

Certificate of Continuance

Canada Not-for-profit Corporations Act

Certificat de prorogation

Loi canadienne sur les organisations à but non lucratif

HOCKEY CANADA

Corporate name / Dénomination de l'organisation

113455-8

Corporation number / Numéro de
l'organisation

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 211 of the *Canada Not-for-profit Corporations Act*.

JE CERTIFIE que l'organisation susmentionnée, dont les statuts de prorogation sont joints, a été prorogée en vertu de l'article 211 de la *Loi canadienne sur les organisations à but non lucratif*.



Virginie Ethier

Director / Directeur

2014-06-10

Date of Continuance (YYYY-MM-DD)
Date de prorogation (AAAA-MM-JJ)



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 HOCKEY ASSOCIATION/ASSOCIATION CANADIENNE DE HOCKEY

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

HOCKEY CANADA

3 - Corporation number

1 , 1 , 3 , 4 , 5 , 5 , — , 8

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

Alberta

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

Minimum number

5

Maximum number

9

6 - Statement of the purpose of the corporation

See attached Schedule A

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

None

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

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

Hockey Canada is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of Members of Hockey Canada.

9 - Statement regarding the distribution of property remaining on liquidation

If Hockey Canada is dissolved, its assets shall be liquidated and transferred to a "qualified donee" as defined in the Income Tax Act selected by the Members at an Annual Meeting or a Special Meeting by a special resolution requiring the support of two-thirds (2/3) of the Members.

10 - Additional provisions, if any

See attached Schedule B

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: Paul Delparte

Phone Number: 403 777 4560

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 A

Statement of the purpose of the corporation:

Hockey Canada's objects are:

- Regulate amateur hockey in Canada and establish uniform playing rules;
- Promote the sport of amateur hockey in Canada, on a nationwide basis;
- Oversee a structure of Branches, Clubs, Associations, Leagues, and Teams involved in amateur hockey;
- Deliver a training program that brings promising athletes from the grassroots level to national and international levels through various qualifying competitions;
- Manage national teams to participate in international competitions;
- Stage and sanction regional, national, and international competitions and sanction local and Branch competitions.
- Act as Canadian representative on the International Ice Hockey Federation.
- Provide a training and certification program for coaches and officials, and provide training programs for other hockey development programs; and
- Carry out fundraising activities and redistribute funds for local clubs and Branch organizations.

SCHEDULE B

Additional provisions, if any:

- 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 purpose.
- 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 the performance of his or her duties. A Director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.
- The Quebec and Ontario Hockey Federation member Branches are entitled to five (5) votes each at meetings of the Members and the other member Branches are entitled to two (2) votes each at such meetings.
- The office of Chair of the Board of Directors shall be filled by a Director elected to that position by the Members.
- The Board may, from time to time:
 - (a) borrow funds upon the credit of Hockey Canada in such amounts and on such terms as may be deemed expedient;
 - (b) issue, reissue, sell, pledge or hypothecate debt obligations of Hockey Canada;
 - (c) give a guarantee on behalf of Hockey Canada to secure performance of an obligation of any individual;
 - (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of Hockey Canada, owned or subsequently acquired, to secure any obligation of Hockey Canada
- The Directors may appoint one or more Directors, who shall hold office for a term expiring no later than the close of the next annual 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 Meeting of Members.
- Where a vacancy occurs on the Board, the following procedure shall apply:
 - (a) if the vacant position was previously filled by an appointed Director, the remaining Directors may, by resolution, fill the vacancy.
 - (b) if the vacant position was previously filled by an elected Director, it shall be filled by a vote of the members.