



Innovation, Science and  
Economic Development Canada

Canada Not-for-profit  
Corporations Act

Innovation, Sciences et  
Développement économique Canada

Loi canadienne sur  
les organisations à but non lucratif

I HEREBY CERTIFY THAT THE  
ATTACHED IS A TRUE COPY OF THE  
DOCUMENT MAINTAINED IN THE  
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE  
DOCUMENT CI-JOINT EST UNE COPIE  
EXACTE D'UN DOCUMENT CONTENU  
DANS LES LIVRES TENUS PAR LE  
DIRECTEUR.

Director - Directeur

Date





## Certificate of Continuance

*Canada Not-for-profit Corporations Act*

## Certificat de prorogation

*Loi canadienne sur les organisations à but non  
lucratif*

Cross-Country Ski de Fond Canada

Corporate name / Dénomination de l'organisation

170199-1

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

2014-05-01

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
Cross Country Canada/Ski de fond Canada

2 - If a change of name is requested, indicate proposed corporate name
Cross-Country Ski de Fond Canada

3 - Corporation number
1, 7, 0, 1, 9, 9, -, 1

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 8 Maximum number 10

6 - Statement of the purpose of the corporation
See Schedule A attached

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**

See Schedule A attached

**9 - Statement regarding the distribution of property remaining on liquidation**


Dissolution - Upon the dissolution of the Corporation, any funds or assets remaining after paying all debts will be distributed to an incorporated non-profit Canadian organization as determined by the Board.

**10 - Additional provisions, if any**

See Schedule A attached.

**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: RICHARD LEMOINE      Phone Number: 716 464 5875

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

**Box 6 – Statement of the purpose of the corporation**

The objects for which incorporation of the proposed corporation is sought are:

- a) To be the national sport governing body for cross-country skiing in Canada and to achieve international competitive excellence by the establishment and maintenance of a high performance sport system, through programs that support the National Cross Country Ski Team and development of cross-country skiers;
- b) To represent cross-country skiing in Canada in the Canadian Ski Association;
- c) To represent cross-country skiing for Canada in the International Ski Federation (FIS) through the Canadian Ski Association;
- d) To encourage training for competition, self-development, leadership, and sportsmanship in cross-country skiing;
- e) To promote cross-country skiing as a competitive sport to a broad cross section of the community.

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

Categories – The Corporation has the following two classes of Members:

- a) Division Member – An organization, association or corporation recognized by the Corporation as the sole governing body for cross country skiing in a Province or Territory, which is registered as a Member of the Corporation and has agreed to abide by the Corporation's By-laws, policies, procedures, rules and regulations.
- b) License Member – An individual who has applied for membership directly with the Corporation, paid the appropriate fee to obtain a race license, and has agreed to abide by the Corporation's By-laws, policies, procedures, rules and regulations.

Voting Privileges of Division Members – Division Members will designate a single Delegate (normally the Chairperson of the Division) to exercise votes, which must be cast as a block, in relation to the number of Registrants in the Division as of December 31<sup>st</sup> of the previous year, based on the following formula:

- a) 1-999 Registrants = 1 vote
- b) 1000-1999 Registrants = 2 votes
- c) 2000-2999 Registrants = 3 votes
- d) 3000-3999 Registrants = 4 votes
- e) 4000-4999 Registrants = 5 votes
- f) 5000-5999 Registrants = 6 votes
- g) 6000-6999 Registrants = 7 votes
- h) 7000+ Registrants = 8 votes

Voting Privileges of License Members – In all matters except elections of the Athlete Director, License Members will designate a single Delegate who will exercise five votes, which must be cast as a block. In electing the Athlete Director, License Members will cast votes individually as described in Article 51 b).

**Box 10 – 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 purposes.

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 performing his or her duties. A director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.