

IN THE SUPREME COURT OF BRITISH COLUMBIA

Citation: *West Coast Cricket Organization v. Cricket
Canada,*
2026 BCSC 490

Date: 20260319
Docket: S259686
Registry: Vancouver

Between:

**West Coast Cricket Organization, Alberta Cricket Association,
Saskatchewan Cricket Association Inc. and Cricket Council of Ontario**

Petitioners

And

Cricket Canada, Amjad Bajwa and Maninder Gill

Respondents

Before: The Honourable Mr Justice Crerar

Reasons for Judgment

Counsel for the Petitioners:

A.L. Doolittle
G. Boothroyd-Roberts

Counsel for the Respondents:

P.R. Senkpiel, KC
C. Sayao
S. Sherrington
A. Gupta
R. Hamoni

Counsel for the Pacific Coast Cricket
Association (written submissions only)

D. Gautam

Place and Date of Hearing:

Vancouver
February 12, 2026

Written submissions:

February 17, 19, 20, 26;
March 4, 6, 9, 12, 2026

Place and Date of Judgment:

Vancouver
March 19, 2026

Table of Contents	Paragraph Range
<u>I. INTRODUCTION</u>	[1] - [4]
<u>II. LAW</u>	[5] - [17]
<u>III. FACTS</u>	[18] - [53]
<u>A. Dramatis personae</u>	[18] - [19]
<u>B. Background controversies</u>	[20] - [28]
<u>C. Competing calls for board meetings</u>	[29] - [41]
<u>D. Suspension and audit of petitioner member organisations</u>	[42] - [53]
<u>IV. DISCUSSION AND DECISION</u>	[54] - [72]
<u>V. RESPONDENTS' ARGUMENTS</u>	[73] - [91]
<u>VI. ORDERS</u>	[92] - [99]

I. INTRODUCTION

[1] Cricket Canada (“**CCanada**”) and its member provincial organisations are presently engaged in multiple civil wars. The petitioners, four of the ten provincial CCanada members (West Coast Cricket Organization, Alberta Cricket Association, Saskatchewan Cricket Association Inc., and Cricket Council of Ontario (“**WestCA**”, “**AlbertaCA**”, “**SaskCA**”, and “**OntarioCA**” respectively), bring this oppression petition under the *Canada Not-for-profit Corporations Act*, SC 2009, c. 23 (the “**CNCAct**”).

[2] The petitioner members represent those provinces hosting the vast majority of Canadian cricket teams. WestCA has been the British Columbia representative cricket member organisation since around 2004; OntarioCA that province’s

representative member since around 2010; and AlbertaCA since around 2023.^[1]
The petitioner members together hold 15 of the 21 member votes on the CCanada board: CCanada bylaws, article 3.14.

[3] The petitioner members seek the following orders:

- a) a special general meeting (“**SGM**”) be held with an independent chair, at which all CCanada members be allowed to vote under the bylaws;
- b) the CCanada directors only act in the ordinary course of business until the SGM takes place, such that the Executive Committee of the CCanada board take no further unilateral actions without necessary board approval;
- c) declaring the suspension of AlbertaCA to be of no force and effect as contrary to the bylaws.

[4] As set out below, the Court grants the orders sought.

II. LAW

[5] Blessedly, in this acrimonious, contentious, and complex dispute, the parties agree on the applicable law, while disagreeing on its application.

[6] The CNCAct s. 253 provides an oppression remedy analogous to those set out in federal and provincial business corporation statutes:

Application to court re oppression

253 (1) On the application of a complainant, a court may make an order if it is satisfied that, in respect of a corporation or any of its affiliates, any of the following is oppressive or unfairly prejudicial to or unfairly disregards the interests of any shareholder, creditor, director, officer or member, or causes such a result:

- (a) any act or omission of the corporation or any of its affiliates;
- (b) the conduct of the activities or affairs of the corporation or any of its affiliates; or
- (c) the exercise of the powers of the directors or officers of the corporation or any of its affiliates.

[7] The CNCAct s. 250 confirms that a “complainant” includes a present member of the corporation.

[8] Like the equivalent business corporation statutory provisions, the CNCAct s. 253(3) bestows on the court broad powers to remedy oppression:

Powers of court

(3) The court may make any interim or final order that it thinks fit, including an order

- (a) restraining the conduct complained of;
- (b) appointing a receiver or receiver-manager;
- (c) with respect to a corporation's affairs, requiring the amendment of the articles or by-laws or the creation or amendment of a unanimous member agreement;
- (d) directing an issue or exchange of memberships, debt obligations or securities;
- (e) appointing directors in place of or in addition to all or any of the directors then in office;
- (f) directing a corporation, subject to subsection (5), or any other person, to purchase the debt obligation of a debt obligation holder;
- (g) directing a corporation, subject to subsection (5), or any other person, to pay a member all or part of the amount that the member paid for their membership;
- (h) varying, setting aside or annulling a transaction or contract to which a corporation is a party and compensating the corporation or any other party to the transaction or contract;
- (i) requiring a corporation, within a time specified by the court, to produce to the court or an interested person financial statements in the form required by section 172 or an accounting in any other form that the court may determine;
- (j) compensating an aggrieved person;
- (k) directing rectification of the registers or other records of a corporation under section 255;
- (l) liquidating and dissolving a corporation;
- (m) directing an investigation under Part 15 to be made; and
- (n) requiring the trial of any issue.

[9] The principles governing oppression claims as set out in *BCE Inc. v. 1976 Debentureholders*, 2008 SCC 69 ("**BCE**") generally apply to an oppression claim under the CNCAct: *Chief Marlowe v. Barlas*, 2025 NWTCA 6 at para 18; *Surrey Knights Junior Hockey v. The Pacific Junior Hockey League*, 2020 BCCA 348 at para 116.

[10] A two-stage analysis governs oppression claims:

- a) Does the evidence support the reasonable expectation asserted by the complainant?
- b) If so, then were the complainant's reasonable expectations violated by conduct falling within the terms "oppression", "unfair prejudice" or "unfair disregard" of a relevant interest?

[*BCE* at para 68]

[11] Determining the reasonable expectations of a complainant at the first stage is itself a two-stage analysis:

- a) First, the complainant must subjectively identify their expectations.
- b) Second, the court must determine, objectively, whether those expectations were reasonable.

[*Jaguar Financial Corporation v. Alternative Earth Resources Inc.*,
2016 BCCA 193 at para 113;
BCE at paras 62 and 70;
Stahlke v. Stanfield, 2010 BCSC 142 at para. 11,
aff'd 2010 BCCA 603 at para 18]

[12] In determining whether an expectation is reasonable, useful factors to consider include general commercial practice; the nature of the corporation; the relationship between the parties; past practice; steps the claimant could have taken to protect themselves; representations and agreements; and the fair resolution of conflicts between stakeholders: *BCE* at paras 72–84.

[13] If the court determines that the shareholder's reasonable expectations have been violated, the analysis turns to whether that violation was "oppressive", "unfairly prejudicial", or unfairly disregarded a relevant interest.

[14] "Oppressive conduct" carries the sense of conduct that is coercive and abusive and suggests bad faith. It refers to conduct that is "burdensome, harsh and wrongful" and "a visible departure from standards of fair dealing": *BCE* at paras 67 and 92

[15] “Unfair prejudice” concerns a less culpable state of mind that nonetheless has unfair consequences. It refers to conduct that is unjustly or inequitably detrimental to the legitimate interests of a shareholder, given their reasonable expectations. A combination of acts, none of which is sufficient on its own, may in their totality constitute unfair prejudice: *BCE* at paras 67 and 93.

[16] “Unfair disregard” involves a less serious wrong than oppression or unfairly prejudicial conduct. It includes favouring a director by failing to properly prosecute claims: *BCE* at para 94.

[17] The focus of conduct that is “oppressive” is on the character of the conduct complained of, while the focus of conduct that is “unfairly prejudicial” is on the effect of the impugned conduct on the injured shareholder: *Beck v. 0973415 B.C. Ltd.*, 2021 BCSC 2323 at para 35.

III. FACTS

A. *Dramatis personae*

[18] The following *dramatis personae* will facilitate clarity and conciseness in these reasons (CCanada directors in bold):

Name	Title	Aligned
Saad Ahmed	President, Cricket Newfoundland and Labrador	respondents
Habeeba Bader	Director, CCanada	no affidavit
Amjad Bajwa	President and Director, CCanada	respondents
Zahoor Butt	Director, CCanada; vice president OntarioCA	petitioners
Kapil Choudhary	President, Cricket New Brunswick	respondents
Maninder Gill	Secretary and Director, CCanada	respondents
Vimal Hardat	Director, Pacific Coast Cricket Association (“PacificCA”); former president, WestCA; former president, CCanada	respondents
Rana Imran	Director, CCanada; President, SaskCA	petitioners

Bhavjit Jauhar	Director and Secretary, WestCA	petitioners
Amit Joshi	President, Nova Scotia Cricket Association	respondents
Pawanjit Joshi	Director, CCanada; former director, PacificCA	respondents
Salman Khan	Former CEO, CCanada	no affidavit
Arvinder Khosa	President, WestCA	petitioners
Subrata Mandal	Treasurer, La Federation du Cricket du Quebecois Inc.	respondents
Charles Pais	Treasurer, CCanada	no affidavit
Hardik Patel	Vice-president, AlbertaCA	petitioners
Praim Persaud	Vice-President and Director, CCanada; former vice-president, OntarioCA	respondents
Tazul Riad	President, PEI Cricket Association	respondents
Harjit Sandhu	Former director, WestCA	respondents

[19] As an aside, the absence of a *dramatis personae* at the hearing of this already excessively complicated hearing, compressed into a single day (from an original two-day estimate), further exacerbated the process. At any hearing where more than 12 names will be mentioned, counsel should as a matter of course prepare and hand up to the Court at the outset of the hearing a list of names and titles and party affiliations, if any, of all witnesses and other individuals arising in the evidentiary narrative. That said, the Court is grateful for the parties' post-hearing *dramatis personae*.

B. Background controversies

[20] The complex and ever-changing factual landscape is evidenced by the 51 affidavits provided to the Court at and after the hearing. These reasons will focus only on the key facts necessary to address the issues raised in the petition and response.

[21] It is apparent that CCanada's governance difficulties and internal struggles are not entirely recent, as indicated by three of several past controversies referred to by the parties, that form the background for the present application. The petitioners raised these controversies among the multiple grounds for oppression initially advanced. As it became apparent that individuals aligned with the petitioners, as past and present board members, would also shoulder some of the blame for the board's neglect in these areas, they were less emphasised by the petitioners.

[22] The first controversy concerns financial statements. For the past decade, until just recently, CCanada filed annual returns that incorrectly designated itself as a "non-soliciting corporation". As a result of these filings, CCanada avoided the requirement to file audited financial statements. On November 26, 2025, CCanada corrected its stated status, filing corrected annual returns and financial statements for the years 2016 through 2024.

[23] Despite this correction, the auditor the 2024 financial statements concluded that it was not possible to express an audit opinion, as he was unable to obtain sufficient appropriate audit evidence concerning the underlying nature, classification, and timing of significant receipts and disbursements related to a licensee, due to missing supporting agreements and documentation. As at the date of the hearing, the audit of the 2024 financial statements remained incomplete.

[24] The second controversy concerns the CCanada Chief Executive Officer from December 2024 to October 2025: Salman Khan. In March 2025, the CCanada board learned of criminal charges against Mr Khan -- one count of fraud and theft over \$5,000 from the Calgary and District Cricket League -- allegedly arising from Mr Khan's past role as president of that organisation. The CCanada board initially decided not to take steps against Mr Khan until the status of his case or its impact on CCanada changed.

[25] On October 1, 2025, Sport Canada sent a letter to the CCanada board, raising concerns over Mr Khan's ongoing involvement in the governance and financial aspects of CCanada, given the criminal charges. On October 15, 2025, the Centre for Ethics in Sport suspended CCanada from the Canadian Safe Sport

Program, due to its failure to meet its obligations: a responsibility ultimately resting on Mr Khan as CEO.

[26] On October 19, 2025, the CCanada board Executive Committee suspended Mr Khan, with full pay, with the ultimate outcome to be determined through the formation of a special committee and full board discussions. On December 10, 2025, a majority of the board voted to terminate Mr Khan.

[27] The third controversy concerns CCanada’s licencing of the GT20 League, a major professional cricket tournament held annually in Canada. On December 23, 2024, CCanada terminated its licencing agreement with Bombay Sports as organiser of the GT20. In January 2025, CCanada entered into a binding term sheet with National Cricket League (“NCL”) for the GT20 licence. On April 14, 2025, CCanada issued a press release announcing the award to NCL. No definitive contract had yet been reached with NCL, however. At the September 22, 2025 CCanada board meeting, Mr Khan advocated that CCanada immediately terminate the NCL term sheet, based on an undisclosed legal opinion that CCanada could do so with no risk or penalty. The board members split on whether or not to terminate the NCL term sheet.

[28] On January 7, 2026, the petitioner members learned that CCanada had entered into a definitive agreement with NCL as of December 18, 2025, for a 25-year term. The petitioner members assert that Mr Gill and certain other directors caused CCanada to enter into this contract without requisite board approval.

C. Competing calls for board meetings

[29] The CNCAAct, s. 167 sets out who can call board meetings:

Requisition of meeting

167 (1) The members of a corporation who hold the prescribed percentage of votes that may be cast at a meeting of members sought to be held, or a lower percentage that is set out in the by-laws, may requisition the directors to call the meeting for the purposes stated in the requisition.

...

Directors calling meeting

(3) On receiving the requisition referred to in subsection (1), the directors shall call a meeting of members to transact the business stated in the requisition, unless

(a) a record date has been fixed under paragraph 161(1)(a);

(b) the directors have called a meeting of members and have given notice of the meeting under section 162; or

(c) the business of the meeting as stated in the requisition includes matters described in paragraphs 163(6)(b) to (f).

Member calling meeting

(4) If the directors do not call a meeting within the prescribed period after receiving the requisition referred to in subsection (1), any member who signed the requisition may call the meeting.

[30] Specifically, the bylaws allow a SGM to be called at any time through the written requisition of members who hold five percent (5%) of the votes on the CCanada board:

Special Meetings.

3.2 Special Meeting - A Special Meeting of the Members may be called at any time by the President, the Board of Directors or upon the written requisition of members who hold five percent (5%) of the votes of the Corporation. The agenda of Special Meetings will be limited to the subject matter for which the meeting was duly called.

[31] On October 22, 2025, a full board meeting was called for October 27, 2025, to address Mr Khan's suspension.

[32] That same day, Mr Imran sent an email seeking to call a SGM on November 15, 2025, to remove Messrs Bajwa, Persaud, Klair, and Gill as directors. This call was supported by Messrs Butt (WestCA) and Khosa (OntarioCA), and the AlbertaCA "Executive Team."

[33] In response to the competing calls for meetings, on October 23, 2025, an in-person board meeting was called for October 30, 2025. Messrs. Virk, Butt, Imran, and AlbertaCA did not support this meeting

[34] Messrs Virk, Butt, and Imran did not attend the October 30, 2025 board meeting. At that meeting it was resolved that an oversight committee, comprised of Messrs Bajwa, Persaud, Klair, P. Joshi, Gill, and Pais, would take steps to finalise the definitive agreement with NCL.

[35] On October 31, 2025, in a request initiated by Amit Joshi, over two thirds of the provincial members requested that the board set up an SGM.

[36] On November 17, 2025, the CCanada board formed a review committee consisting of Messrs Klair, Bajwa, Persaud, Pais, P. Joshi, A. Joshi, and Gill to

examine the circumstances surrounding Mr Khan's hiring. That committee met on November 20, 2025 and produced a "Committee Investigation Report" that recommended that the CCanada board immediately terminate the employment contract of Mr Khan. As set out above, on December 10, 2025, CCanada held a board meeting, where a majority of the board voted to terminate Mr Khan. The termination was announced the next day.

[37] On December 13, 2025, CCanada held an SGM. The meeting lasted for over three hours. By all accounts, it was highly acrimonious. The AlbertaCA delegate was removed from the meeting. Mr Gill brought forward a motion to suspend the meeting, and the meeting was suspended before any vote on any resolution.

[38] On December 14, 2025, petitioner members WestCA, AlbertaCA, and SaskCA submitted a requisition to the CCanada directors calling for an SGM, with the stated purpose of the SGM to consider a resolution to remove Messrs Bajwa, Persaud, Gill, and Klair as CCanada directors, and, if passed, to elect directors to fill the vacancies.

[39] Under the CNCAAct, s. 130(1) and article 4.12 of the CCanada bylaws, a director can be removed from office through an ordinary resolution of the members at a special meeting. CNCAAct s. 130(3) states that "[a] vacancy created by the removal of a director may be filled at the meeting of the members at which the director is removed".

[40] On December 16, 2025, Mr Gill, the CCanada Secretary, acknowledged receipt of the SGM requisition.

[41] On December 24, 2025, the petitioner members filed the present petition, seeking the SGM within 21 days.

D. Suspension and audit of petitioner member organisations

[42] Days after the December 14th SGM requisition, two developments sought to ensure that neither AlbertaCA nor WestCA—requisitioning members and petitioners—would be able to vote at that meeting.

[43] First, on December 18, 2025, after a December 17–18 email discussion amongst CCanada board members, the CCanada board Executive Committee purported to suspend Alberta’s membership, removing its right to vote at any upcoming general meeting, including any SGM. We will discuss the legality of this vote below.

[44] Second, on December 17, 2025, the British Columbia Mainland Cricket Association (“**BCMCA**”), the largest British Columbia cricket league, notified CCanada and WestCA that it was withdrawing from WestCA.

[45] On January 13, 2026, the Pacific Coast Cricket Association (“**PacificCA**”) asserted that it now had the support of the BCMCA. It thus now possessed “effective control” of cricket in British Columbia, such that it should replace WestCA as the CCanada provincial member representing British Columbia.

[46] PacificCA is a brand new entity. It had been incorporated just six days earlier—on January 7, 2026—by Pawanjit Joshi, a CCanada director aligned with the respondents.

[47] By article 2.2 of the bylaws, there can only be one organisation representing a given province as a CCanada member:

2.2 Provincial Member - Any provincial cricket association that demonstrates effective control of organized competitive cricket within the province concerned will be considered a Member with voting privileges at any Meeting of the members. There shall only be one provincial member from each province.

[48] Article 2.2.1 allows the board to determine which provincial cricket organisation demonstrates effect control such that it will be that province’s sole member:

Effective control is determined by the Board; or by a committee delegated this authority by the Board and is based on the organization demonstrating that it:

- a) Fulfills or continues to fulfill the membership admission criteria listed in bylaw 2.3
- b) Has significant membership within the province it represents;
- c) Has an established effective governance structure meeting Cricket Canada expectation, and follows this structure in its operations;

- d) Conducts Annual General and Members Meetings (Cricket Canada must be notified of all member General Meetings and be given the option of sending an observer);
- e) Has a comprehensive financial management policy, including financial controls and reporting to members through approved financial statements;
- f) Operates provincial development programmes and, if numbers permit, long (40 overs or more) and short (20 overs) format competition for senior and junior men and women accessible to all cricketers in the province;
- g) Has certified coaches and officials;
- h) Aligns with Cricket Canada Objectives, Rules, Policies and Programs
- i) Operates in a safe, inclusive & effective manner

[49] Article 2.14 of the bylaws permits an audit to determine whether an existing provincial member still retains effective control of cricket in that province:

2.14.1 Members shall provide an annual report demonstrating effective control prior to the Association AGM.

2.14.2 Audit of effective control: The Board of Cricket Canada may, at any time, evaluate the operations of a provincial member in order to determine if the member retains effective control of cricket in that province.

2.14.3. : Such an audit may take place:-

a) If a formal complaint has been received by Cricket Canada by the majority of board members of the provincial member, a league or other organization affiliated with the provincial member, or a provincial level organization not affiliated with the provincial member who can demonstrate they control a significant amount of cricket in that province, the board first will determine if all other avenues for resolving the dispute have been exhausted, but then may initiate the audit process;

b) The Board by Special Resolution determines such an audit is warranted irrespective of a complaint being received.

2.14.4: If the Board determines an audit should take place then:-

a. Cricket Canada will notify the existing provincial member

b. An audit committee be set up consisting of two Directors, two representatives from provincial members and an independent chair.

c. The audit committee will inform the provincial member of the areas under investigation, and supporting evidence required.

d. The provincial member has 14 days after receipt to file any documentation it wishes to Cricket Canada to demonstrate effective control.

e. The audit committee will provide a report and recommendation to the Board within 14 days of receipt of response from the provincial

member.

f. The Board will evaluate the evidence provided and decide whether the existing member retains effective control

g. If the existing provincial member is deemed to no longer have effective control then their membership is suspended and ceases to be in good standing as per by-law 2.13, although players and officials remain eligible to take part in Cricket Canada programmes and events.

h. Suspension imposed via this process within 90 days of the date of a General Meeting of Members will not impact voting rights until after the meeting.

i. Cricket Canada will assume responsibility for provincial level cricket in the province, until the member can demonstrate that they exert that control.

j. If the member is not in good standing for 2 years and is still unable to demonstrate effective control, then their membership is terminated.

[50] On January 19, 2026, following PacificCA's application, the CCanada directors ostensibly held a vote for the formation of an audit committee to determine which organisation has effective control in British Columbia. Like the vote to suspend AlbertaCA, the vote was held by e-mail.

[51] On February 15, 2026, three days after the hearing of this matter, the CCanada audit committee provided its audit report, concluding that PacificCA has effective control of cricket in British Columbia. WestCA contests that process, and provides a "memorandum of members": various cricket clubs in the BCMCA contesting its president's authority to shift the league from WestCA to PacificCA. The CCanada directors have not yet voted to replace WestCA with PacificCA as the British Columbia provincial member for CCanada.

[52] On February 17, 2026, five days after the hearing of this petition, Deepak Gautam, counsel for PacificCA, wrote to the Court requesting to participate in the present proceeding. The Court directed PacificCA to proceed by way of written submissions. PacificCA provided a submission and then a revised submission, along with 29 affidavits, to which the other parties responded.

[53] I have reviewed and considered the PacificCA materials and arguments, effectively giving it standing to express its position and provide its evidence. I have considered these submissions and this evidence with caution, however, for several reasons:

- a) The petition does not seek any direct relief with respect to PacificCA (PacificCA did not even exist when the petition was filed). Nor does it seek to set aside or quash the CCanada audit committee;
- b) As set out below, the SGM will occur within the 90-day grace period during which the voting rights of a member deemed to no longer have effective control over a province's cricket are unaffected by the change in status: CCanada bylaws, article 2.14.4(h), quoted above. WestCA would thus be entitled to vote regardless of which organisation is deemed the British Columbia provincial member of CCanada;
- c) As indicated by the remarkable timing of events set out above, and the fact that PacificCA is incorporated by a CCanada director allied to the CCanada directors the petitioners seek to remove, it is clear that the freshly-incorporated PacificCA is, like the email vote suspension of AlbertaCA, yet another rearguard action by the respondents;
- d) There remains controversy about the internal governance authority for the sudden movement by BCMCA from WestCA to the brand-new PacificCA, on which PacificCA's bid for effective control of British Columbia cricket rests. Again, the timing strongly indicates that BCMCA's move is simply another rearguard action designed to stymie the present petition;
- e) Central figures in PacificCA, including its incorporator Pawanjit Joshi, and PacificCA director Vimal Hardat, were aware of the petition and the petition hearing date, but waited until after the petition hearing to seek participatory rights in this proceeding;
- f) The PacificCA incorporator and former director Mr P. Joshi appears to be in a conflict of interest, serving as a director of both CCanada and PacificCA at the time he wrote to other CCanada directors, on January 13, 2026, advocating that CCanada conduct an audit to determine whether WestCA remained in effective control of cricket in British Columbia. On January 19, 2026, Mr Joshi voted on the purported e-mail motion to form the audit committee to investigate effective control over cricket in British Columbia. He did not recuse himself from either step.

He only resigned from his PacificCA directorship around February 13, 2026, the day after this petition was heard, and four days before PacificCA sought standing in these proceedings;

- g) Less than two years ago, in lengthy and considered reasons, Mr Gautam, counsel for PacificCA, was found in multiple conflicts of interest in an earlier cricket oppression proceeding: *Victoria and District Cricket Association v. West Coast Cricket Organization*, 2024 BCSC 65 at paras 91–183. There, the Court disqualified Mr Gautam and his law firm from representing the present petitioner WestCA (whose interests he now opposes, in representing PacificCA: raising another level of potential conflict), for his multiple legal and professional roles in various cricket organisations in British Columbia, which could have required his testimony on matters of substance, and which could have compromised his duties to the court; and
- h) PacificCA complains that CCanada is oppressive towards PacificCA in not yet recognising PacificCA as a member, as the organisation exercising effective control over cricket in British Columbia. PacificCA is free to bring such complaints, appropriately, in its own oppression petition against CCanada, rather than piggybacked onto the present petition after the exchange of materials and the hearing.

IV. DISCUSSION AND DECISION

[54] The Court will not explore, let alone resolve, every situs of dysfunction raised by the parties and the would-be intervenor PacificCA: it is clear that this civil war permeates cricket associations across Canada at the club, provincial, and federal levels.

[55] The most blatant and clear example of oppression is found in CCanada's suspension of AlbertaCA as a member of CCanada, in clear procedural breach of CCanada's own bylaws through an unauthorised email chain vote.

[56] On December 18, 2025, days after receiving the meeting requisition calling for a vote to remove four directors from office, the CCanada directors (including all four of those directors sought to be removed) suspended AlbertaCA as a member.

[57] Specifically, on that date Mr Gill sent an e-mail to the CCanada directors, proposing a motion to suspend AlbertaCA's membership in CCanada. In support of his motion, Mr Gill made several allegations against AlbertaCA, including that unnamed individuals had engaged in "inflammatory communications" and "accusatory language":

Dear Board Members

Cricket Canada, as the National Sport Organization for cricket in Canada, is committed to upholding the highest standards of governance, integrity, and professionalism. These standards are reflected in our stated mission:

"To enable, enhance and encourage cricket in Canada."

"To develop athletes, coaches and officials to represent Canada at regional, national and international competitions."

"To act as the sole authority governing the sport of cricket in Canada."

The Alberta Cricket Association continues to openly challenge our authority as the governing body for the sport of Cricket in Canada. Their conduct has been unacceptable and they have breached Cricket Canada's governance provisions, including our Bylaws and Code of Conduct, through the following conduct:

1. **Issuing retaliatory and inflammatory communications**, including involving Cricket Canada's governing organizations and external commercial vendors in internal disputes, contrary to the principles of confidentiality and professionalism outlined in the Code of Conduct.
2. **Persistent use of hostile and accusatory language**, undermining respectful communication and collaboration expected of all members.
3. **Actions detrimental to Cricket Canada's reputation**, including public escalation of internal matters and disregard for the NSO's authority.
4. **Unprofessional conduct at the recent SGM**, where ACA's delegate made statements undermining other provincial members and issued demeaning personal remarks about the Chair's spouse, in violation of Cricket Canada's standards of respect and decorum.
5. **Exclusionary Practices**: ACA currently has a significant number of players in Alberta either not in good standing or denied/withholding membership despite repeated attempts to join. These practices are inconsistent with Cricket Canada's mission to enable, enhance, and encourage cricket for all participants across Canada. A provincial Member cannot operate in a manner that disenfranchises a significant portion of its cricket community.

These actions constitute breaches of **Sections 6.1(a), 6.1(d), 6.1(m), and 7.1(b)-(f), 7.1(i)** of the Cricket Canada Code of Conduct and relevant provisions of the Cricket Canada Bylaws.

Motion

I move a motion effective immediately, to find ACA to be NOT in good standing as a Member of Cricket Canada, and that ACA's membership in Cricket Canada be hereby suspended.

Impact of Suspension

- ACA loses all voting rights at Cricket Canada meetings.
- ACA itself is ineligible for participation in Cricket Canada-sanctioned events, programs, or committees until reinstatement.
- ACA's players and officials remain eligible to participate in Cricket Canada programs and events during this suspension period.

Conditions for Reinstatement

To restore membership privileges, ACA must:

1. Provide all requested governance documentation, including AGM records (2022 to 2025) and membership compliance details.
2. Issue a formal written undertaking to comply with Cricket Canada's bylaws and Code of Conduct, including commitments to respectful communication, confidentiality, and inclusive practices aligned with Cricket Canada's mission.

Failure to meet these conditions within **90 days** of this notice will result in further disciplinary action as per our bylaws.

[bold text in original]

[58] The CCanada directors did not give notice to AlbertaCA that they were considering a motion to suspend its membership. Nor did they provide AlbertaCA any opportunity to respond to the allegations set out in the purported motion.

[59] Several CCanada directors sent emails in response to Mr Gill's December 18, 2025 email, purporting to vote in favour of Mr Gill's motion.

[60] CCanada director Mr Virk pushed back in response to Mr Gill's email:

The proposed suspension of ACA as a provincial member is a matter of significant importance. In accordance with organizational governance, it is imperative that a formal meeting of the Board of Directors be convened to address this issue.

To proceed, please provide the Board with substantive evidence supporting the allegations you have raised against ACA. As you have indicated that ACA may be in violation of multiple sections of the code of conduct, the Board must review each alleged infraction in detail. You have claimed violation of bylaws but have not provided details of which bylaw ACA is in violation of.

Additionally, it is necessary to clarify whether an official complaint has been filed against ACA by you. You cannot initiate suo moto action against ACA; they must be provided a copy of your complaint and given an opportunity to respond. If such a complaint exists, we may need to adhere to the established policy for complaint handling.

[61] Just over 24 hours after his email motion, at 11:25AM on December 19, 2025, Mr Bajwa added this conclusory email to the email chain, declaring the motion passed:

Having received a majority vote in favor, the motion is adopted. The board resolves to suspend the Alberta Cricket Association pending review of election and other irregularities.

[62] Before declaring that the Gill motion had passed, Mr Bajwa did not address or respond to the objections stated in Mr Virk's December 18th e-mail.

[63] Mr Bajwa declared the motion adopted before all directors had had the opportunity to provide their views. After Mr Bajwa's email declaring the vote, Rana Imran, another CCanada director, joined Mr Virk in objecting to the process:

I concur with the observations made by Qassim Virk. It is evident that the Secretary and President are not adhering to the proper procedures for convening a board meeting as outlined in the bylaws. Instead, there appears to be an attempt to push through an improper resolution via email correspondence.

...

The practice of passing resolutions via email represents a serious irregularity and a breach of the bylaws, which could have legal consequences. I strongly urge the board to refrain from engaging in such actions. A thorough investigation should precede any decision, as the current approach is procedurally and legally flawed.

[64] On December 19th, Mr Gill wrote to representatives of the CCanada provincial members: "[e]ffective immediately" AlbertaCA "is found to be NOT in good standing, and its membership in Cricket Canada is hereby SUSPENDED." The letter further stated that, during the period of suspension, AlbertaCA "loses all voting rights at Cricket Canada meetings." The suspension letter repeated the allegations against AlbertaCA set out in his December 18 email.

[65] The unparticularised allegations set out in the December 18th email motion and December 19th letter are heavily contested. AlbertaCA affiants provide detailed responses to Mr Gill's allegations.

[66] That all said, I agree with the petitioners that this Court need not determine whether or to what extent the complaints against AlbertaCA are valid. The email vote on this serious matter, significantly impacting AlbertaCA and its members,

clearly violates CCanada's own bylaws, and was procedurally invalid. The email motion breached multiple bylaws designed to protect due process and natural justice of the CCanada members and their constituents.

[67] The CCanada bylaws do not permit a motion of the directors to be passed by email:

- a) Article 4.16 requires that all directors be given at least five days' notice of any meeting of the Board.
- b) Article 4.18 requires five directors' quorum for a Board meeting.
- c) Articles 4.22 and 4.23 permit a meeting by teleconference or other electronic means, but only with the consent of all directors:

4.23 Meetings by Other Electronic Means - The Directors may meet by other electronic means that permit each Director to communicate adequately with each other provided that:

- a) The Directors have passed a resolution addressing the mechanics of holding such a meeting and dealing specifically with how security issues should be handled, the procedure for establishing a quorum and for recording votes;
- b) Each Director has equal access to the specific means of communications to be used;
- c) Each Director has consented in advance to meeting by electronic means using the specific means of communication proposed for the meeting.

[68] None of these requirements were met. Mr Gill's December 18, 2025 email string cannot constitute a resolution of the board. No meeting of the board was called. The directors were not given any notice of a meeting. The directors did not consent to meeting by "other electronic means". There was no quorum for any purported meeting. Members were not provided adequate time or an appropriate forum to debate and discuss this important and impactful motion, and contrary views were ignored.

[69] In any case, purporting to put forward this motion by email deprived the directors the opportunity to discuss and consider an important resolution at a meeting of the board. The policy of requiring contentious resolutions to be considered at a meeting of directors is reflected in CNCAAct, s. 140(1) and articles

4.22 and 4.23 of the CCanada bylaws, which only permit resolutions to be passed outside of a meeting if there is unanimous agreement of the directors and the resolution is signed by all directors.

[70] It was both a subjective and objective reasonable expectation that CCanada would adhere to its bylaws, particularly when it takes the significant and prejudicial step of purporting to expel a member organisation representing the cricket associations and players within Canada's fourth most populous province. Specifically, it was both a subjectively and objectively reasonable expectation that the CCanada board would not suspend a member without a procedurally fair process, and not arbitrarily remove the voting rights of a member. The failure to comply with its governing rules has resulted in inequity and unfairness towards its members. CCanada's actions in doing so exhibited each of oppression, unfair prejudice, and unfair disregard of the interests of AlbertaCA and its constituents.

[71] The Court declares the purported suspension of AlbertaCA to be a nullity, of no force and effect. AlbertaCA remains a member of CCanada, with full voting and other rights.

[72] While not expressly advanced as oppression in itself, all of the petitioners save OntarioCA have duly requisitioned a SGM under the bylaws and CNCAct over three months ago. They are entitled to that SGM. Denial and delay of the SGM constitutes another act of oppression in itself. The SGM should be held as soon as reasonably possible. The petitioners should not be prejudiced by any actions of the respondents, directly or indirectly, pending the proper convention on the delayed SGM. The respondents should not benefit from their delay and refusal to call the SGM as properly requisitioner under the bylaws and the CNCAct.

V. RESPONDENTS' ARGUMENTS

[73] Before concluding, I shall address the respondents' main arguments.

[74] The respondents argue that the relief sought is not sufficiently connected to the oppression alleged. They point to the wide array of alleged oppression advanced by the petitioners in the original petition: still a wide array, even as pared down by the hearing.

[75] Again, the Court will not run down every rabbit hole argument, but will focus on the main and most clear grounds of oppression: the email vote suspension of AlbertaCA, and the failure to hold the requisitioned SGM. Again, the board failed to comply with its own bylaw requirements for the conduct of a board meeting, including votes on important matters such as the suspension of AlbertaCA, and has failed to convene the SGM as requisitioned. Ordering CCanada to convene the SGM as requisitioned is an appropriate remedy, sufficiently tailored to address the arbitrary meeting procedures initiated by Mr Gill, confirmed and conducted by Mr Bajwa, and supported by Messrs Persaud, P. Joshi, and Klair, and Habeeba Bader.

[76] The respondents next argue that no remedy should be granted as the petitioners come to the court with unclean hands. They note that the oppression remedy is "often described as providing an 'equitable' remedy, despite its statutory origin": *1043325 Ontario Ltd. v. CSA Building Sciences Western Ltd.*, 2016 BCCA 258 at para 55, lv to appeal to SCC ref'd, 37186 (19 January 2017).

[77] Specifically, the respondents argue that the directing minds of the petitioners bring their petition solely in their own self-interests, and as retaliation for CCanada's termination of Mr Khan as CEO. The respondents argue that the directing minds of the petitioners have acted dishonestly, and that those who are also CCanada directors (Messrs Imran, Virk, and Butt), have also breached their fiduciary duties to act in the best interests of CCanada. More specifically, the respondents assert that Mr Imran had suggested that an organisation to which he is connected could become the new licensor for the GT20, despite the conflict of interest that this posed. They also assert that the petitioners misled CCanada members into believing that all members would be granted equal voting rights on a one-member-one-vote basis, in exchange for the non-petitioner members' support for a call to schedule an AGM.

[78] A party is not barred from equitable or equitable-adjacent relief because of misconduct unconnected to the relief sought: the doctrine of unclean hands does not permit a free-ranging inquiry into the moral history of the claimant. As noted last year by our Court of Appeal in *Takhar v. Phoenix Homes Limited*, 2025 BCCA 152:

[43] I note as well that the clean hands doctrine prevents a party from obtaining equitable relief where that party has engaged in misconduct that

has an immediate and necessary relation to the relief sought, in the sense that the party must be required to rely on its misconduct to establish the relief: *De Angelis v. Siemy*, 2022 BCCA 401 at paras. 36–39.

[79] The respondents' allegations against individual figures amongst the petitioner members cannot be resolved on the disputed affidavit evidence before the Court. Further, none of the impugned actions, even if they could be proven, have a sufficiently immediate and necessary connection to the reasonable expectations professed by the petitioners, or the relief they seek. Again, the petitioners have now pared down the basis for their relief, such that they are no longer asserting, for example, that the board ought to have moved more quickly to address the allegations against Mr Khan. As such, there no longer exists a sufficient nexus between the alleged unclean hands and the relief sought, even if the respondents' allegations could be proven. On this note, parenthetically, the respondents' arguments casting the petition as a vindication of Mr Khan are undermined by the petitioners' own criticisms of Mr Khan and the board's lassitude in suspending its former CEO.

[80] With respect to the petitioner individuals' alleged reneging on the vote distribution promise, those other members will have a ready remedy in potentially changing their votes at the SGM, to the detriment of the petitioners.

[81] Further, and particularly pertinent in the present proceeding, where the side pleading unclean hands is itself guilty of misconduct – as here -- the Court may decline to apply the doctrine. As stated in *Takhar*:

[45] Further, where both parties are guilty of misconduct (as the judge found), the court is not required to decipher which party bears more blame and it may be appropriate for the court to refuse to apply the clean hands doctrine (see: *Dia-Kas Inc. v. Virani* (1997), 88 B.C.A.C. 26 at para. 22; *Suleiman v. Saffuri*, 2004 CanLII 11809 (ON SC) at para. 33; *Nagel's* at para. 86; *Petersen v. Hawley*, 2021 BCSC 2348 at para. 61, aff'd 2022 BCCA 169).

[82] Finally, the respondents argue that AlbertaCA should proceed with CCanada's internal dispute resolution processes rather than resorting to the external court process seeking relief from oppression. The respondents cite *Hart v. Roman Catholic Episcopal Corporation of the Diocese of Kingston, in Canada*, 2011 ONCA 728, lv. to appeal to SCC ref'd, 34625 (17 May 2012):

[18] A second exception is ***where the rules of a self-governing organization, especially a religious organization, provide an internal***

dispute resolution process. A person who **voluntarily chooses to be a member of a self-governing organization and who has been aggrieved by a decision of that organization must seek redress in the internal procedures of the organization:** see *Levitts Kosher Foods v. Levin* (1999), 45 O.R. (3d) 147 (S.C.).

[19] The courts will interfere in the internal affairs of a self-governing organization **in only two situations: where the organization's internal processes are unfair or do not meet the requirements of natural justice; or where the aggrieved party has exhausted the organization's internal processes.** In the latter case, subject to any enabling statutory provision, the reviewing court will not consider the merits of the internal decision, but will determine only whether the decision was carried out in accordance with the organization's rules and the requirements of natural justice...

[emphasis added]

[83] There are both practical and jurisprudential replies to this proposition.

[84] Practically speaking, the internal dispute resolution process will be that dictated by the present directors. Under the CCanada Dispute Resolution and Internal Appeal Policy, the CCanada President (that is, Mr Bajwa), appoints the "Appeal Committee", raising significant concerns about its neutrality given the recent acrimony and machinations. The first truly neutral party to adjudicate the grievance will be one or two appeal steps further: in the appeal or review process provided by Sport Dispute Resolution Centre of Canada ("**SDRCC**"). This leads to another aspect of impracticality and unfairness, for both the AlbertaCA and the stability of cricket in Alberta and Canada generally: that process could take months or years.

[85] These concerns are further exacerbated by the murky past of the CCanada internal appeal processes. There is no evidence that the Dispute Resolution and Internal Appeal Policy was ever in fact approved by the CCanada board. Under "approved by", the Policy document only records, "?". The document indicates that the Policy was last reviewed in 2017. On the evidence, there is no proven history of fair, or indeed any, adjudication under the internal appeal process. Indeed, the respondents only raise the appeal process in these proceedings. Neither Mr Gill nor Mr Bajwa, nor any of the CCanada directors referred to the internal appeal process after the e-mail vote to suspend AlbertaCA, as one would expect as a matter of fairness, after such a prejudicial and consequential board determination.

[86] Jurisprudentially, the principles set out in *Hart* presuppose that the organisation has complied with its own rules or bylaws. As stated in *Lakeside Colony of Hutterian Brethren v. Hofer*, [1992] 3 SCR 165 at 175, 1992 CanLII 37:

In deciding the membership or residence status of the defendants, the court must determine whether they have been validly expelled from the colony. It is not incumbent on the court to review the merits of the decision to expel. It is, however, called upon to determine whether the purported expulsion was carried out according to the applicable rules, with regard to the principles of natural justice, and without *mala fides*. This standard goes back at least to this statement by Stirling J. in *Baird v. Wells* (1890), 44 Ch. D. 661, at p. 670:

The only questions which this Court can entertain are: first, whether the rules of the club have been observed; secondly, whether anything has been done contrary to natural justice; and, thirdly, whether the decision complained of has been come to *bonâ fide*.

[87] These principles are evidenced by the considerable body of British Columbia jurisprudence remedying procedural breaches of bylaws and other society rules, within both religious and non-religious societies. As stated in *Farrish v. Delta Hospice Society*, 2020 BCCA 312, lv to appeal to SCC ref'd, 39504 (8 April 2021) with respect to the analogous British Columbia legislation:

[50] ***British Columbia courts have found it necessary and appropriate on many occasions to “interfere in the internal affairs” of societies where and to the extent that the bylaws or the Act are being contravened.*** This includes societies that have express religious purposes. As the Attorney General observed in his factum, ***none of these societies is exempt from compliance with the provisions of their bylaws or the Act. The Court’s ability to remedy a contravention was not regarded as a broad jurisdiction, at least under the previous legislation:*** see *Sarjit Singh Gill v. Khalsa Diwan Society*, decided under s. 85 of the previous *Society Act*. In that instance, Low J., as he then was, reasoned:

The Court must find irregularities or errors before it has jurisdiction under s. 85. In my opinion, there must be some connection between any irregularity proven and the relief sought. The authority under this section is to correct the problem and make necessary ancillary and consequential directions. The scope of this section is not very broad and the court’s discretion is not unfettered. [At para. 20; emphasis added.]

(See also *Re Khalsa Diwan Society of Victoria* at para. 10; *De Guzman* at paras. 22–6; *Kaila v. Khalsa Diwan Society* at para. 36; *Garcha v. Khalsa Diwan Society* at para. 19; *Hara v. Khalsa Diwan Society* 1999 BCCA 409 at paras. 1, 10–1.) The new sections 104 and 108 of the *Act* may be seen as broadening the remedial jurisdiction of the Court to some extent.

[emphasis added]

[88] Indeed, recent cricket disputes have confirmed and illustrated this Court's willingness to adjudicate professed breaches of societal bylaws, from temples to churches, from hockey rinks to cricket pitches. Justice Giltrow helpfully assembles the applicable jurisprudence in the recent *Chowdhury v. British Columbia Mainland Cricket Association*, 2025 BCSC 2041:

Societies Act

[21] Courts are to exercise caution against readily intervening in the affairs of societies. However, as our Court of Appeal has stated, "British Columbia courts have found it necessary and appropriate on many occasions to 'interfere in the internal affairs' of societies where and to the extent that the bylaws or the Act are being contravened": Marchand CJBC for the Court in *Sidhu v. Kalgidhar Darbar Sahib Society*, 2024 BCCA 402, citing *Farrish v. Delta Hospice Society*, 2020 BCCA 312.

[22] The relationship between a society and its members is essentially contractual. The Court's jurisdiction, and its role, includes ensuring society actions comply with the Society's constitution and by-laws: *Sidhu* at para. 37, *Farrish* at paras. 37 and 46.

[23] In this case, it is compliance with the Society's constitution and purposes contained therein that is at issue. A society must have a constitution that sets out the purposes of the society (Societies Act, s.10), and it must not act inconsistently with those purposes (s. 7). Sections 104 and 105 of the Act are the means of enforcing the prohibition against the society acting inconsistently with its purposes. Section 104(1)(b) applies if "a society is carrying on activities that are inconsistent with or contrary to its purposes", and s. 105(1)(b) applies "if an omission, defect, error or irregularity in the conduct of the activities or internal affairs of a society results in...(b) the society acting inconsistently with or contrary to its purposes".

[24] Sections 104 and 105 of the Act correspond to the general prohibition against operating contrary to purposes set out at s. 7 of the Act:

7 (1) A society must not

(a) carry on any activity or exercise any power that the society is restricted by its bylaws from carrying on or exercising or that is contrary to its purposes, or

(b) exercise any of the society's powers in a manner inconsistent with those restrictions or purposes.

[25] Madam Justice Newbury's explanation in *Farrish* of the role of s. 104 along with s. 108 is helpful, and, in my view, extends equally to s. 105:

[107] ...These provisions are designed simply to ensure that the rights of members are protected and that the Act is generally complied with. ... It is open to any group of people who have some belief or objective in common, to join together and pursue their *clearly stated purposes*. When they obtain the advantage of corporate personality in the form of a society under the Act, however, the society itself and its directors become subject to

provisions such as ss.104 and 108 and its members acquire contractual rights and obligations *inter se* that may be enforced by courts of law. [Italic emphasis in original; underline emphasis added]

....

[27] The analytical framework for the application of s. 105 was confirmed by the Court of Appeal in *Delta Patriots Cricket Club* at paras. 13 and 18:

- a) The court must determine whether there has been an omission, defect or error in the conduct of the society's affairs;
- b) If so, has the omission, defect or error resulted in a breach of the Societies Act or its regulations or the society's constitution or bylaws, or rendered a resolution or proceedings of the society ineffective, or resulted in conduct contrary to the society's purposes; and
- c) If so, is it appropriate for the court to exercise its discretionary authority to remedy the irregularity, upon considering the effect of any such order on the society and its directors, officers, members and creditors.

[emphasis in original]

[89] Further, and specifically, this Court has found in several cases that in a fractious organisation, such as the present, it is not necessary to exhaust internal appeal processes before seeking relief from the courts: *Surrey Knights Junior Hockey v. The Pacific Junior Hockey League*, 2018 BCSC 1748 at para 109, aff'd 2020 BCCA 348. As stated by Justice J. Sigurdson in *Sportstown B.C. Holdings Ltd. v. British Columbia Soccer Association*, 2013 BCSC 2017:

[98] With respect to the defendant's argument that the plaintiffs have failed to exhaust their internal remedies, the law is clear that there is no obligation to exhaust internal remedies if the remedy is "unreasonable, impractical and ineffective": *Gee v. Freeman* (1958), 16 D.L.R. (2d) 65 (B.C.S.C.) at para. 18, cited with approval in *Vancouver Hockey Club*. I note the case of *Farren v. Pacific Coastal Amateur Hockey Association*, 2013 BCSC 498, relied upon by the defendant, involved a petition for judicial review of a decision of a "private" body, not a direct claim for damages. There is no basis before me to conclude that the plaintiff TSS would be able to obtain its requested relief under its claim for breach of contract from the CSA, and it is not appropriate for me to attempt to resolve that issue on an application to amend pleadings.

[90] Applying these general principles to the present case, in a statement particularly germane to the email vote to suspend AlbertaCA, *Lakeside Colony* notes at p. 222:

However, it must be remembered that natural justice requires procedural fairness no matter how obvious the decision to be made may be. It does not matter whether it was utterly obvious that Daniel Hofer Jr., David Hofer and Larry Hofer would be expelled. **Natural justice requires that they be given notice of a meeting to consider the matter, and opportunity to make representations concerning it.** This may not change anything, but it is what the law requires.

[emphasis added]

[91] At p. 223, *Lakeside Colony* also highlights the issues that arise out of proceeding in the absence of voting members:

When considered from the point of view of the two voting members of the colony who were not present at the January 21, 1987 meeting, the notice seems even more inadequate. **Those two members had no notice that the expulsion of one of their brethren was to be considered at the meeting. Of course, this is because the issue of expulsion only arose due to conduct at the meeting, but this does not change the fact that the two absent members were deprived of the opportunity to participate in those discussions. Had they known that such an important decision was to be made, it is quite possible that they could have made greater efforts to attend.**

[emphasis added]

VI. ORDERS

[92] The orders sought are minimally intrusive into the affairs of CCanada. They realise the requirements of its own bylaws, and the reasonable expectations of the members. With an eye to judicial restraint in intervening in society disputes, it is appropriate for the Court to exercise its discretion to issue the orders sought.

[93] The respondents acted to change the *status quo* and acted contrary to the bylaws and the reasonable expectations of the petitioners on December 18–19, 2025 with the non-compliant email board meeting and vote to suspend AlbertaCA. The Court will preserve the CCanada *status quo* as it existed at that date, with any changes of any substance that purportedly occurred between that date and the present to be a nullity, of no force and effect. Other courts have remedied oppression in the form of irregular votes contrary to the petitioner’s reasonable expectations by returning the parties to the *status quo* as it existed before those breaches: see, for example, *Bradley v. Bradley*, 2001 BCSC 815 at paras 30–32, 39 (all previous unilateral actions and new meeting resolutions set aside, and a new general meeting, with an independent chairperson, ordered); *Otwara Co. Ltd. v. Masuda*, [1992] BCJ No 427 at paras 14–15, 1992 CanLII 947 (registers of

members and allotments rectified to state before prejudicial vote); *International Energy and Mineral Resources Investment (Hong Kong) Company Limited v. Mosquito Consolidated Gold Mines Limited*, 2012 BCSC 1191 at para 170 (new meeting ordered due to voting irregularities, including unauthorised Televote format).

[94] None of the orders affect the orderly consideration of the conduct of AlbertaCA or the issue of the effective control of cricket in British Columbia, both of which were the subject of the unauthorised email board discussions and votes. Those processes can recommence, if appropriate, after the SGM. Those processes shall comply strictly with the bylaws and the CNCAct. Without making a definite order, it would appear that as a preliminary issue, BCMCA's decision to switch from WestCA to PacificCA should be demonstrably, wholly compliant with its own bylaws and other governing enactments, and be clearly authorised by the board and its member organisations as required.

[95] In this, the respondents' alternative proposal and offer, set out in its February 17, 2026 submissions—that CCanada appoint an entirely independent SDRCC arbitrator to consider and finally decide each of the British Columbia and Alberta effective control disputes urgently—should be given serious consideration by both sides. If pursued, it is recommended that the petitioners be invited to provide their input as to the appropriate arbitrator.

[96] In summary, the Court orders that:

- a) CCanada shall hold the SGM that was requisitioned on December 14, 2025, to take place within 21 days of these reasons, or as otherwise agreed by the parties;
- b) The CCanada directors and board shall strictly comply with all CCanada bylaws and the CNCAct with respect to the SGM, including notice, voting, and conduct;
- c) The SGM will be chaired by an independent chair. The petitioner members propose Brett Kagetsu, head of Vancouver Gowling's Business Department, to serve. The respondents do not oppose the appointment of an independent chair or, specifically, the appointment of

Mr Kagetsu. Mr Kagetsu is apparently willing to serve. The Court so orders;

- d) At the SGM, the independent chair will determine any dispute that may arise at the SGM in relation to the interpretation of the bylaws and the CNCAct, such that any such disputes need not be determined in advance by this Court;
- e) All present members, including, specifically, AlbertaCA and WestCA, shall be permitted to vote at the SGM;
- f) The CCanada directors and board and, specifically, its Executive Committee shall only act in the ordinary course of business until the SGM takes place, with no unilateral actions without necessary board approval, in strict adherence to the bylaws and the CNCAct. Specifically, the CCanada directors may not vote to suspend, remove, or replace any current member until after the SGM, and then only in strict adherence to the bylaws and the CNCAct.

[97] The machinations and squabbles before the Court appear to be driven at least in part by the egos and ambitions of certain named individuals. This litigation would perhaps be fine if those individuals were financing this squabble out of their own pockets. But all of the parties to this petition are charitable organisations, ^[2] operating on donations, player fees, and taxpayer dollars, which funds are not being used to promote cricket in Canada, but instead are used to hire eight lawyers (including the King's Counsel and three Bay Street lawyers who represent CCanada) to generate four thick binders of materials, all at great cost.

[98] In the circumstances, the Court was inclined to stop the bleeding by appointing a receiver over CCanada: it did not in the end, as such relief was not sought in the petition. If these disputes and dysfunctions continue after this order, it may well be appropriate to appoint a receiver over that institution and perhaps over some or all of the petitioner organisations, to take those organisations out of the hands of their individual directors and operatives, and to return those organisations to their proper mission.

[99] I am not seised of this matter.

“Crerar J”

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- [1] The history of SaskCA's status as Saskatchewan's CCanada provincial member was not apparent in the materials.
- [2] CCanada is a registered charity with a revenue of approximately \$4.7 million in 2025.