

ARTICLES OF INCORPORATION

1.0 Name of Co-operative

Sarcee Meadows Housing Co-operative Ltd (SMHC).

2.0 Registered Office Location

B50, 4221 Sarcee Road South West
Calgary, Alberta
T3E 6V9

3.0 Incorporators

Douglas Crombie - Chairperson
K693, 3223 40th Avenue SW
Calgary, Alberta
T3E 6W1

Della Brown - Vice Chairperson
J586, 4020 37th Street SW
Calgary, Alberta
T3E 3C4

S. Arlene Floyd - Treasurer
H532, 4020 37th Street SW
Calgary, Alberta
T3E 3C4

Leonard Lock - Corporate Secretary
C163, 4331 Sarcee Road SW
Calgary, Alberta
T3E 6V9

Astrid DesLandes – Director
C175, 4331 Sarcee Road SW
Calgary, Alberta
T3E 6V9

Carma Florence - Director
A32, 4111 Sarcee Road SW
Calgary, Alberta
T3E 6V9

Anne Halliday – Director
J581, 3525 40th Avenue SW
Calgary, Alberta
T3E 6V9

Patricia Higgins - Director
D233, 3510 44th Avenue SW.
Calgary, Alberta
T3E 6W2

Heather Millar – Director
D232, 3510 44th Avenue SW
Calgary, Alberta
T3E 6W2

Jennifer Penfold - Director
L742, 3201 40th Avenue SW
Calgary, Alberta
T3E 6W1

4.0 General

SMHC is a nonprofit continuing housing co-operative subject to the Cooperatives Act of Alberta, and will be organized and operated and carry on business on a co-operative basis. SMHC must not amend its articles to change from a nonprofit housing co-operative to any other type of co-operative or corporation.

5.0 Mission statement

To ensure the development of a member-driven, nonprofit housing co-operative that provides quality and affordable housing and related services within an inclusive, safe and secure, diverse, and caring community.

6.0 Objectives of the organization

The objectives of SMHC are as follows:

- [a] To carry on business as a nonprofit, continuing housing co-operative and to provide housing and related services and facilities to individuals the majority of whom:
 - are members of SMHC,
 - are ordinarily resident in housing units, and
 - occupy the housing units otherwise than as individual owners.
- [b] To develop an environment that will support human development and growth both as individuals and as members of the co-operative community at large.
- [c] To encourage interaction between SMHC and the broader community.
- [d] To provide opportunities for the members, on a co-operative basis, to maintain control over their living environment through democratic participation in all aspects of their housing and related services.
- [e] To provide ongoing education in co-operative principles to the membership, officers, and employees of SMHC, and the general public.
- [f] To promote and encourage co-operation with other co-operatives at the local, national, and international levels.

7.0 Number of directors

The board will consist of a minimum of 9 and a maximum of 13 directors with the exact number decided by ordinary resolution at a general meeting.

8.0 Restrictions on class of membership

In accordance with the Cooperatives Act, SMHC shall have no restrictions on class of membership.

9.0 Restrictions on the board of directors

All housing policies must be approved by the membership, not the board of directors.

10.0 Special voting requirements

The following requires a special resolution (2/3 vote of members present at the meeting) to pass:

[a] Bylaws, Articles of Incorporation and Share Subscription Agreement

Any resolution proposing amendments to SMHC's articles of incorporation, bylaws, or the share subscription agreement.

[b] Removal of director

Any resolution proposing to remove a director.

11.0 Shares

SMHC has a single class of membership shares consisting of an unlimited number of shares with a nominal par value of one hundred dollars.

There must not be any preference, right, condition, restriction, limitation, or prohibition on membership shares, except as provided by the Act.

SMHC shall not issue investment shares.

12.0 Transfer of shares

Membership in SMHC may be transferred if it is approved by the board of directors and meets all requirements of SMHC's articles, bylaws, and policies.

13.0 Payments to members

[a] SMHC must carry out its activities without the purpose of gain for its members. It must not distribute any of its property nor pay any money to its members except for:

- amounts owed to a member in share capital, and
- reasonable amounts for goods or services provided by a member.

[b] SMHC shall not require member loans to raise share capital.

[c] SMHC must not pay nor credit to its members:

- any dividends or interest on membership shares, nor
- any patronage returns.

[d] Any accumulated funds must only be used to promote SMHC's objectives.

[e] Upon termination of membership, for any reason, SMHC must purchase all shares in SMHC held by the terminating member(s) for the same amount per share as the member(s) originally paid, and subject to the Cooperatives Act and SMHC's bylaws.

14.0 Remuneration to Directors or Officers

Officers and directors of SMHC must not receive any payment nor benefit for services provided as officers or directors, but may receive a payment or benefit for services provided other than in their capacity as officers or directors for which SMHC might reasonably make or provide such payment or benefit.

15.0 Distribution of property upon dissolution:

If SMHC is dissolved, its assets must first be used to satisfy its debts and liabilities. Any remaining assets must not be distributed among members of SMHC, but instead transferred to, or distributed among, one or more non-profit housing co-operatives, non-profit organizations or charitable organizations with objectives similar or compatible with those of SMHC. Such organizations must prohibit the distribution of its -- or their -- income among members to an extent at least as is imposed on SMHC under this clause. SMHC's members must determine such distribution when or before the co-operative is dissolved. This clause may only be changed by the unanimous vote of the members.

The following are the incorporating directors:

Douglas Crombie - Chairperson _____

Della Brown - Vice Chairperson _____

Arlene Floyd - Treasurer _____

Leonard Lock - Corporate Secretary _____

Astrid Deslandes - Director

Carma Florence - Director

Anne Halliday - Director

Patricia Higgins - Director

Heather Millar - Director

Jennifer Penfold - Director

Signed in the presence of:

Name of witness

Signature of witness

Date

These articles of incorporation were approved on October 27, 2004 at a Sarcee Meadows Housing Co-operative Ltd. general members' meeting.

List of original founders

“W.Y. PATERSON”
“JOHN C. SIMONS”
“DONNA HARING”
“R.J. FREDERICK”
“ARIE H. INTVELD”
“D. GRAHAM”
“J. DONNACHIE”
“N. MALM”
“L. TUNNEY”
“R. GREEN”

