meeting shall be in the town of Cloverdale.
4. The Cloverdale Board of Trade shall be non-partisan, non-sectional and non-sectarian and shall not lend its support to any candidate for public office.

ARTICLE II

**INTERPRETATION.**

5. Wherever the words "the Board" occur in these by-laws they shall be understood to mean "the Cloverdale Board of Trade".
6. Wherever the words "the Council" occur in these by-laws, they shall be understood to mean "the Council of the Cloverdale Board of Trade".
7. Wherever the word "District" occurs in these by-laws, it shall mean that area, within and for which this Chamber was established, as defined in the Certificate of Registration under the *Boards of Tract Act*, (R.S., C. 124 s.1).

ARTICLE III

**MEMBERSHIP.**

8. Any reputable person, directly or indirectly engaged or interested in trade, commerce or the economic and social welfare of the District, shall be eligible for membership in the Board.
9. Associations, Corporations, Societies, Partnerships or Estates may become members of the Board but the voting power of such memberships shall, in each such case, be assigned to individuals.

10. At any general meeting of the Board, any member in good standing may propose any eligible person or organization as a candidate for becoming a member of the Board providing such candidate shall undertake, if admitted, to be governed by the by-laws of the Board.
11. If such proposal is carried by a majority of two-thirds of the members of the Board then present, such person or organization shall have all the rights and be subject to all the obligations of the other members.
12. Membership shall continue from the time of admittance until a member has resigned in accordance with the provisions of the by-laws or has been removed from the roll of members by action of the Council.
13. Any member of the Board who intends to retire therefrom or to resign his membership may do so at any time, upon giving to the Secretary ten (10) days' notice in writing of such intention and upon discharging any lawful liability which is standing upon the books of the Board against him at the time of such notice.
14. The Board may remove from the roll of members the name of any new member failing to pay his annual dues within thirty (30) days of his admission, or of any other member who fails to pay such dues within three (3) months of the date they fall due. Upon such action by the Council, all privileges of membership shall be forfeited.
15. Persons who have distinguished themselves by some meritorious or public service may be elected Honorary members by a majority vote of the Board. Such recognition shall be for a term of one (1) year and may be repeated. Honorary membership shall include all the privileges of active membership except that of holding office, with the exemption from the payment of annual dues.
16. Any member of the Board may be expelled by a two-thirds vote of Council.

#### ARTICLE IV

##### DUES AND ASSESSMENTS.

17. Annual dues of fifty (\$50.00) dollars shall be paid by each member of the Board at the Annual General Meeting. The annual dues shall be pro-rated for new members from the date of becoming a member until the next Annual General Meeting.
18. Other assessments may be levied against all members, provided they are recommended by the Council and approved by the majority of the members present at a general meeting of the Board. The notice calling such general meeting shall state the nature of the proposed assessment.



## ARTICLE V

### OFFICERS AND COUNCIL.

19. A President, Vice-President, Treasurer, Secretary and at least seven (7) other members shall be elected, from among the members each year at the Annual General Meeting, by ballot and shall form the Council. They shall remain in office for one year or until their successors shall be appointed, but no such officer or member of the Council shall hold the same office for more than two (2) years in succession. The retiring President, shall be, ex-officio, a member of the Council until the next Annual General Meeting.
20. Any vacancy on the Council which may occur during the year shall be filled by the Council.
21. The Council shall have the general power of administration. It may make or authorize petitions or representations to the Government or Parliament of Canada, the Government or Legislature of the Province, or others, as it may determine, or as may be required by vote of a majority of members present at any general meeting.
22. The Council shall, in addition to the powers hereby expressly conferred on it, have such powers as are assigned to it by any by-laws of the Board, provided however that such powers are not inconsistent with the provisions of the *Boards of Trade Act*.
23. Any five (5) or more members of the Council, lawfully met, shall be a quorum and a majority of such quorum may do all things within the powers of the Council.
24. The Council shall frame such by-laws, rules and regulations, as appear to it best adapted, to promote the welfare of the Board and shall submit them for adoption at a general meeting of the Board called for that purpose.
25. The Council, or, at its request, the President, may appoint committees or designate members of the Council or of the Board or others, to examine, consider and report upon any matter or take such action as the Council may request.
26. The President and Vice-President, shall before entering upon their office, take and subscribe before the Mayor of the City or Town, constituting the district or before any Justice of the Peace, an oath in the form following that is to say: -

"I swear that I will faithfully and truly perform my duty as \_\_\_\_\_ of the Cloverdale Board of Trade, and that I will in all matters connected with the discharge of such duty do all things and such things only as I shall truly and conscientiously believe to be adapted to promote the objects for which the said Board was constituted, according to the true intent and meaning of the same. So help me God."

27. The meetings of the Council shall be opened to all members of the Board, who may attend but may not take part in any of the proceedings.
28. No public pronouncement in the name of the Board may be made unless authorized by the Council or by some person to whom the Council has delegated this authority.
29.
  - (a) The President shall preside at all meetings of the Board and Council. He shall regulate the order of business at such meetings, receive and put lawful motions and communicate to the meeting what he may think concerns the Board. He shall vote only in case of a tie. Upon an appeal being made from a decision of the presiding officer, the vote of the majority shall decide. The President shall, with the Secretary, sign all papers and documents requiring signature on behalf of the Board unless someone else is designated by the Board. It shall be the duty of the President to present a general report of the activities of the year at the Annual General Meeting.
  - (b) The Vice-President shall act in the absence of the President and in the absence of both these officers, the meeting shall appoint a chairman to act temporarily.
  - (c) The Treasurer shall have charge of all funds of the Board and shall deposit or cause to be deposited the same, in a chartered bank, selected by the Council. Out of such funds, he shall pay amounts approved by the Council and shall keep a regular account of the income and expenditures of the Board and submit an audited statement thereof for presentation to the Annual General Meeting and at any other time required by the Council. He shall, with the Secretary, sign all notes, drafts and cheques. In the absence of the Treasurer, the President or Vice-President shall sign.
  - (d) The Secretary shall be the executive officer of the Board and shall be responsible to the Council for the general control and management of business and affairs. He shall be responsible for keeping the books of the Board, conducting its correspondence, retaining copies of all official letters, preserving all official documents and shall perform all such other duties as properly appertain to his office. He shall, with the President, sign and when necessary, seal with the seal of the Board, of which he shall have custody, all papers and documents requiring a signature or execution on its behalf and, with the Treasurer, sign all notes, drafts and cheques unless someone else is designated by the Council. He shall maintain an accurate record of the proceedings of the Board and of the Council. At the expiration of his term of office, the Secretary shall deliver to the Board all books, papers and other property of the Board.

## ARTICLE VI

### MEETINGS

30. The Annual General Meeting of the Board shall be held in the month of September in each year at the time and place determined by the Council. At least two (2) weeks' notice of the Annual General Meeting shall be given.
31. Regular general meetings of the Board shall be held once a month upon such date and at such time and place as the Council shall determine. At least one (1) week's notice of such meetings shall be given.
32. Special general meetings of the Board may be held at any time when summoned by the President or requested in writing by any three (3) members of the Council, or any ten (10) members of the Board. At least one (1) day's notice of such meetings shall be given.
33. The Council shall meet once a month and whenever necessary to carry on the business of the Board. Meetings shall be upon such date and at such time and place as the Council shall determine.
34. Notice of all meetings naming the time and place of assembly shall be given by the Secretary. A notice inserted in one or more of the newspapers published within the District or a circular letter signed by the Secretary and mailed to the last known address of each member shall constitute sufficient notice.
35. At any Annual General Meeting or general meeting, twelve (12) members shall be a quorum and, unless otherwise specifically provided, a majority of members present shall be competent to do and perform all acts which are or shall be directed to be done at any such meeting. If within one-half hour from the time appointed for a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week at the same time and place. If at such adjourned meeting a quorum is not present within one-half hour from the time appointed, the members present shall be a quorum.
36. Minutes of the proceedings of all general and council meetings shall be entered in books to be kept for that purpose, by the Secretary.
37. The entry of such minutes shall be signed by the President, or Vice-President or the person who presides at the meeting at which they are adopted.
38. All books of the Board shall be opened at all reasonable hours to any member of the Board, free of any charge.

## ARTICLE VII

### BY-LAWS.

39. By-laws may be made, repealed or amended by a majority of the members of the Board present at any general meeting, notice of such proposal having been given in writing by one member and seconded by another member at a previous general meeting, and duly entered as a minute of the Board.
40. Such by-laws shall be binding on all members of the Board, its officers and all other persons lawfully under its control. They shall come into force and acted upon only when they have been approved by the Secretary of State for Canada.

## ARTICLE VIII

### COMMITTEES.

41. The following Standing Committees shall be appointed each year by the Council and members shall hold office until the next Annual meeting or until their successors have been appointed:
  1. Legal, By-Laws and Civic
  2. Health and Welfare
  3. Merchants

Special committees may be appointed by the Council from time to time but all such committees shall automatically be discharged at the end of the year, unless previously discharged by the Council.

## ARTICLE IX

### AFFILIATION.

42. The Board, at the direction of the Council, shall have power to affiliate with the Canadian Chamber of Commerce, the Provincial or Regional Chambers or Boards and any other organizations in which membership may be in the interests of the Board.

## ARTICLE X

### FISCAL YEAR.

43. The fiscal year of the Board shall commence on the same day as the Annual General Meeting in each year.

ARTICLE XI

AUDITORS.

44. At each Annual General Meeting, members shall vote whether or not to appoint auditors to audit the books and accounts of the Board for the ensuing year. If auditors are not appointed by the members then an unaudited financial statement shall be presented by the Treasurer at each Annual General Meeting and at any other time required by the Council.

ARTICLE XII

PROCEDURE.

45. Parliamentary procedure shall be followed at all general and council meetings in accordance with "Rules of Order" by Bourinot.