

Canadian Energy Geoscience Association

Amended Articles of Continuance

Schedule 1

To advance the professions of the energy geosciences as it applies to geology; foster the scientific, technical learning and professional development of its members; and promote the awareness of the profession to industry and the public.

Schedule 2

The corporation is authorized to establish two classes of members as follows:

- (a) Voting members; and
- (b) Student members.

Voting members shall be entitled to vote at all meetings of the members of the Corporation. Except as otherwise provided by the Canada Not-for-profit Corporations Act, S.C. 2009, c. 23, Student members shall not be entitled to vote at meetings of the members of the corporation.

Schedule 3

In the event of dissolution of the Corporation and where no successor Corporation is specified, subject to the provisions of the Act, any property remaining after payment of all just debts and obligations shall be distributed to one or more on-profit charitable, scientific or educational institutions, preferably serving the promotion of geoscience or geoscience education in Canada, provided that in the event that the Corporation is a soliciting corporation, any property remaining on liquidation of the Corporation after discharge of any liabilities, shall instead be distributed to one or more "qualified donees" within the meaning of subsection 248(1) of the Income Tax Act.

Schedule 4

1. The members of the Corporation are not entitled to vote separately as a class, upon a proposal to amend the articles to:
 - a. Effect an exchange, reclassification, or cancellation of all or part of the memberships of the class; or
 - b. Create a new class of members having rights equal or superior to those of the class.
2. The directors of the Corporation may appoint one or more additional directors who shall hold office for a term expiring not later than the close of the next annual meeting of members, but the total number of directors so appointed shall not exceed one third (1/3) of the number of directors elected at the previous annual meeting.