

SOCIETY OF ST VINCENT de PAUL ON VANCOUVER ISLAND

DIFFERENCES BETWEEN

GOV004A

PARTICULAR COUNCIL AND THE BOARD OF DIRECTORS

ISSUE	PARTICULAR COUNCIL	BOARD OF DIRECTORS
1. Membership	<ol style="list-style-type: none">1. Presidents of constituent aggregated conferences are members by right.2. Each conference President, with the approval of their conference membership, has the right to designate one conference member to sit as a member by right of the Council.3. The President and the designated, when unable to attend the Particular Council meeting, may appoint their own substitutes.4. The President of the Particular Council is elected by the membership at an Annual General Meeting.5. The Rule provides for the conference Presidents to elect the Particular Council President from amongst themselves or from the membership at large.6. The President has the sole power to name the officers of the council.	<ol style="list-style-type: none">1. Each aggregated conference has the right to nominate a candidate for membership on the Board.2. All Directors and Officers are elected by the membership at a General Meeting. Directors and officers do not have the right to appoint substitutes.3. The President of the Board is elected by the membership at an Annual General Meeting.4. The Board may elect directors or officers to fill a vacancy by electing a suitable member of the Society to the Board. The term of office is for one year or until the next Annual General Meeting.5. Only the President of the Board may nominate Officers to sit on the Board. The officers are then elected by the membership at an Annual General Meeting or in the event of a vacancy, the Board.5. All aggregated conference Presidents are Ex-Officio members of the Board. They may introduce motions, debate issues but cannot vote on any matter.

ISSUE	PARTICULAR COUNCIL	BOARD OF DIRECTORS
1. Membership (Continued)	Ref: The Rule, Schema 2, Article 11, Article 13, Article 14	Ref: Society Bylaws Para 4(a), para 4(b), para 4(h)
2. Role:	<p>The role of the Particular Council is to develop, animate and coordinate conference activities. In addition the Council is responsible for facilitating communicating between the conferences and higher councils</p> <p>Ref: The Rule, Schema 2, Article 16</p>	<p>The Board of Directors shall manage the affairs of the Society.</p> <p>Ref: Society Bylaws, Para 7</p>
3. Governing Directive	The Rule,	The British Columbia Society Act and all other laws, federal, provincial or municipal that apply to a Society established under the British Columbia Society Act.
4. Legal status	<p>Does not exist in law.</p> <p>Ref: As the Particular Council is not incorporated under the BC Society Act, it cannot exist in law as a legal entity</p>	<p>A legal entity.</p> <p>Ref: BC Society Act Certificate of Incorporation No 4358, dated October 5, 1953</p>
5. Legal Liability	<p>Each member is personally liable, jointly and individually, for any action taken by the conference or Particular Council.</p> <p>Ref: As Particular Council is not a legal entity; each member is responsible for his/her actions, jointly and individually.</p>	<p>Only the assets of the Society may be seized if legal judgment went against the Society.</p> <p>Ref: Society Bylaws, paras 35, 36 and 37.</p>

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<p>6. Asset Ownership</p>	<p>Particular Council may hold bank accounts and other financial documents, but cannot hold real estate, as it is not recognized as a legal entity.</p> <p>Ref: Canadian Civil Law</p>	<p>Society may hold any legitimate asset, including real property, as it is a legal entity.</p> <p>Ref: Society Bylaws, paras 62, 63 and 64.</p>
<p>7. Business Affairs</p>	<p>Particular Council animates the activities of the Society, and recommends to the Board those items that require implementing on behalf of the Society.</p> <p>Ref: The Rule, Schema 2, Article 16</p>	<p>The Board may execute all actions deemed to best serve the interests of the Society as a whole.</p> <p>Ref: Society Bylaws, para 7.</p>

Passed by Board: September 18, 2006
 Reviewed: