



**SOCIETIES ACT
DISSOLUTION OF A SOCIETY**



The steps required to voluntarily dissolve a society and the supporting documentation which must be filed with the Registrar are as follows.

1. **EXTRAORDINARY RESOLUTION:** An extraordinary resolution is required for the voluntary dissolution of a society. "Extraordinary resolution" is defined in the *Societies Act* as follows:

"extraordinary resolution" means a resolution passed by a majority of not less than 3/4 of those members of a society who are entitled to vote as are present in person, or where proxies are allowed, by proxy, at a general meeting of which notice specifying the intention to propose the resolution as an extraordinary resolution has been given in the manner provided by the by-laws;

A copy of the extraordinary resolution approving the voluntary dissolution must be provided to our office. The document must be certified to be a true copy of the extraordinary resolution and it must be dated and signed by a director of the society. A suggested form of extraordinary resolution is available on the societies website.

2. **STATUTORY DECLARATION:** The society must ensure that it has disposed of all of its assets in a manner not inconsistent with its by-laws. The society must also ensure that it has no outstanding debts or liabilities. A statutory declaration of a director, stating that the society has no assets and no outstanding debts or liabilities must be filed with our office. A suggested form of the statutory declaration is available on the societies website.
3. **ORIGINAL CERTIFICATE OF INCORPORATION:** The society must surrender its original certificate of incorporation to the Registrar.

Upon receipt of the documents referred to above, the Societies Registry will be prepared to fix a date on which the society will be dissolved. If the society wishes to specify a future dissolution date, it can do so, but the extraordinary resolution must refer to this date.

**REGISTRAR OF SOCIETIES DEPARTMENT
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**REGISTRAIRE DES SOCIÉTÉS MINISTÈRE DE LA
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