

CONSTITUTION AND BY-LAWS

**NATIVE COUNCIL
OF
PRINCE EDWARD ISLAND**

Ratified by the Annual General Assembly July 2010

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**CONSTITUTION AND BY-LAWS
NATIVE COUNCIL OF PRINCE EDWARD ISLAND**

THE NAME OF THE SOCIETY SHALL BE:

THE NATIVE COUNCIL OF PRINCE EDWARD ISLAND

THE AIMS AND OBJECTIVES OF THE SOCIETY ARE:

1. TO AID AND ASSIST ALL OFF-RESERVE PEOPLE OF ABORIGINAL ANCESTRY IN PRINCE EDWARD ISLAND TO FORM LOCAL ORGANIZATIONS FOR THE PURPOSE OF ADVANCING THEIR GENERAL LIVING CONDITIONS AND ACHIEVING A LEVEL OF SELF-GOVERNMENT;
2. TO WORK WITH ALL LEVELS OF GOVERNMENT, PUBLIC AND PRIVATE AGENCIES, AND PRIVATE INDUSTRY TO IMPROVE SOCIAL, EDUCATIONAL AND EMPLOYMENT OPPORTUNITIES FOR OFF-RESERVE ABORIGINAL PEOPLES OF PRINCE EDWARD ISLAND;
3. TO FOSTER AND STRENGTHEN LANGUAGE, CULTURAL IDENTITY AND PRIDE AMONG ABORIGINAL PEOPLES OF PRINCE EDWARD ISLAND;
4. TO INFORM THE GENERAL PUBLIC OF THE SPECIAL NEEDS OF THE OFF-RESERVE ABORIGINAL PEOPLES OF PRINCE EDWARD ISLAND AND OF THEIR EFFORTS TO ACHIEVE FULL PARTICIPATION IN SELF-GOVERNMENT AND IN THE ECONOMIC, SOCIAL AND POLITICAL LIFE OF THE PROVINCE;
5. TO CO-OPERATE WITH ALL OTHER ABORIGINAL ORGANIZATIONS WHOSE AIMS ARE SIMILAR TO THOSE OF THE ASSOCIATION.

ARTICLE I

Location

1. Place:

The head office of the council shall be in Charlottetown, in Queens County, Province of Prince Edward Island.

ARTICLE II

Interpretation

1. General:

In this by-law, unless the context otherwise requires:

- a) “Act” means the Companies Act, R.S.P.E.I. 1974, Cap. C -15, as amended, from time to time and at any time, and any other Act enacted in substitution or replaced of such Act:
- b) “Board” means the Board of Directors of the Council referred to in Article VI:
- c) “Council” means the body corporate originally constituted as the P.E.I. Association of Métis and Non -Status Indians by Letters Patent dated May 22, 1975, together with any Supplementary Letters Patent granted and issued subsequent to such date (including without limitation, the Supplementary Letters granted and issued to the said body corporate dated January 4, 1979);
- d) “Local Association” shall mean an association of five or more persons constituted in the manner provided for in Article VIII ;
- e) “Aboriginal Ancestry” means proof that an individual is a familial or lineal descendant of an aboriginal peoples of Canada (including , without limitation, the Indian, Inuit or Métis peoples of Canada) as evidence by not less than three of the following items passed in 1985 at the Annual General Assembly:
 - (1) A birth, baptism, marriage or death record issued by a church or government,
 - (2) An official government document such as a censuses record, a court record (Including probated or filed wills) or a land registry document
 - (3) A written statement of a historian or a registered genealogist or a notarized affidavit subject to scrutiny and cross documentation,
 - (4) Such other evidence in written or verbal form provided that it is coupled with other documentation, which the Board deems credible and acceptable.
- f) “permanent resident of Prince Edward Island” means an individual who has ordinarily lived within the Province of Prince Edward Island for a continuous period of at least six months (with any time spent by such individual in a place outside of the Province for educational or temporary employment purposes being included in the computation of such six (6) month period: and
- g) “Zone” means any one (1) of the three(3) Counties in the Province of Prince Edward Island.

2. Number and Gender:

All words used herein which import number or gender shall be read and considered with such changes of number or gender as the context may require.

ARTICLE III

Citizenship

Levels:

There shall be two (2) levels of Citizenship in the Council; (1) Full Voting; (2) Non-voting.

1. Full Voting:

(a) Full Voting shall be open to any person of Aboriginal Ancestry who is a permanent resident of Prince Edward Island and who does not reside on an Indian Reserve (Within the meaning of the Indian Act of Canada) and who has made application to the association and proven their Aboriginal Ancestry to the Board and has met community acceptance criteria

(b) A spouse of a married, common law or otherwise relationship who promote, protect and advance the continuum of the Aboriginal child or children is eligible for citizenship of the family unit and remains within the family unit until the child or children become sixteen years of age

2. Non-Voting:

(a) Citizen-At-Birth: may be applied for by legal guardians of any Aboriginal minor (under the age of 16). In order for a Citizen at Birth to become a full voting citizen of the NCPEI, the Citizen-At-Birth must independently apply for Full Voting Citizenship with the NCPEI once they turn the age of 16 years.

3. Community Acceptance Criteria:

When an applicant is applying for citizenship within the NCPEI, along with the required documentation, the following criteria shall also be considered throughout the approval process;

(a) That the applicant can prove a connection with the land or area

(b) The applicant can demonstrate community involvement/participation

(c) That the applicant is accepted by the community and has a knowledge , understanding and appreciation of the Aboriginal culture

(d) The individual Self-Identifies as a person of Aboriginal ancestry and can provide the supporting documentation to verify their claim

4. Rights and Privileges:

Only persons of Aboriginal Ancestry age 18 years and over are eligible to hold office.

Non Native spouses and their children age 18 and over, are eligible to vote.

5. **Termination:**

No citizen shall transfer their citizenship in the Council and such interest shall lapse and cease to exist immediately upon the occurrence of any one of the following events:

(i) If the citizen dies

(ii) If the citizen delivers his/her resignation as a citizen to the Board or

(iii) If the citizen ceases to qualify for citizenship or his/her citizenship is revoked.

6. **Revocation:**

(a) The board shall have the right to revoke the membership of any citizen and to remove the name of any citizen from the registry or list of citizens of the Council for any reason (including, without limitation, the Aboriginal Ancestry of a citizen providing to be incorrect or the citizens acting in a manner contrary to the aims and objectives of the Council and its policies, procedures rules or by-laws).

(b) If NCPEI, is informed that a non-Aboriginal spouse or Common-Law-Spouse is no longer in a formal, living relationship with their Aboriginal partner, and where there is no longer a dependant under the age of 16, NCPEI shall have the right to remove the Common-Law-Spouse's citizenship within the Council.

7. **Rights of Appeal for Citizenship:**

In accordance with clause 6 (six) the citizen in question has a right to appeal to the decision of the Board within 30 days and the Board must hear this appeal within 60 days.

8. **Grandfather Clause:**

Changes made to the Constitution and By-Laws of the NCPEI as a result of the development of our communities Citizenship process will not affect individuals who held citizenship (aka: Membership) status with the NCPEI prior to June 2010. These citizens will be protected through this Grandfather Clause.

ARTICLE IV

Meetings of Citizenship

1. **Annual General Assembly:**

The Council shall hold an annual meeting, to be known as the Annual General Assembly, Once in every calendar year at such time and at such place as shall be determined by the Board.

The Chairman shall be nominated or selected by the Assembly from non-voting delegates.

2. **Special General Assembly:**

A special meeting of the Council, to be known as a Special General Assembly, may be called at such time and at such place as may be determined by the Board, and a Special

General Assembly shall be called by the President and Chief.

3. **Notice:**

Not less than 30 days prior notice of the time and place of the Annual General Assembly,

and not less than 10 days prior notice of the time and place of a Special General Assembly, shall be given by the Board to all full citizens eligible to vote and to each local Association. The failure or omission to give notice of any meeting of the Council as herein provided shall not invalidate any such meeting or actions taken thereat, provided that a quorum of full citizens entitled to vote at such meeting was present and acted throughout such meeting.

4. **Receipt of Notice:**

Notice of any meeting of a zone, a local Association or the Council shall be deemed conclusively to have been given and received on the third (3rd) day following the date on which such notice was mailed by prepaid postage to the address of the citizen's last known to the Zone Directors, the local Association or Council as the case may be.

Each citizen shall be required to provide the head office of the Council, and the Secretary/ Treasurer of the Local Association for the area where or closest where the citizen resides, with a current mailing address. Unless the Board otherwise determines, written notice of any meeting of a Zone a Local Association or the Council shall not be required, provided that reasonable notice of such meeting is otherwise given to the citizenship.

5. **Voting:**

Only a full voting citizen of the Council who is a permanent resident of Prince Edward Island (as defined herein) and who is 16 years of age and over shall be entitled to vote at any meeting of a Zone or a Local Association or any Annual or Special General Assembly.

6. **Quorum:**

A quorum for any Special Assembly of the Council and a quorum for any Annual General Assembly of the Council shall be one-half of the voting delegates selected for such Assembly. No matter of the Council shall be carried without the affirmative vote of fifty percent plus one (50% + 1) of the full citizens present and eligible to vote at such meeting.

ARTICLE V

Voting Delegates and Zone Meetings

1. **Zone Meetings:**

A meeting of each Zone shall be held annually at least 30 days prior to the date of the Annual General Assembly/Special General Assembly for the purpose of electing Board of Directors, voting delegates and their alternates to represent the Zone at the Annual General Assembly/Special General Assembly. At least 7 days prior to the Annual/Special Zone meeting, the Zone Directors for a Zone shall cause notice of the annual/special Zone meeting to be given to such full citizens residing within the Zone and eligible to vote. The Zone Directors shall file with the chairman of the annual/special Zone meeting and shall provide a copy of such written confirmation that all full citizens residing within the Zone and eligible to vote have been given appropriate notice of the annual/special Zone meeting and shall provide a copy of such written confirmation to the head office of the Council at least 10 days prior to the date of the Annual/Special General Assembly. The representative Board of Directors for each Zone shall call for, chair and hold a minimum of four (4) meetings annually. Minutes of these meetings being forwarded to the NCPEI office no less than twenty (20) days after each Zone meeting. One of these Zone meeting shall be held at least 30 days prior to the date of the Annual General Assembly/Special Assembly.

2. **Voting Delegate:**

Each Zone shall be entitled to be represented at each Annual/Special General Assembly by not more than 20 voting delegates to include the 2 Zone Directors, 1 Elder and 1 Youth.

The total number of voting delegates for each Zone shall be divided in equal proportions between the Local Associations within the Zone; provided, however, that in the event such division results in the Local Associations within the Zone being entitled to a fractional number of voting delegates, the Local Association with the most full members eligible to vote shall be entitled to the most voting delegates. In the event any Zone does not select 20 voting delegates, the shortfall of such delegates shall be possible between the alternate voting delegates for the other Zones which shall be sending the maximum number of 20 voting delegates.

3. **Alternate Delegates:**

In addition to the election of voting delegates at each annual/special Zone meeting, the full members of the zone present and eligible to vote shall nominate 3 alternate voting delegates to act for delegates who are unable to attend.

4. **Names:**

At least 20 days prior to the date of the Annual/Special General Assembly, the Zone directors shall notify the head office of the Council of the names of the voting delegates and the alternate voting delegates by filling a list of names of such delegates with the President and Chief

5. **Voting:**

Any voting delegates present and registered at the Annual/Special General Assembly of the Council shall be entitled to one (1) vote on any election, motion, resolution or question considered at the Annual/Special General Assembly; provided, however, that in the event a voting delegate does not register at the opening of, or is otherwise unable to attend the Annual/Special General Assembly and to vote in the place and instead of such voting delegate.

6. **Executive Delegates:**

Each of the Executive Officers of the Council, the elected Youth Representative and Elder Representative to the Board shall be voting delegates shall be an executive voting delegate at each Annual/Special General Assembly and shall be entitled to vote on any election, motion, resolution, or question considered at the Annual/Special General Assembly. No Executive Officer, Youth Representative or Elder Representative shall have an alternate voting delegate.

7. **Eligibility:**

Only a full voting citizen of the Council who is a permanent resident of P.E.I (as defined herein), who has attended a majority of meetings of the local Association of which the citizen is a citizen during the preceding year, and who is 16 years of age and over, shall be elected as a voting delegate or as an alternate voting delegate.

ARTICLE VI
Board of Directors

1. **Board of Directors:**

The business and affairs and overall policy of the Council shall be the responsibility of the Board of Directors which shall consist of ten (10) directors, namely, the President and Chief, the Vice-President, six (6) Zone Directors, one (1) Youth and one (1) Elder.

2. **Eligibility:**

Only a full voting citizen of Aboriginal Ancestry who is 18 years of age and over, shall be eligible to be elected as a Zone Director of the Council, excluding the Youth and Elder position which is selected through their own process. Any citizen eligible to run for a Board of Director position must submit his/her nomination and resume at least 30 days prior to the Annual Zone meeting. The notice of nomination shall be in writing indicating the office to be sought and submitted to the head office of the Council at least 10 days before the Annual Zone meeting. No nomination shall be considered at the Annual Zone meeting except those received in accordance with this paragraph.

3. **Zone Directors:**

At the Annual/Special General Assembly any newly elected Zone Directors will be confirmed.

4. **Term of Office:**

Each Zone Director shall be elected by secret ballot at the Annual Zone meeting for a term commencing on the date of his/her election at the Annual Zone meeting and ending on the date of the third (3rd) next Annual Zone meeting which follows the election. Any Zone Director shall be eligible for re-election upon expiry of his/her term of office.

5. **Removal:**

The Board may at any time by the affirmative vote of not less than fifty percent plus one (50 % + 1) of the directors, declare the position of any director vacant for just cause or if the director ceases to qualify as a full citizen or if the director becomes a salaried full-time employee of the Council excluding the President and Chief who is a paid employee of the Council. For the purposes of this paragraph, a director shall cease to be a director if he ceases to be a resident of Prince Edward Island; or if the director receives a salary, wage, contract or percentage as personal income as a direct result of an NCPEI program or service. Just cause shall include incompetency, dishonesty, prolonged illness, actions contrary to the interests of the Council, consistent breaches of the Council's policies, procedures, rules or by-laws, and the Director's absence from two (2) consecutive meetings of the Board without the consent of the other directors. The Youth and Elders may also remove their own representative through their own process. The Zone may also remove their own representative through their own process.

6. **Meetings:**

The Board shall meet at least twice during each calendar year at such places as the majority of the Directors may determine; provided, however, that any director whose conduct or lack thereof is not under question shall be entitled to call a meeting of the Board to discuss the conduct or lack thereof of any officer or director upon giving not less than three (3) days written notice of such meeting to all members of the Board.

The Board shall be entitled to review any and all decisions of the Executive Committee of the Council other than those made by the Executive Committee of the Council in the ordinary course of business of the Council. The Board shall have final power and authority in all matters affecting the Council unless such matters are required by the Act to be decided by the Council at the Annual General Assembly or a Special General Assembly of the citizenship.

7. **Appointments:**

The Board may appoint and engage legal counsel and may recommend the appointment and engagement of auditors for the Council, and may make any other appointments or arrangements necessary to conduct the financial and other affairs of the Council

8. **Vacancies:**

(a)The Board may fill any vacancy which occurs in the Executive Committee: provided, however, that in the event the Board makes such appointment the person so appointed shall resign from such office at the time of the next Annual General Assembly which follows the occurrence of the vacancy. In the event the Board declares the office of a Zone Director vacant, that office shall be filled by a full voting citizen from the concerned Zone who is eligible to be elected as a director and who shall be elected at a special meeting of the Zone called specifically to fill the vacancy so occurring.

(b) Director -at-Large

In the instance where the Zone Director position is a specific zone remains vacant for 60 days or more following the date of vacancy being declared, the vacancy can be filled by a Director at Large. A Director at large is any full-voting citizen from any of the other two zones who has agreed to take on the role as a Board of Director for the NCPEI not representing any specific zone. The Director at Large will only fill the vacancy until the following Annual General Assembly.

Notice of the intention to elect a Director at Large will be sent to all members and those wishing to be considered to fill the vacancy must present their nomination for the position in accordance with the time lines as identified in the notice to members sent by the head office.

The vacancy shall be filled at a meeting of the members called specifically for the purpose of filling the vacancy so occurring. All voting citizens of the NCPEI will be eligible to participate in said meeting.

ARTICLE VII

Officers of the Council

1. Officers of the Council:

There will be two (2) Officers of the Council: a President and Chief and a Vice- President and they shall be known as the Executive Officers and the Executive Committee of the Council.

1.1 - "Duties shall include but may not be limited to:

- 1)** All Board of Directors will submit written reports to the Annual General Assembly each year. These reports will detail the activities of the Director for the previous year. These details would include the dates, locations and summary of key input and decisions made at any and all meetings attended by the Director in his/her capacity as Zone Director.
- 2)** All Directors will submit written reports to the Locals in their respective Zones within 30 days following each and every Board of Director meeting of the NCPEI.
- 3)** All Directors will meet with the Locals in their respective Zones prior to each and every Board of Director meeting of the NCPEI. The purpose of this meeting is to provide the Locals with information about what will be discussed at the upcoming Board of Director meeting, distribute copies of any agendas, dockets or relevant information to the Locals and to answer questions and take notes of their comments, concerns and viewpoints on the issues that will be discussed at the upcoming Board of Directors meeting.
- 4)** All Directors who attend meetings and provide input in their capacity as Zone Directors of the NCPEI will do so, not based on their own personal views, but will advance the views, concerns and decisions made by the members in the Locals whom they represent. Recognizing that a consensus of opinion may not always be possible within their zone, it is the responsibility of all Directors to first seek consensus on issues and if that is not possible, to ensure that while majority views are presented, minority concerns are also noted at the Board of Director meetings.
- 5)** Directors are required to attend any and all scheduled Board of Director meetings duly called by the NCPEI and/or any and all Committee meetings of the Board of Directors (in which they are a member).
- 6)** All Directors are required to abide by any and all Conflict of Interest policies adopted by the NCPEI with regard to their roles as Directors for the NCPEI.

2. **Election:**

Each Office of the Council shall be a director of the Council and shall be elected by a secret ballot at the Annual/Special General Assembly of the Council by the votes of fifty percent plus one (50 % + 1) of the registered voting delegates present at the meeting.

3. **Eligibility:**

Only a full member of Aboriginal Ancestry of the Council who is a permanent resident of Prince Edward Island (as defined herein) and who is 18 years of age or a director of the Council. Any member eligible to run for an executive office must submit his nomination or be nominated at least 30 days prior to the Annual/Special General Assembly. The notice of nomination shall be in writing indicating the office to be sought and submitted to the head office of the Council at least 30 days before the Annual/Special General Assembly. No nomination shall be considered at the Annual/Special General Assembly except those nominations received in accordance with this paragraph.

If the day upon which notice of nomination is to be received falls on a Saturday or Sunday or recognized holiday, the period for the submission and receipt of the notice of nomination will be extended to the next working day. "Notification of the date and location of the Annual/Special General Assembly must be given 30 days prior to the meeting.

4. **Term of Office:**

Each Officer of the Council shall hold office for a term commencing on the date of his/her election at the Annual/Special General Assembly and ending on the date of the fourth next Annual/Special General Assembly which follows the election. Any officer shall be eligible for re-election upon expiry of his/her term of office.

5. **President and Chief:**

The President and Chief of the Council shall be its chief executive officer and as such shall be responsible for the day-to-day management of the business and affairs and operation of the Council.

The President and Chief shall preside as Chairman at all meetings of the Council, the Board, the Executive Committee and all other meetings of the Council or the staff thereof and, in the event of a tie on any vote at any meeting at which the President and Chief is chairman, the President and Chief cannot be chairman of the Annual/Special Assembly.

The President and Chief shall make, with the advice and consent of the Board, all appointments to any committee of the Council or to the staff of the Council and shall have the authority to remove any person so appointed. The President and Chief will oversee and see that the Constitution and By-Laws are revised on a bi-annual basis.

6. **Accountability:**
The President and Chief may be a member of any committee of the Council and shall be accountable to the Council at each Annual General Assembly and, at other times, to the Board.
7. **Vice-President:**
The Vice-President shall perform such duties as may be assigned or designed to him/her by the President and Chief or by the Board and shall be under the general direction and supervision of the President and Chief. In the absence of the President and Chief, the Vice-President shall exercise the powers and authority and perform and fulfill the duties of President and Chief. The Vice- President shall also be chairman of a committee, to be known as the Annual/Special General Assembly Committee, to plan each Annual/Special General Assembly.
8. **Congress of Aboriginal Peoples:**
The President and Chief shall represent the Council on the Board of Directors of the Congress of Aboriginal Peoples. In the event that the President and Chief cannot attend a meeting of the Board of Directors of the Congress of Aboriginal Peoples, the Vice- President may attend such meeting in place and instead of the President and Chief and on behalf of the Council. In the event that neither the President and Chief and the Vice- President aren't able to attend such meeting of the Board of Directors of the Aboriginal Peoples, the President and Chief or the Vice-President may appoint a member of the Board to attend such meeting on behalf of the Council.

ARTICLE VIII

Local Associations

1. **Formation:**
Any five (5) or more persons who reside around or about the same locality and who are eligible for citizenship in the Council may, subject to the approval of the Board, form a Local Association of the Council. Each Local Association shall advise the Board of the boundaries within which it shall operate as a Local Association, but the Board shall not be required to approve or to recognize more than one Local Association within such boundaries.
2. **Annual/Special General Assembly:**
Each Local Association shall have the right to attend and be represented at all meetings of the Council, and, at each Annual/Special General Assembly, and shall be entitled to send such number of voting delegates as may be determined under paragraph 2 of Article V of these by-laws.
3. **Annual Meeting:**
The representative Executive Committee for each Local shall call for and hold a minimum of four (4) meetings annually. The citizen of each Local Association shall hold an annual meeting once in

each calendar year and shall elect at such meeting three (3) officers , namely, a President, a Vice-President and a Secretary/Treasurer who shall form an Executive Committee for the Local Association. It is the duty of this Executive Committee, in consultation with their respective Board of Directors, to notify citizens meetings within a reasonable period prior to the meeting to allow for maximum participation at Local meetings. It is the duty of the President to chair the Local meetings. Should the President be unable to attend, the Vice-President will chair the Local meeting. The Secretary/Treasurer will record minutes of these meetings and forward a copy of these minutes to the NCPEI office no less than twenty (20) days after each Local meeting. Only full-voting citizens of the Council who are 18 years of age and over shall be eligible to be elected as an officer of a Local Association.

4. **Citizenship Lists:**

The Secretary/Treasurer of each Local Association shall maintain accurate lists of the citizens within the Local Association and shall provide copies of such lists to the head office of the Council. The Vice-President of each Local Association shall give reasonable notice of each annual meeting of the Local Association to each citizen of the Local Association.

5. **Voting:**

Only a full-voting citizen of the Council who is a permanent resident of Prince Edward Island and who is 16 years of age and over shall be eligible to vote at an annual meeting of the Local Association.

6. **By-Laws:**

Each Local Association shall be entitled to adopt such by-laws to govern its own internal affairs as the Local Association considers appropriate or necessary; provided, however, that such by-laws are in conformity with and do not deviate from the by-laws adopted by any Local Association shall be delivered by the Secretary/Treasurer of the Local Association to the President and Chief of the Council and to each member of the Local Association.

ARTICLE IX

Executive of Instruments

1. **Binding Effect:**

1. All contracts, deeds, documents or other instruments, including cheques or other orders for payment of money will be signed on behalf of the Council by any two of the three designated signing authorities which are the President & Chief, the Vice-President and a Board of Director.

2. **Corporate Seal:**

The Corporate Seal of the Council shall be kept in the custody of the ordinary Legal Council for the organization and may, when required, be affixed to contracts, deeds, bills of exchange, instruments or other documents.

ARTICLE X

Remuneration of Officers and Directors

1. **General:**

Each director shall serve as such without remuneration or other pecuniary gain from the Council, provided, however, that an Executive Officer of the Council shall be entitled to receive such remuneration for services as the Board may from time to time determine by resolution passed at a meeting of the Board.

ARTICLE XI

Borrowing Powers

1. **General:**

The Board may from time to time without authorization from the membership borrow money upon the credit of the Council's aims and objectives and, in connection therewith, may grant and give security for such borrowing; provided, however, that no such borrowing shall be authorized unless two-thirds or more of the directors have authorized the borrowing by resolution passed at a meeting of the Board specifically called for the purpose of considering such borrowing.

ARTICLE XII

Fiscal Year

1. **Fiscal Year:**

The fiscal year of the Council shall end on the 31st day of March in each and every year.

ARTICLE XIII

Auditor

1. **Auditor:**

The accounts and financial affairs of the Council shall be audited annually or as often as may be necessary by an auditor recommended to the membership by the Board and appointed at the Annual General Assembly.

ARTICLE XIV

Repeal and Amendment of By-Laws

1. **Changes:**

The Board may, provided at least two-thirds of the citizens of the Board are present, from time to time repeal, amend or re-enact all or any of the provisions hereof; but no such change, unless in the meantime confirmed at a meeting of the members of the Council duly called for such purpose, shall have any force and effect beyond the time of the next Annual General Assembly of the Council which follows such change, and if such change is not confirmed at such Annual General Assembly it shall cease to have any force and effect whatsoever; provided, however, that no repeal, amendment or re-enactment of all or any of the provisions hereof shall be considered at any meeting of the Council unless thirty (30) days prior notice of the change, upon which confirmation of the citizens is requested, has been given to all citizens of the Council.

ARTICLE XV

Winding-up

1. **Distribution:**

In the event of the winding-up or other dissolution of the Council there shall not be distribution of any kind among the citizenship of any funds or other assets of the Council, if any shall remain following payment of the debts and obligations of the Council, shall be distributed to one or more recognized charitable organizations in Canada with aims and objectives similar to those of the Council or to any other recognized charitable organization in Canada.

ARTICLE XVI

Transitional

1. **Transitional:**

The board has determined that the future elections of the officers of the council will be done by universal suffrage (one (1) member, one (1) vote) of the citizenship instead of by delegates at the Annual General Assembly. Until the necessary procedures have been finalized (and approved by the Council) to establish by means of universal suffrage, The by laws relating to the filling of vacancies on the Executive Committee and the election of officers will continue to apply subject to the amended Constitution and By- Laws:

No appointment to a vacancy, or election of an officer will exceed the respective remaining terms of the current Officers. With respect to the office of President and Chief, this amendment and restriction to the term of office of a replacement President and Chief will cease to have force and effect after a complete term of office. With respect to the office of Vice-President, this amendment and restriction to the term of office of resumed Vice-President will cease to have force and effect at the commencement of the initial elected term.