

## BYLAWS

### ARTICLE 1: PREAMBLE

#### 1.1 The Society

The name of the society is: Medical Mercy Canada Society, which may also be known or referred to as Medical Mercy Canada, the Society, or MMC.

#### 1.2 The Bylaws

This document is the general bylaws of Medical Mercy Canada Society. These bylaws regulate the transaction of business and affairs of Medical Mercy Canada Society.

### ARTICLE 2: DEFINING AND INTERPRETING THE BYLAWS

#### 2.1 Definitions

In these bylaws, the following words have these meanings:

- 2.1.1 Act means the Societies Act R.S.A 2000, Chapter S-14 as amended, or any statute substituted for it.
- 2.1.2 Annual General Meeting means the annual general meeting described in Article 5.1
- 2.1.3 Board means the Board of Directors of the Society.
- 2.1.4 Bylaws means the Bylaws of this Society as amended.
- 2.1.5 Director means any person elected or appointed to the Board. This includes the President and the immediate Past President.
- 2.1.6 General Meeting means the Annual General Meeting and a Special General Meeting.
- 2.1.7 Member means a Member of the Society.
- 2.1.8 Officer means any Officer listed in Article 6.2.
- 2.1.9 Registered Office means the registered office for the Society.
- 2.1.10 Register of Members means the register maintained by the Board of Directors containing the names of the Members of the Society.
- 2.1.11 Society means Medical Mercy Canada Society.
- 2.1.12 Special Meeting means the Special General Meeting described in Article 5.2.
- 2.1.13 Special Resolution means:
  - a. a resolution passed at a General Meeting of the membership of this Society. There must be twenty-one (21) days' notice for this meeting. The notice must state that proposed resolution. There must be approval by a vote of 75% of the voting Members who vote in person;
  - b. a resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one (21) days' notice. All

- the voting Members eligible to attend and vote at the AGM must agree, or;
  - c. a resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at a General Meeting.
- 2.1.14 Voting Member means a Member entitled to vote at the meetings of the Society.

## 2.2 Interpretation

The following rules of interpretation must be applied in interpreting these bylaws.

- 2.2.1 Singular and Plural: words indicating the singular number also include the plural and vice-versa.
- 2.2.2 Corporation: words indicating persons also include corporations.
- 2.2.3 Heading are for convenience only. They do not affect the interpretation of these bylaws.
- 2.2.4 Liberal interpretation: these bylaws must be interpreted broadly and generously.

## ARTICLE 3: OBJECTS OF THE SOCIETY

- 3.1 The objects of the Society are detailed in the Article of Incorporation.

## ARTICLE 4: MEMBERSHIP

### 4.1 Classification of Members

There are two categories of members:

- a. Full Members
- b. Honourary Members

#### 4.1.1 Full Members

To become a Full Member, an individual must pay the annual membership fees for Full Members

#### 4.1.2 Honourary Members

An individual may become an Honourary Member if the Voting Members at a General Meeting pass a resolution recognizing the contributions of the individual to the Society or its objectives.

### 4.2 Admission of Members

Any individual may become a Member in the appropriate category by meeting the requirements in Article 4.1. The individual will be entered as a Member under the appropriate category in the Register of Members.

### 4.3 Membership Fees

#### 4.3.1 Membership Year

The membership year is January 1 to December 31.

#### 4.3.2 Setting Membership Fees

The Board decides annual membership fees for each category of members.

#### 4.3.3 Payment Date for Fees

The annual membership fees must be paid on or before December 31<sup>st</sup> of every year. New membership fees received between January 1 and September 30 will be applied to that years' current membership. Fees received after October 1 will be applied to the following years' membership.

#### 4.4 Rights and Privileges of Members

##### 4.4.1 Member in Good Standing:

A Member is in good standing when:

- a. the Member has paid Membership fees or other required fees to the Society; and
- b. the Member is not suspended as a Member as provided for under Article 4.5.

##### 4.4.2 Any Member in good standing is entitled to:

- a. receive notice of meetings of the Society;
- b. attend any meeting of the Society;
- c. speak at any meeting of the Society, and;
- d. exercise other rights and privileges given to members in these bylaws.

##### 4.4.3 Voting Members

Any full or Honourary Member in good standing may vote at a meeting of the Society.

##### 4.4.4 Number of Votes

A voting Member is entitled to one (1) vote at a meeting of the Society.

#### 4.5 Suspension of Membership

##### 4.5.1 Decision to Suspend

The Board, at a special meeting called for that purpose, may suspend a Member's membership not more than three (3) months' for one or more of the following reasons:

- a. If the Member has failed to abide by the Bylaws;
- b. If the Member has been disloyal to the Society;
- c. If the Member has disrupted meetings or functions of the Society, or;
- d. If the Member has done or failed to do anything judged to be harmful to the Society.

##### 4.5.2 Notice to the Member

4.5.2.1 The affected Member will receive written notice of the Board's intention to deal with whether that Member should be suspended or not. The Member will receive at least two (2) weeks' notice before the Special Meeting.

4.5.2.2 The notice will be sent by single registered mail to the last known address of the Member shown in the records of the Society. The notice may also be delivered by an Officer of the Board.

4.5.2.3 The notice will state the reasons why the suspension is being considered.

##### 4.5.3 Decision of the Board

4.5.3.1 The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member.

4.5.3.2 The Board will determine how the matter will be dealt with, and may limit the time given to the Member to address the Board.

4.5.3.3 The Board may exclude the Member from its discussion of the matter, including the deciding vote.

4.5.3.4 The decision of the Board is final.

#### 4.6 Termination of Membership

##### 4.6.1 Resignation

4.6.1.1 Any Member may resign from the Society by sending or delivering a written notice to the Secretary or President of the Society.

4.6.1.2 Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his/her name is removed from the Register of Members.

##### 4.6.2 Death

The membership of a Member is ended upon his/her death.

##### 4.6.3 Deemed Withdrawal

4.6.3.1 If a Member has not paid the annual membership fees within three (3) months following the date the fees are due, the Member is considered to have submitted his resignation.

4.6.3.2 In this case, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his/her name is removed from the Register of Members.

##### 4.6.4 Expulsion

4.6.4.1 The Society may, by Special Resolution at a Special Meeting called for such purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society.

4.6.4.2 This decision is final.

4.6.4.3 On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his/her name is removed from the Register of Members.

#### 4.7 Transmission of Membership

No right or privilege of any Member is transferable to any other person. All rights and privileges cease when the Member resigns, dies or is expelled from the Society.

#### 4.8 Continued Liability for Debts Due

Although a Member ceases to be a Member by death, resignation or otherwise, he/she is liable for any debt owing to the Society at the date of ceasing to be a Member.

#### 4.9 Limitation of the Liability of Members

No Member is, in his/her individual capacity, liable for any debt or liability of the Society.

### ARTICLE 5: MEETINGS OF THE SOCIETY

## 5.1 The Annual General Meeting

### 5.1.1 Date of Meeting

The Society holds its Annual General Meeting no later than November 30 of each calendar year, in Calgary, Alberta. The Board sets the place, day and time of the meeting.

### 5.1.2 Mailing of Notice

The Secretary mails, emails or delivers notice to each member at least twenty-one (21) days before the Annual General Meeting. This notice states the place, day and time of the Annual General Meeting and any business requiring a Special Resolution.

### 5.1.3 Agenda for the Meeting

The Annual General Meeting deals with the following matters:

- a. Adopting the agenda;
- b. Adopting the minutes of the last Annual General Meeting;
- c. Considering the President's Report
- d. Reviewing the financial statements setting out the Society's income, disbursements, assets and liabilities and the auditor's report;
- e. Appointing the auditors;
- f. Electing Members of the Board;
- g. Considering matters specified in the meeting notice;
- h. Other specific motions that any Members has given notice of before the meeting is called.

### 5.1.4 Quorum

Attendance by 5% of the Members at the Annual General Meeting is a quorum.

## 5.2 Special Meeting of the Society

### 5.2.1 Calling of Special General Meeting

A Special General Meeting may be called at any time:

- a. By resolution of the Board of Directors to that effect, or;
- b. On the written request of at least five (5) Directors. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted this Special Meeting, or;
- c. On the written request of at least one-third (1/3) of the Voting Members. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted this Special General Meeting.

### 5.2.2 Notice

The Secretary mails, emails or delivers notice to each member at least twenty-one (21) days before the Special General Meeting. This notice states the place, day and time of the Special General Meeting.

### 5.2.3 Agenda for the Special General Meeting

Only the matter(s) set out in the notice for the Special General Meeting are considered at the Special General Meeting.

### 5.2.4 Procedure at the Special General Meeting

Any Special General Meeting has the same method of voting and the same quorum requirements as the Annual General Meeting.

## 5.3 Proceedings at the Annual or Special General Meeting

### 5.3.1 Attendance by the Public

General Meetings of the Society are open to the public. A majority of the Members present may ask any persons who are not Members to leave.

#### 5.3.2 Failure to Reach Quorum

The President cancels the General Meeting or Special General Meeting if quorum is not present within one-half (1/2) hour after the set time. If cancelled, the meeting is rescheduled for one (1) week later at the same time and place. If a quorum is not present within one-half (1/2) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.

#### 5.3.3 Presiding Officer

5.3.3.1 The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President.

5.3.3.2 If neither the President nor the Vice-President is present within one-half (1/2) hour after the set time of the General Meeting, the Members present choose one (1) of the Members to chair.

#### 5.3.4 Adjournment

5.3.4.1 The President may adjourn and General Meeting with the consent of the Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the initial meeting.

5.3.4.2 No notice is necessary if the General Meeting is adjourned for less than thirty (30) days.

5.3.4.3 The Society must give notice when a General Meeting is adjourned for thirty (30) days or more. Notice must be the same as for any General Meeting.

#### 5.3.5 Voting

5.3.5.1 Each voting Member has one (1) vote. A show of hands decides every vote at a General Meeting. A ballot is used if at least five (5) voting Members request it.

5.3.5.2 The President does not have a second or casting vote in the case of a tie vote. If there is tie vote, the motion is defeated.

5.3.5.3 A voting Member may not vote by proxy.

5.3.5.4 A majority of the voting Members present decides each issue and resolution, unless the issue needs to be decided by a Special Resolution.

5.3.5.5 The President declares a resolution carried or defeated. This statement is final and does not have to include the number of votes for or against the resolution.

5.3.5.6 Five (5) voting Members may request a ballot vote. In such case, the President or presiding officer, may set the time, place and method for a ballot vote. The result of the ballot is the resolution of the General Meeting.

5.3.5.7 Members may withdraw their request for a ballot.

5.3.5.8 The President decides any dispute on any vote. The President decides in good faith and this decision is final.

#### 5.3.6 Failure to Give Notice of Meeting

No action taken at a General Meeting is invalid due to:

- a. Accidental omission to give notice to any Member;
- b. Any Member not receiving notice, or;

c. Any error in notice that does not affect the meaning.

#### 5.3.7 Written Resolution of all the Voting Members

All voting Members may agree to and sign a resolution. This resolution is as valid as one passed at a General Meeting. It is not necessary to give notice or to call a General Meeting. The date on the resolution is the date it is passed.

### ARTICLE 6: THE GOVERNANCE OF THE SOCIETY

#### 6.1 The Board of Directors

##### 6.1.1 Governance and Management of the Society

The Board governs and manages affairs of the Society. The Board may hire a paid administrator to carry out the management functions under the direction and supervision of the Board.

##### 6.1.2 Powers and Duties of the Board

The Board has the powers of the Society, except as stated in the *Societies Act*.

The powers and duties of the Board include:

- a. Promoting the objects of the Society;
- b. Promoting membership in the Society
- c. Maintaining and protecting the Society's assets and property;
- d. Approving the annual budget for the Society;
- e. Paying all expenses for operating and managing the Society;
- f. Paying persons for services and protecting persons from debts of the Society;
- g. Investing any extra monies;
- h. Financing the operations of the Society, and borrowing or raising monies;
- i. Making policies for managing and operating the Society;
- j. Approving all contracts for the Society;
- k. Maintaining all accounts and financial records of the Society;
- l. Appointing legal counsel as necessary;
- m. Making policies, rules and regulations for operating the Society and using its facilities and assets;
- n. Selling, disposing of, or mortgaging any or all of the property of the Society; and
- o. Without limiting the general responsibility of the Board, delegating its duties and powers to the Executive Committee or the paid administrator of the Society.

##### 6.1.3 Composition of the Board

The Board consists of:

- a. The President who shall be elected by the elected Directors at the first meeting following the AGM or as required; and
- b. Up to twelve (12) Directors-at-large elected at the Annual General Meeting from among the voting Members; and
- c. The immediate Past President

##### 6.1.4 Election of the Directors

At the Annual General Meeting of the Society, the voting Members elect up to twelve (12) Directors.

6.1.5 Resignation, Death or Removal of a Director

6.1.5.1 A Director, including the President and immediate Past President, may resign from office by giving one (1) months' notice in writing. The resignation takes effect either at the end of the months' notice or on the date the Board accepts the resignation.

6.1.5.2 Voting Members may remove any Director including the President and the immediate Past President, before the end of their term. There must be a majority vote at a Special General Meeting called for this purpose.

6.1.5.3 If there is a vacancy on the Board, the remaining Directors may appoint a Member in good standing to fill the vacancy for the remainder of the term. This does not apply to the position of immediate Past President. This position remains vacant until the next AGM.

6.1.6. Meetings of the Board

6.1.6.1 The Board holds at least four (4) meetings each year.

6.1.6.2 The President calls the meetings. The President also calls a meeting if any three (3) Directors make a request in writing and state the business of the meeting.

6.1.6.3 Ten (10) days' notice is provided to each Board Member by email, mail or telephone.

6.1.6.4 Five (5) Directors present at any Board meeting, in person or electronically, is a quorum.

6.1.6.5 If there is no quorum, the President adjourns the meeting to the same place, time and day of the following week. At least three (3) Directors present at this later meeting is a quorum.

6.1.6.6 Each Director, including the President and immediate Past President, has one (1) vote.

6.1.6.7 The President does not have a second or casting vote in the case of a tie. A tie vote means the motion is defeated.

6.1.6.8 Meetings of the Board are open to all Members of the Society, but only Directors may vote. Members are only permitted to participate in discussion when invited by the Board. A majority of Directors present may ask other Members, or other persons, to leave.

6.1.6.9 All Directors may agree to, and sign, a resolution. This resolution is as valid as one passed at any Board meeting. It is not necessary to give notice or to call a Board meeting. The date on the resolution is the date it is passed.

6.1.6.10 A meeting of the board may be held electronically. Directors who participate are deemed to be present for the meeting.

6.1.6.11 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.

6.1.6.12 A Director may waive formal notice of a meeting.

6.2 Officers

6.2.1 The Officers of the Society are the President, Vice-President, Secretary, Treasurer and any other Officer so designated by the Board.



- 6.2.2 At the first meeting after the Annual General Meeting, the Board of Directors elects the Officers for the following year.
- 6.2.3 The Officers hold office until re-elected or until a successor is elected.
- 6.3 Duties of the Officers of the Society
  - 6.3.1 The President:
    - a Supervises the affairs of the Board;
    - b. When present, chairs all meetings of the Society, the Board and the Executive Committee;
    - c. Is an *ex officio* member of all Committees, except the Nominating Committee;
    - d. Acts as the spokesperson for the Society;
    - e. Chairs the Executive Committee, and;
    - f. Carries out other duties as assigned by the Board.
  - 6.3.2 The Vice President:
    - a. Presides at meetings in the President's absence;
    - b. Replaces the President when asked to do so by the President or the Board;
    - c. Is a member of the Executive Committee, and;
    - d. Carries out other duties as assigned by the Board.
  - 6.3.3 The Secretary:
    - a. Attends all meetings of the Society, the Board and the Executive Committee;
    - b. Keeps accurate minutes of these meetings;
    - c. Has charge of the Board's correspondence;
    - d. Ensures the Register of Members is maintained (names and addresses);
    - e. Ensures notice of meetings is sent;
    - f. Ensures annual fees are collected and deposited;
    - g. Keeps the seal of the Society;
    - h. Files the annual return, changes in the Directors of the Society, amendments to the bylaws and other incorporating documents with the Corporate Registry, and
    - i. Carries out other duties as assigned by the Board.
  - 6.3.4 The Treasurer:
    - a. Ensures that all monies paid to the Society are deposited in a chartered bank, treasury branch or trust company chosen by the Board;
    - b. Ensures that a detailed account of revenues and expenditures is presented to the Board as requested;
    - c. Ensure and audited statement of the financial position of the Society is prepared and presented to the Annual General Meeting;
    - d. Chairs the Finance Committee;
    - e. Is a member of the Executive Committee, and;
    - f. Carries out other duties as assigned by the Board.
- 6.4 Board Committees
  - 6.4.1 Establishing Committees
    - The Board may appoint Committees to advise the Board.
  - 6.4.2 General Procedures for Committees
    - 6.4.2.1 A Board member chairs each committee created by the Board.

- 6.4.2.2 The chairperson calls committee meetings. Each committee:
- a. records minutes of its meetings;
  - b. distributes minutes to the committee members and to the President of the Board, and;
  - c. provides reports to each Board meeting at the Board's request.

6.4.2.3 The meeting notice must be mailed or emailed five (5) business days before the scheduled date of the meeting. The notice states the date, place and time of the meeting. Committee members may waive notice.

6.4.2.4 A majority of the committee members present at a meeting is quorum.

6.4.2.5 Each member of the committee, including the Chairperson has one (1) vote at the committee meeting. The Chairperson does not have a casting vote in the event of a tie.

## 6.5 Standing Committees

The Board establishes these standing committees:

- Executive Committee
- Nominating Committee
- Finance Committee

### 6.5.1 Executive Committee

- a. Consists of the President, Past-President, Vice-President, Secretary and Treasurer.
- b. Is responsible for: planning agendas for the Board meetings; carrying out emergency and unusual business between Board meetings; reporting to the Board on actions taken between Board meetings; carrying out other duties as assigned by the Board.
- c. A meeting of the Executive Committee may be held electronically. Officers who participate electronically are considered present at the meeting.
- d. Irregularities or errors made in good faith do not invalidate acts done by any meeting of the Executive Committee.
- e. An Officer may waive formal notice of the meeting.

### 6.5.2 Nomination Committee

- a. Consists of the Immediate Past-President (where available), who chairs the committee, and two (2) other members approved by the Board
- b. Is responsible for evaluating the board of directors and examining the skills and characteristics that are needed in board candidates; preparing a slate of nominees for all vacant Board Director positions; orienting new board members; presenting recommendations to the Annual General Meeting

### 6.5.3 Finance Committee

- a. Consists of the Treasurer and at least three (3) other members.
- b. Is responsible for: recommending budget policies to the Board; investigating and making recommendations to the Board for managing funds and property; recommending policies on dispersing and investing funds to the Board; establishing policies for Board and Committee expenditures; arranging the annual audit; reporting on the year's activities at the Annual General Meeting; and carrying out other duties as assigned by the Board.

## 6.6 Executive Director

- 6.6.1 The Board may hire an Executive Director to carry out assigned duties.
- 6.6.2 The Executive Director reports to and is responsible to the Board, and acts as an advisor to the Board and all Board Committees. The Executive Director does not vote at any meeting.
- 6.6.3 The Executive Director acts as the administrative officer of the Board in:
  - a. Attending Board, and other meetings as required
  - b. Hiring, supervising, evaluating and releasing all other paid staff;
  - c. Interpreting and applying the Board's policies;
  - d. Keeping the Board informed about the affairs of the Society;
  - e. Maintaining the Society's books;
  - f. Preparing budgets for Board approval;
  - g. Planning programs and services based on the Board's priorities; and
  - h. Carrying out other duties as assigned by the Board.

## ARTICLE 7: FINANCE AND OTHER MANAGEMENT MATTERS

### 7.1 The Registered Office

The Registered Office of the Society is located in Calgary, Alberta. Another place may be established at the Annual General Meeting or by resolution of the Board. The Registered Office must be communicated annually to Corporate Registry.

### 7.2 Finance and Auditing

- 7.2.1 The fiscal year of the Society ends on December 31<sup>st</sup> of each year.
- 7.2.2 There must be an audit of the books, accounts and records of the Society at least once each year. A qualified accountant appointed at each Annual General Meeting must perform this audit. At each Annual General Meeting, the auditor submits a complete statement of the books for the previous year.

### 7.3 Seal of the Society

- 7.3.1 The Board may adopt a seal as the Seal of the Society
- 7.3.2 The Secretary has control and custody of the seal, unless the Board decides otherwise.
- 7.3.3 The Seal of the Society can only be used by Officers authorized by the Board. The Board must pass a motion to name the authorized Officers.

### 7.4 Cheques and Contracts of the Society

- 7.4.1 The designated Officers of the Board sign all cheques drawn on the monies of the Society. Two signatures are required on all cheques. The Board may authorize the Executive Director to sign cheques for certain amounts and circumstances. The Executive Director may not sign cheques to themselves.
- 7.4.2 All Contracts of the Society must be signed by the Officers or other persons authorized to do so by resolution of the Board.

### 7.5 The Keeping and Inspection of the Books and Records of the Society

- 7.5.1 The Secretary keeps a copy of the Minute Books and records minutes of all meetings of the Members and the Board.
- 7.5.2 The Secretary keeps the original Minute Books at the Registered Office of

the Society. This record contains minutes from all meetings of the Society, the Board and the Executive Committee.

7.5.3 The Board keeps and files all necessary books and records of the Society as required by the *Bylaws*, the *Society Act*, or any other statute or laws.

7.5.4 A Member wishing to inspect the books or records of the Society must give reasonable notice to the President or the Secretary of the Society of their intention to do so.

7.5.5 Unless otherwise permitted by the Board, such inspection will take place only at the Registered Office, or other regular business premises operated by the Society, during normal business hours.

7.5.6 All financial records of the Society are open for such inspection by the Members, during normal business hours and with reasonable notice.

7.5.7 Other records of the Society are also open for inspection, except for records that the Board designates as confidential. Reasonable notice must be provided.

#### 7.6 Borrowing Powers

7.6.1 The Society may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.

7.6.2 The Society may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Society.

#### 7.7 Payments

7.7.1 No Member, Director or Officer of the Society receives any payment for his services as a Member, Director or Officer.

7.7.2 Reasonable expense incurred while carrying out duties of the Society may be reimbursed upon Board approval.

#### 7.8 Protection and Indemnity of Directors and Officers

7.8.1 Each Director or Officer holds office with protection from the Society. The Society indemnifies each Director or Officer against all costs or charges that result from any act done in his role for the Society. The Society does not protect any Director or Officer for acts of fraud, dishonesty or bad faith.

7.8.2 No Director or Officer is liable for the acts of any other Director, Officer or Employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Society. No Director or Officer is liable for any loss due to an oversight or error in judgement, or by an act in his role for the Society, unless the act is fraud, dishonesty or bad faith.

7.8.3 Directors or Officers can rely on the accuracy of any statement or report prepared by the Society's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that statement or report.

### ARTICLE 8: AMENDING THE BYLAWS

8.1 These bylaws may be cancelled, altered or added to by a Special Resolution at any Annual General or Special General Meeting of the Society.

- 8.2 The twenty-one (21) days' notice of the Annual General or Special Meeting of the Society must include details of the proposed resolution to change the bylaws.
- 8.3 The amended bylaws take effect after approval of the Special Resolution at the Annual General or Special Meeting and accepted by the Corporate Registry of Alberta.

#### ARTICLE 9: DISTRIBUTING ASSETS AND DISSOLVING THE SOCIETY

- 9.1 The Society does not pay any dividends or distribute its property among its Members.
- 9.2 If the Society is dissolved, any funds or assets remaining after paying all the debts are to be paid to a non-profit, registered and incorporated, charitable organization that has objects similar to those of Medical Mercy Canada Society.
- 9.3 Members are to select the organization to receive the assets by Special Resolution. In no event do any Members receive any assets of the Society.