



This package contains:

Certified copy of the Incorporation Application



CERTIFIED COPY
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Province of British Columbia
Registrar of Companies

SINEAD O'CALLAGHAN

INCORPORATION APPLICATION

BC Society • Societies Act

NAME OF SOCIETY: **STUART LAKE MENSSHED SOCIETY**

Incorporation Number: S0082699

Business Number: 79719 2432 BC0001

Filed Date and Time: May 14, 2025 02:44 PM Pacific Time

Date Society was incorporated or otherwise formed: May 14, 2025 02:44 PM Pacific Time

NAME RESERVATION NUMBER

NR 9768232

STUART LAKE MENSSHED SOCIETY

APPLICANT INFORMATION

Last Name, First Name Middle Name:

GRAHAM, AUGUST TYLER

Mailing Address:

319 OSPREY RD
BOX 331
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

MONTEMURRO, J RICHARD

Mailing Address:

645 FIR ST
BOX 2001
FORT ST JAMES BC V0J 1P0

REGISTERED OFFICE ADDRESS INFORMATION

Delivery Address:

209 DOUGLAS AVE
FORT ST JAMES BC V0J 1P0

Mailing Address:

209 DOUGLAS AVE
FORT ST JAMES BC V0J 1P0

DIRECTOR INFORMATION

Last Name, First Name Middle Name:

BIRD, MICHAEL PATRICK

Delivery Address:

947 7 AVE WEST
FORT ST JAMES BC V0J 1P0

INCORPORATION APPLICATION

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Last Name, First Name Middle Name:

HOWELL, WILLIAM

Delivery Address:

165 5TH AVE E
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

MONTEMURRO, J RICHARD

Delivery Address:

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Last Name, First Name Middle Name:

SHORT, PHILIP LESLIE

Delivery Address:

11263 SOWCHEA RD
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

TYLEE, KEN

Delivery Address:

105 LOWER RD
NAKAZDLI
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

WILLICK, RALPH HARLEY

Delivery Address:

PO BOX 2307
FORT ST JAMES BC V0J 1P0

INCORPORATION APPLICATION

BC Society • Societies Act

CONSTITUTION

NAME OF SOCIETY

STUART LAKE MENSSHED SOCIETY

SOCIETY'S PURPOSES

1. The name of Society is STUART LAKE MEN'S SHED SOCIETY
The purposes of the Society are as follows:
 - The Society is being incorporated for charitable, fraternal and social purposes.
 - To establish a not for profit workshop facility and tool base for the common/shared use of members.
 - Develop the venue and associated facilities to enable men of different life stages to share time together in a supportive environment.
 - Provide opportunities to learn and improve skills through sharing expertise.
 - Provide a supportive inter-generational training venue.
 - Provide a support base for men of all ages to access for advice, help and information from a variety of agencies in the wider Community.



INCORPORATION APPLICATION

BC Society • Societies Act

CERTIFICATION

I, August Graham, certify that I have relevant knowledge of the society, and that I am authorized to make this filing.



Society Incorporation Number: S0082699

Stuart Lake Men's Shed Society BYLAWS.

A. *ORGANIZATIONAL MATTERS: MEMBERSHIP, HOLDING OF MEETINGS, MEETING PROCEEDINGS, NOTICE OF MEETINGS* and TERMS OF MEMBERSHIP

1. Membership in the Society shall be open to any person or organization interested in furthering the purposes of the Society. A payment of annual dues will be the only qualifications for membership. It shall be the policy of the Society to encourage the greatest and widest possible participation in membership. Membership will run in accordance with the Societies fiscal year which is January 1st to December 31st of each year.
2. Membership shall be divided into the following classes:
 - a) Active members, who shall be regularly approved by the Membership and the Executive Committee
 - b) Organizations shall certify a representative in writing to the Society. This representative will have the privilege of membership on behalf of the organization.
 - c) Honorary members will not pay for membership and will be entitled to vote at all meetings of the Society.
 - d) Such other special categories of membership as may from time to time be established by the Board in recognition of extraordinary contributions.
3. Dues shall be paid before March 31st of each calendar year, amounts to be set by the members at each Annual General Meeting.
4. The Treasurer will notify members of dues or fees payable by them. If any members' dues remain unpaid after one year that member shall be ineligible to vote and have their name removed from the membership.
5. A member may be expelled for actions deemed unbecoming or actions that reflect badly on the Society, or if they fail to comply with the constitution and bylaws. Any member considered for expulsion will first be notified and be given the opportunity to be heard by the Board of Directors.
6. Any member may cancel their membership upon notification in writing to the directors.

MEETINGS

7. General meetings of the Society dates and times shall be held at the discretion of the Directors, except by special arrangement.
8. General Meetings will be open to all members with notice to all by telephone, fax, e-mail or posted letter. Voting by email, or other electronic means by absent members is permitted. Business transacted at the meetings will be: all business necessary in the operation of the STUART LAKE MEN'S SHED SOCIETY within the purposes of the Society.

- 9. *Meetings will be structured as follows:* Acceptance of the Agenda
Reading of the minutes of the last meeting
Acceptance of the Minutes

Business arising from the minutes
Financial Report

New Business
Correspondence
Adjournment

A quorum at a General Meeting shall be at least 6 members. With at least 4 Directors Present

10. The Annual General Meeting of the Society shall be held not more than 15 months after the holding of the last preceding annual general meeting.

Business transacted at the Annual General Meetings will be:

Acceptance of the Agenda

Reading of the Minutes of the preceding Annual General Meeting
Acceptance of the Minutes

Consideration of the Financial
Statements. Directors Reports

Setting of annual membership dues
Appointment of accountants.

The Election of Directors
Selection of Signing
Authority Adjournment

11. A quorum of not less than ten (10) members present in person is necessary for the Annual meeting of the Society.

12. Notification of meetings will be provided to all members regarding Special or Annual General meetings. Notification can be by telephone, fax, email or posted letter.

13. No proxies will be allowed.

14. No error or omission in giving notice of any meeting, whether regular, executive or annual shall invalidate the meeting or make any proceeding of the meeting invalid.

15. At every meeting all questions shall be decided by a majority of votes of the Directors present and this shall be done by a show of hands unless a vote by ballot is

demanding by any member. In the case of a tie during the voting, whether the voting is by show of hands or by ballot, the chairman shall be entitled to a deciding vote.

B. *OPERATIONAL MATTERS: APPOINTMENT AND REMOVAL OF DIRECTORS, AND OTHER OFFICERS AND THEIR DUTIES, POWERS AND REMUNERATION*

1. The officers of the Society shall consist of a President, a Vice-President, a Treasurer, and a Secretary. The immediate past President shall be a member of the Board for one year or such longer period as the members may determine, following the end of his/her term as President or until he/she gives notification of resignation. There shall be no fewer than 6 Directors.
2. The President, Vice President, Secretary and Treasurer shall be elected by the Board of Directors from among their number at the first meeting of the Board after the annual
 - elections. All officers must be bona fide members of the Society. If any member of the board resigns his office, or is absent from three or more directors meetings without reasonable excuse, his office will be considered vacant and the remaining director shall appoint someone to fill the position until the next Annual General Meeting.
3. The Executive Committee shall be the President, the Vice-President, the Secretary, the Treasurer and the Past President. The Executive Committee shall meet as required to conduct business of the Society whenever time is of the essence. All decisions made by the Executive Committee shall be ratified at the next General meeting of the Society.
4. The Executive Committee shall discuss, formulate, and approve policies for the Society. It shall appoint a Nominating Committee to present a suggested slate of officers at the meeting prior to the Annual General Meeting. The Executive Committee shall be empowered to discuss and transact current business of the Society in the interim between the general meetings of the Society and appoint Standing Committees for special projects.
5. Vacancies occurring in any elective office between Annual General Meeting may be filled by the Executive Committee.
6. No remuneration will be paid to directors of the STUART LAKE MEN'S SHED SOCIETY for work on behalf of the Society.
7. The President shall preside at all meetings of the Society and of the Executive Committee, unless the President designates someone else to preside. The President shall, subject to the Executive Committee, have general supervision and direction of the affairs of the Society, and shall appoint all committees not otherwise provided for in this document.
8. The Vice-President shall preside at all meetings in the absence of the President, and be an assistant to the President and shall have the same duties and powers as the President while the President is absent.
9. The Treasurer shall receive monthly reports from the bookkeeper and supervise the collection, management and disbursement the funds of the Society, and shall submit a written report of the transactions of that office at the monthly meetings. The Treasurer will ensure that

accurate written records are kept of all members, the type of membership, and the amount of dues to which each subscribes, shall notify each member of the amount and date upon which dues are payable, and shall have written notice sent to any member whose dues are unpaid sixty (60) days after becoming due.

10. The Treasurer shall ensure that all funds of the Society are deposited in a bank, approved by the Executive Committee, to the credit of the "STUART LAKE MEN'S SHED SOCIETY", and supervise disbursement of the same. The Treasurer shall be the Chair of the Finance Committee, if any. Prior to the Annual General Meeting, the Treasurer will convey the financial statement of the past year to the Accountant approved by the membership at the last AGM, for a year end report. A report of the Accountant's finding will be made to the Society at the Annual General Meeting.

11. The Secretary will keep the minutes of the meeting of the Society and of the Executive Committee in a proper book or books to be kept only for that purpose. The Secretary will maintain the By-Laws of the Society and have a copy available at each meeting of the Society

- and of the Executive Committee. The Secretary will keep or supervise maintenance of a current roll of the committees of the Society. The Secretary will be responsible for the notices of meetings of the Society, the Executive Committee and other committees by telephone, email or posted mail and shall handle efficiently such correspondence as requested by the President or the Executive Committee.

12. A Legal Adviser will be appointed as deemed necessary by the members of the Executive Committee.

13. Officers of the Society will be elected at the Annual General Meeting each year and will serve a term of one year.

14. The Board shall be empowered to develop job descriptions and hire any such employees or independent contractors, or enter into any such contracts, it deems necessary to carry out the purposes and responsibilities of the Society, and to designate appropriate titles and provide for appropriate remuneration for such persons, including hiring an Executive Director, who shall be an ex-officio, non-voting Board member. The Executive Director shall be responsible to the President for the day-to-day activities of the Society, maintain an office

- in the Society's headquarters, and perform such duties as defined by contract. It is intended that the Executive Director shall assist the President, Officers, and Directors, as well as committee chairs, and other volunteers, so as to promote the efficient management of the Society's responsibilities, and to encourage the fullest possible involvement of the Board and Membership in Society activities.

15. The Society will indemnify its directors and officers in their roles and this may include Officers and Directors Liability Insurance.

C. EXERCISE OF BORROWING-POWERS

1. The Directors are empowered to purchase, accept, acquire, hold, lease, mortgage, sell, exchange, or issue any debenture, and otherwise dispose of real and personal property. The Directors will not incur any debt or dispose of real property beyond that deemed reasonable without special resolution.

2. Deeds, transfers, licenses, contracts and engagements on behalf of the Society shall be signed by either the President or the Vice President and by the Secretary.

3. Signing authority for banking purposes will be the Treasurer and four other members of the Society as appointed by the membership at the Annual General Meeting.

D. ALTERATION OF BY-LAWS BY SPECIAL RESOLUTION

1. The by-laws of the Society shall not be altered or added to except by a special resolution of the Society. For all purposes of the Society, "special resolution" will mean a resolution passed by a majority of such members entitled to vote as are present in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given, such majority being three-fourths.

2. Robert's Rules of Order, Revised, shall govern the conduct of meetings of the Society.

• *E. PREPARATION AND CUSTODY OF MINUTES OF PROCEEDINGS OF MEETINGS OF THE SOCIETY AND OF THE DIRECTORS, AND OTHER BOOKS AND RECORDS OF THE SOCIETY*

1. The secretary or some other designated person specially appointed by the board of directors will be responsible for the maintenance of the minutes of the Society. A copy of those minutes as well as a copy of the financial records of the society will be stored on behalf of the members at the headquarters of the **STUART LAKE MEN'S SHED SOCIETY** at Fort St. James, B.C.

1. A RECORD KEEPER shall be appointed at each Annual General Meeting.

*** Rename President/Vice President to Chairperson/Co-Chair?



This package contains:

- Certified copy of the Applicants for Incorporation
- Certified copy of the Constitution
- Certified copy of the Bylaws
- Certified copy of the Statement of Directors and Registered Office
- Certificate



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APPLICANTS FOR INCORPORATION

BC Society • Societies Act

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The name of the Society is STUART LAKE MENSSHED SOCIETY

The purposes of the Society are:

1. The name of Society is STUART LAKE MEN'S SHED SOCIETY

The purposes of the Society are as follows:

- The Society is being incorporated for charitable, fraternal and social purposes.
- To establish a not for profit workshop facility and tool base for the common/shared use of members.
- Develop the venue and associated facilities to enable men of different life stages to share time together in a supportive environment.
- Provide opportunities to learn and improve skills through sharing expertise.
- Provide a supportive inter-generational training venue.
- Provide a support base for men of all ages to access for advice, help and information from a variety of agencies in the wider Community.



Stuart Lake Men's Shed Society BYLAWS.



A. ORGANIZATIONAL MATTERS: MEMBERSHIP, HOLDING OF MEETINGS, MEETING PROCEEDINGS, NOTICE OF MEETINGS and TERMS OF MEMBERSHIP

1. Membership in the Society shall be open to any person or organization interested in furthering the purposes of the Society. A payment of annual dues will be the only qualifications for membership. It shall be the policy of the Society to encourage the greatest and widest possible participation in membership. Membership will run in accordance with the Societies fiscal year which is January 1st to December 31st of each year.

2. Membership shall be divided into the following classes:

- a) Active members, who shall be regularly approved by the Membership and the Executive Committee
- b) Organizations shall certify a representative in writing to the Society. This representative will have the privilege of membership on behalf of the organization.
- c) Honorary members will not pay for membership and will be entitled to vote at all meetings of the Society.
- d) Such other special categories of membership as may from time to time be established by the Board in recognition of extraordinary contributions.

3. Dues shall be paid before March 31st of each calendar year, amounts to be set by the members at each Annual General Meeting.

4. The Treasurer will notify members of dues or fees payable by them. If any members' dues remain unpaid after one year that member shall be ineligible to vote and have their name removed from the membership.

5. A member may be expelled for actions deemed unbecoming or actions that reflect badly on the Society, or if they fail to comply with the constitution and bylaws. Any member considered for expulsion will first be notified and be given the opportunity to be heard by the Board of Directors.

6. Any member may cancel their membership upon notification in writing to the directors.

MEETINGS

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accurate written records are kept of all members, the type of membership, and the amount of dues to which each subscribes, shall notify each member of the amount and date upon which dues are payable, and shall have written notice sent to any member whose dues are unpaid sixty (60) days after becoming due.

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- in the Society's headquarters, and perform such duties as defined by contract. It is intended that the Executive Director shall assist the President, Officers, and Directors, as well as committee chairs, and other volunteers, so as to promote the efficient management of the Society's responsibilities, and to encourage the fullest possible involvement of the Board and Membership in Society activities.

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2. Robert's Rules of Order, Revised, shall govern the conduct of meetings of the Society.

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1. A RECORD KEEPER shall be appointed at each Annual General Meeting.

*** Rename President/Vice President to Chairperson/Co-Chair?



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STATEMENT OF DIRECTORS AND REGISTERED OFFICE

BC Society • Societies Act

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Incorporation Number: S0082699

Business Number: 79719 2432 BC0001

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Delivery Address:

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FORT ST JAMES BC V0J 1P0

Mailing Address:

209 DOUGLAS AVE
FORT ST JAMES BC V0J 1P0

DIRECTOR INFORMATION

Last Name, First Name Middle Name:

BIRD, MICHAEL PATRICK

Delivery Address:

947 7 AVE WEST
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

GRAHAM, AUGUST TYLER

Delivery Address:

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Last Name, First Name Middle Name:

HOWELL, WILLIAM

Delivery Address:

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FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

MONTEMURRO, J RICHARD

Delivery Address:

645 FIR ST
FORT ST JAMES BC V0J 1P0

STATEMENT OF DIRECTORS AND REGISTERED OFFICE

BC Society • Societies Act

Last Name, First Name Middle Name:

SHORT, PHILIP LESLIE

Delivery Address:

11263 SOWCHEA RD
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

TYLEE, KEN

Delivery Address:

105 LOWER RD
NAKAZDLI
FORT ST JAMES BC V0J 1P0

Last Name, First Name Middle Name:

WILICK, RALPH HARLEY

Delivery Address:

PO BOX 2307
FORT ST JAMES BC V0J 1P0





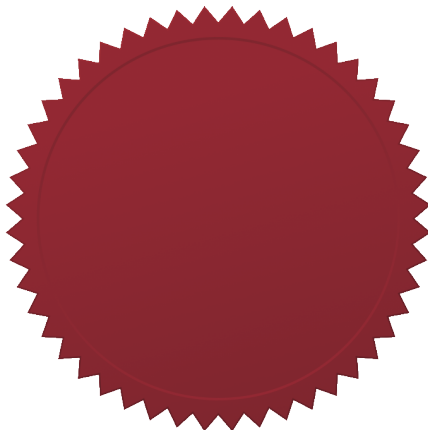
Number: S0082699

Societies Act
Certificate of Incorporation

STUART LAKE MENSSHED SOCIETY

I Hereby Certify that ~

STUART LAKE MENSSHED SOCIETY was incorporated under the *Societies Act* on May 14, 2025 at 02:44 PM Pacific Time.



Issued under my hand at
Victoria, British Columbia

A handwritten signature in black ink, appearing to read "Sinead O'Callaghan", located below the text of the signature block.

SINEAD O' CALLAGHAN