

SOCIETY ACT

CERTIFICATE OF INCORPORATION

I Hereby Certify that

DISTRICT PARENT ADVISORY COUNCIL NO. 57 PRINCE GEORGE

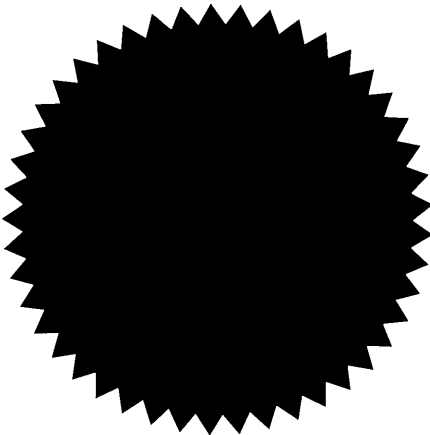
has this day been incorporated under the *Society Act*

Issued under my hand at Victoria, British Columbia

on February 16, 2009



RON TOWNSHEND
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA





**BRITISH
COLUMBIA**

The Best Place on Earth

File Number: S-54700

DISTRICT PARENT ADVISORY COUNCIL NO. 57 PRINCE GEORGE

**I hereby certify that the documents attached hereto are copies of
documents filed with the Registrar of Companies on February 16, 2009**

**RON TOWNSHEND
Registrar of Companies**

FORM 3
SOCIETY ACT

CONSTITUTION

Article 1: NAME

The name of the association shall be the "District Parent Advisory Council No. 57 Prince George" (hereafter known as "the Council").

Article 2: PURPOSES OF THE COUNCIL

The purpose of the Council is to support, encourage and improve the well being of students and the quality of education in the District by:

- (1) Providing a link between Parent Advisory Councils (PACs) and educators, administrators, trustees, the BC Confederation of Parent Advisory Councils, the Ministry of Education and other persons and agencies with an interest in education.
- (2) Advising the District on any matter related to education in the District.
- (3) Providing leadership in developing and understanding the rights and responsibilities of parents within the education system.
- (4) Assisting parents and PACs in accessing the system.
- (5) Communicating with PACs about School District policies, programs and activities.
- (6) Providing leadership in initiating, maintaining, encouraging, and further developing PACs at the School level within the District.
- (7) Operating as a non-profit organization.
- (8) Ensuring Council business is unbiased towards race, religion, gender or politics.

Article 3: DISSOLUTION

- (1) In the event of the dissolution of the Council and following the payment of any and all debts and costs of dissolution, any charitable gaming funds received from licensed charitable gaming and/or direct charitable access and all gaming monies or assets purchased with gaming funds held at the date of dissolution, shall be distributed by the Council to such a charitable organization or organizations in British Columbia having a similar charitable purpose. Such a charitable organization or organizations shall be decided by the membership of the Council at the final general meeting. This provision is unalterable.
- (2) Any remaining funds, not received from gaming, shall be distributed to each Parent Advisory Council in the District, based on the full time equivalent student enrollment at each School at the time of dissolution. This provision is unalterable.

BYLAWS

Bylaw 1: TERMS

- (1) **District** is The Board of School Trustees of School District No. 57 Prince George and its administration.
- (2) **Parent** is the parent or guardian of a child or children registered at a School in the District.
- (3) **School** is any School administered by the District.
- (4) **Parent Advisory Council (PAC)** is the parent organization for a School established by the Board.
- (5) **Executive** is the executive committee of the Council.
- (6) **Council member** is a Parent Advisory Council of a School in the District that has elected a DPAC rep.
- (7) **Community Organizations** are groups interested in education and education operations of the District and not otherwise included in the scope of this constitution.
- (8) **BCCPAC** is the British Columbia Confederation of Parent Advisory Councils.
- (9) **DPAC Rep** is a parent of a student attending the School, elected by the PAC to be their representative to the Council.

Bylaw 2: MEMBERSHIP

- (1) Council members are each entitled to one vote.
- (2) Council members shall annually elect a DPAC Rep by secret ballot.
- (3) Representatives from students, District administration, principals, teachers, School support staff and other community organizations may be invited to attend council meetings as non-voting members. Trustees may attend council meetings as non-voting members.
- (4) Non-voting members may provide information, regarding issues on the floor for discussion, at the discretion of the Chairperson.
- (5) At no time shall the Council have more non-voting members than voting members.

Bylaw 3: MEETINGS

- (1) General meetings shall be held a minimum of eight times per year, one of those being the Annual General Meeting.
- (2) Executive meetings may be held at the discretion of the Chairperson or by request of 50% of the Executive. The purpose of executive meetings is to carry on business between general meetings.
- (3) Additional special purpose meetings shall be held at the discretion of the Chairperson, or within 30 days of receipt by the Executive of a petition representing 10% of the voting membership requesting a general meeting for a purpose stated in the petition. The only business of that special meeting shall be the purpose for which the meeting is called.

- (4) Meetings shall be conducted efficiently and with fairness to the membership.
- (5) Council meetings are not a forum for the discussion of personnel matters or personal and confidential information about students, parents, teachers and other employees or members of the School community.
- (6) Procedural problems should be resolved using Robert's Rules of Order, unless they are in conflict with clauses in the constitution or these bylaws.
- (7) Notice of meetings may be given to a member by electronic mail delivered to the member's registered electronic mail address or by facsimile delivered to the School, to the attention of the Parent Advisory Council.
- (8) All records and minutes of general and executive meetings of the Council shall be placed under the guardianship of the District. The District is requested to make every effort to assist PACs in establishing a Council in the following School Year.

Bylaw 4: VOTING

- (1) A quorum shall be 10 voting Council members represented at a duly called general meeting or Annual General Meeting.
- (2) Questions and decisions may be decided by consensus, at the discretion of the Chairperson.
- (3) The Chairperson or any voting member may ask for a vote of the DPAC reps on any question or decision on the floor.
- (4) Questions, unless otherwise provided in this constitution, shall be decided by a simple majority vote (50% plus 1 vote) of those voting members in attendance.
- (5) In the case of a tie vote, a motion shall be lost.
- (6) No proxy votes on any issue are permitted.
- (7) Voting may be done by a show of hands or by secret ballot.
- (8) Election of executive officers shall be done by secret ballot and the ballots shall be destroyed after the election.

Bylaw 5: ELECTION OF EXECUTIVE OFFICERS

- (1) The executive committee shall consist of a Chairperson, Vice-Chairperson, Secretary, Treasurer, District Associate (in any year that the Council is a member of BCCPAC) and up to three Directors.
- (2) The Executive shall be elected from the DPAC Reps or current executive officers in attendance at the Annual General Meeting. A DPAC rep or current executive officer, nominated for election but unable to attend the AGM, shall be accepted as a candidate if the nomination is presented with a written letter of acceptance from the candidate.
- (3) A nominating committee of one or more DPAC Reps shall be appointed by the Chairperson at or before the general meeting in the month prior to the Annual General Meeting.
- (4) The nominating committee shall make its recommendations to the Annual General Meeting.
- (5) No employee or elected official of the School District or Ministry of Education shall hold an executive position on the Council.

Bylaw 6: TERM OF OFFICE

- (1) The term of office of the Executive shall commence at the end of the Annual General Meeting, and terminate at the end of the following Annual General Meeting.
- (2) In event of a vacancy on the executive committee, the Executive may appoint a replacement or may hold an election to fill the vacancy, at a general meeting.
- (3) A person may hold the position of Chairperson for a maximum of 4 continuous years.
- (4) The membership may, by a majority of not less than 2/3 of votes cast, remove an executive officer before the expiration of his or her term of office. Written notice specifying the intention to make a motion to remove the executive officer shall be given to the membership not less than 14 days before the meeting.

Bylaw 7: DUTIES OF OFFICERS

- (1) The Chairperson shall:
 - call and chair general and executive meetings
 - ensure notice of meetings is given
 - ensure an agenda is prepared and presented for general and executive meetings
 - know the constitution and bylaws and meeting rules
 - understand committees and communicate with committee chairs
 - ensure that PACs are consulted regularly
 - act as spokesperson for the Council
 - be a signing officer (for cheques and documents)
 - ensure that the Council is represented in School District activities
 - liaise with partner groups, the District and the Superintendent
 - submit an annual report
- (2) The Vice-Chairperson shall:
 - assist the Chairperson
 - know the constitution and bylaws and meeting rules
 - assume specific tasks or responsibilities assigned by the Chairperson
 - understand the role of the Chairperson and fill that role when the Chairperson is unavailable
 - be a signing officer
 - submit an annual report
- (3) The Secretary shall:
 - record minutes of all general and executive meetings of the Council
 - keep a copy of the constitution and bylaws and have them available for all meetings
 - take attendance
 - keep records of minutes on file
 - ensure reports from committees are filed
 - submit an annual report
- (4) The Treasurer shall:
 - maintain the bank account and keep financial records

- prepare written reports regularly and present an annual financial report
- make the books available for viewing by a voting member, upon request
- make the books available for annual audit or review
- be a signing officer

(5) The District Associate to BCCPAC shall:

- act as the liaison between the Council and BCCPAC
- report to the Chairperson and membership
- seek input from the Council for BCCPAC
- take issues forward to BCCPAC, in consultation with the Council Chairperson
- encourage PACs to be members of BCCPAC
- disseminate BCCPAC information to all Parent Advisory Councils
- help identify parents for BCCPAC external committees
- help PACs and the Council process BCCPAC forms, proxies, and applications
- assist PACs in responding to BCCPAC AGM resolutions
- submit an annual report

(6) Directors shall:

- assume specific tasks or responsibilities assigned by the Chairperson

(7) Past-Chairperson shall:

- serve as advisor to the Chairperson
- provide continuity of leadership
- chair the nominations committee
- assume specific tasks or responsibilities as requested by the Chairperson
- may be a signing officer

Bylaw 8: CODE OF CONDUCT

The Code of Conduct consists of rules for maintaining high standards of conduct for DPAC Executive Officers. Elected executive officers shall agree, in writing at the first general meeting after their election, to abide by the Code of Conduct.

Bylaw 9: COMMITTEES

- (1) Standing and ad hoc committees shall be formed when necessary.
- (2) The Executive shall approve a standing committee's mandate, which shall include the committee's responsibilities, reporting procedures and any delegated decision-making authority. The Executive shall review committee mandates annually.
- (3) The Executive shall approve an ad hoc committee mandate which, in addition to above, will include the term of the committee and procedures for a final report.
- (4) The Executive will appoint representatives to external committees or in liaison positions to external organizations.
- (5) Committees are responsible to the executive and membership.

Bylaw 10: FINANCES

- (1) A budget shall be drawn up by the Executive and presented for approval of the membership before the current budget expires.
- (2) The Executive shall present, for approval at a general meeting, all proposed expenditures above and beyond the budget.
- (3) All funds of the Council shall be kept on deposit in a bank or financial institution registered under the *Bank Act*.
- (4) The Executive shall name at least three signing officers for banking and legal documents. Signatures of two signing officers shall be required on all cheques written on the Council's accounts.
- (5) A written Treasurer's Report shall be presented at each general meeting, and a year-end report will be presented at the AGM or first meeting of the following School year.
- (6) The membership at a general meeting shall annually appoint an auditor.
- (7) Executive officers shall not be remunerated for being or acting in their elected position but must be reimbursed for all expenses necessarily and reasonably incurred by the officer while engaged in the affairs of the Council.

Bylaw 11: AMENDMENTS TO THE CONSTITUTION AND BYLAWS

- (1) Amendments to the Constitution and Bylaws may be made at any general meeting which business is conducted.
- (2) Written notice of the meeting and the amendment(s) shall be given at least 14 days prior to the meeting. The written notice shall include the specific amendment(s) and the purpose(s).
- (3) A three-quarters (75%) majority of the voting membership present shall be required to approve amendments to the Constitution and the Bylaws.

Bylaw 12: PROPERTY IN DOCUMENTS

All documents, records, minutes, correspondence or other papers kept by a member, executive officer or committee member in connection with the Council shall be considered property of the Council and shall be turned over to the Chairperson when the member, executive officer or committee member ceases to perform the task to which the papers relate.

Bylaw 13: BORROWING

The Council shall not exercise borrowing powers.

Dated: January 23, 2009

WITNESSES:

Applicants for Incorporation:

Signature:

A Burton

Signature

Dale Laluk

Name:

ANDREW BURTON

Name:

Dale Laluk

Address:

2033 OAK ST
PRINCE GEORGE BC

Address:

396 Killoren Crescent
Prince George, BC V2M 6J9

(as to the signature of Dale Laluk)

Signature:

A Burton

Signature

Caralyn Vandekraats

Name:

ANDREW BURTON

Name:

Caralyn Vandekraats

Address:

2033 OAK ST
PRINCE GEORGE BC

Address:

5922 Riverdale Crescent
Prince George, BC V2K 4Y7

(as to the signature of Cara Vandekraats)

Signature:

Cindy Finke

Signature

Christian Finke

Name:

CINDY FINKE

Name:

Christian Finke

Address:

147 McLEAN DRIVE
PG BC

Address:

147 McLean Drive
Prince George, BC V2M 4R5

(as to the signature of Christian Finke)

Signature:

Dennis Langlois

Signature

Marilyn Langlois

Name:

Dennis Langlois

Name:

Marilyn Langlois

Address:

4580 Vellencher Road
Prince George BC V2K4P1

Address:

4580 Vellencher Road
Prince George, BC V2K 4P1

(as to the signature of Marilyn Langlois)

Signature:

Rebecca Worthington

Signature

Natalie Marcoux

Name:

REBECCA WORTHINGTON

Name:

Natalie Marcoux

Address:

3835 GRACE
PRINCE GEORGE BC

Address:

4190 Jackson Crescent
Prince George, BC V2N 3C5

(as to the signature of Natalie Marcoux)

V2N4V9 561-0319