

# ***Canada Not-for-profit Corporations Act (NFP Act)***

## ***Articles of Continuance (transition)***

To be used only for a continuance from the *Canada Corporations Act*, Part II

### **1. Current name of the Corporation**

Project Management Association of Canada / Association de gestion de projet du Canada

### **2. If a change of name is requested, indicate proposed corporate name**

n/a

### **3. Corporation number**

4407130

### **4. The province or territory in Canada where the registered office is situated**

Ontario

### **5. Minimum and maximum number of directors**

Minimum number: 3      Maximum number: 15

### **6. Statement of the Purpose of the Corporation**

The purpose of the corporation is to advance the theory and practice of project management in Canada.

The objectives of the corporation are:

- i. to advance the professionalism of project managers,
- ii. to promote high standards of ethics, conduct, education, and achievement by all project management practitioners,
- iii. to promote the growth, development and implementation of project management knowledge and standards,
- iv. to raise awareness of the application of project management as a powerful tool for the management of non-routine activities,
- v. to transact any and all other lawful business for which non-profit corporations may be incorporated under the laws of the Canada Not-for-profit Act.

The activities of the association shall include but not be limited to:

- i. Building business, industry, and government relationships and supporting their project management needs,
- ii. Promoting methods, standards, practices, education, and ethics of project management to improve performance and success,

- iii. Promoting individual, team, and organization qualifications to perform project management,
- iv. Providing conferences and other forums for the exchange of knowledge and experience,
- v. Developing and providing internationally-recognized certification of project management practitioners,
- vi. Promoting education and training in project management, and
- vii. Promoting research and development in project management.

**7. Restrictions on the activities that the corporation may carry on, in any**

None

**8. The classes, or regional or other groups, of members that the corporation is authorized to establish**

Three classes of membership shall be entitled to receive notice of, to attend, and to vote at all meetings of the members: 1) Regular, 2) Retired, and 3) Student.

Two classes of membership shall be entitled to receive notice of and to attend all meetings of the members, but are not entitled to vote: 1) Honorary, and 2) Corporate.

**9. Statement regarding the distribution of property remaining on liquidation**

Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to one or more qualified donees within the meaning of subsection 148(1) of the *Income Tax Act*.

**10. Additional provisions, if any**

- 1. The members of the Corporation are not entitled to vote separately as a class upon a proposal to amend the articles to:
  - a. effect an exchange, reclassification or cancellation of all or part of the memberships of the class; or
  - b. create a new class of members having rights equal or superior to those of the class.
- 2. The directors may appoint one or more additional directors who shall hold office for a term expiring not later than the close of the next annual meeting of members, but the total number of directors so appointed shall not exceed one-third (1/3) of the maximum number of directors.

**11. Declaration**

I hereby declare that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature \_\_\_\_\_

Print name \_\_\_\_\_

Phone number (\_\_\_\_) \_\_\_\_\_

Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).

Based on Form 4031