

# **PAMA, Professional Association of Managing Agents**

## **BY-LAWS**

### **1. CLASSES OF MEMBERS**

The Association shall have the following classes of Members *who subscribe to the Constitution, Code of Conduct and By-laws*:

- 1 [a] i Active Members – Corporate - which shall be:
- a business or organization owning one or more residential buildings or similar real estate, and/or
  - a business or organization engaged in the business of management of Real Estate including residential rental and/or strata.

Each Active Member – Corporate shall be entitled to appoint one representative who may vote on any issues of the Association at General Meetings, except the Election of the Associate Member Representative to the Board of Directors.

- 1 [a] ii Active Members – Individual – who shall be:
- a Property Manager involved in residential rental and/or Strata Management

Each Active Member – Individual shall be entitled to one vote on any issues of the Association at General Meetings except the Election of an Associate Member Representative to the Board of Directors

- 1 [b] Associate Members – which shall be:
- a business or organization supplying materials, goods or services, or providing professional or business services to Active Members.

Each Associate Member shall be entitled to appoint one representative who may vote on any issues of the Association at General meetings, except the Election of an Active Member representative to the Board of Directors.

- 1 [c] Individual Members – who shall be:
- persons who have a substantial interest in property management and who are invited to become Members by the Board.

Individual Members shall not be entitled to vote at any General Meetings of the Association.

- 1 [d] Honorary Members – who shall be:
- individuals who have rendered distinguished services to the Association or the apartment management industry and are so recognized by the Board.

Honorary Members shall not be entitled to vote at any General Meetings of the Association.

## **2. CPRPM<sup>®</sup>**

The Association has the accreditation designation:

Certified Professional Residential Property Manager (CPRPM<sup>®</sup>) – based on the following criteria:

- 2 [a] i A Candidate must meet the educational standards as determined by the Board, and
- 2 [a] ii A Candidate must have sufficient competence and experience as a property manager as defined by the Board.
- 2 [a] iii For the purpose of 2 (a) ii, sufficient competence includes a curriculum vitae approved by the Board and a minimum requirement of two (2) years as a Residential Property Manager.
- 2 [b] A Designation Holder or Candidate must annually pay for the privilege of using the CPRPM<sup>®</sup> designation.
- 2 [c] i The use of the CPRPM<sup>®</sup> designation is a privilege that is earned  
  
A designation holder or candidate will be subject to censure and possible expulsion at the discretion of the Board subject to a recommendation of the Conduct Review Committee for:
  - 2 [c] ii Using the designation without having met the conditions noted
  - 2 [c] iii Conduct unbecoming a Property Manager, or in a manner inconsistent with the objectives of the Association.

## **3. APPLICATION FOR MEMBERSHIP**

- 3 [a] Application for membership shall be made on a form prescribed by the Board, signed by the applicant and delivered to the Executive Director.
- 3 [b] The Executive Director shall refer the application to the Membership and Nominating Committee who shall advise the Board of Directors as to the Committee's recommendation in respect of the application.
- 3 [c] No applicant shall be admitted to membership until the Directors have approved the application and dues for such period as the Directors may prescribe have been paid in advance.

## **4. RESIGNATION**

A Member shall cease to be a Member of the Association upon delivering a written resignation to the Executive Director but under no circumstance shall there be a refund of any dues paid in advance.

## **5. SUSPENSION AND TERMINATION**

Membership may be deemed to be suspended if dues, charges and fees are not paid within thirty (30) days of the due date and membership may terminate if all current dues, charges and fees of the Member are not paid within thirty (30) days of the date of suspension. The Directors shall have the power to grant extension of these provisions and to determine suspension and termination dates

## **6. SUSPENSION AND EXPULSION**

The Directors may, upon receipt of a written complaint and recommendation from the Conduct Committee, censure, suspend, or expel any Member for conduct, which in their judgement is harmful to the Association. Before any such action is taken, the Member involved shall be entitled to appear before the Conduct Review Committee to answer the complaint, and shall be entitled to a copy of the complaint in sufficient time to make a rebuttal.

## **7. EFFECT OF SUSPENSION**

A Member ceases to be in good standing upon suspension, and a Member shall cease to hold office, if any, in the Association as if the Member had resigned. While suspended the Member shall not be entitled to attend any meeting of the Association or committee thereof, nor shall such Member be entitled to vote in person or otherwise.

## **8. REINSTATEMENT**

Upon receipt of a written request signed by a former Member, the Directors may reinstate such Member to membership upon compliance with such terms and conditions as the Directors may prescribe.

## **9. MEMBERSHIP TRANSFER**

Membership in the Association may be transferred or assigned if approved by a three quarter (3/4) vote of the Board of Directors

## **10. ANNUAL GENERAL MEETINGS**

One Annual General Meeting of the Association shall be held at least once every calendar year at times and on days determined by the Directors for the transaction of all business that may properly come before the Meetings.

## **11. GENERAL MEETINGS**

General Meetings of the Association may be called by the President or the Directors. Upon written requisition of not less than ten percent (10%) of the Members of the Association entitled to vote at an Annual General Meeting, addressed to the Directors, the Directors shall call a General Meeting of the Association in accordance with Section 75 of the Societies Act.

## **12. TIME AND PLACE OF MEETINGS**

The President or Directors shall designate the time and place within the Province of British Columbia for any Annual General Meeting or General Meeting of the Association. Failure of the President or the Board to fix a time and place within twenty-one days following receipt of a written requisition for the holding of a General Meeting shall empower the requisitionists to fix a time and place for the required meeting in accordance with the Societies Act by a statement signed by a majority of the requisitionists . Such statement shall be promptly delivered to the Executive Director.

## **13. NOTICE OF MEETING**

- 13 [a] Written or printed notice stating the place, day and hour of any meeting of Members called shall be delivered, personally, by mail, facsimile or electronic mail to each Member entitled to vote at such meeting, not less than fourteen (14) or more than sixty (60) days before the date of such meeting, by the Executive Director.
- 13 [b] In case of a General Meeting of the Association or when required by statute or these By-laws, the purpose or purposes for which the meeting is called shall be stated in the notice.
- 13 [c] A notice of meeting shall be deemed to be delivered forty-eight (48) hours after being deposited in a Canadian mail box or forwarded by electronic mail or facsimile to the address of the Member as registered with the Association.

## **14. VOTING**

- 14 [a] Voting at all meetings of the Association shall be restricted to Active and Associate Members in good standing only.
- 14 [b] i Active Members – Corporate and Associate Members shall each be entitled to appoint one (1) representative Member, with one (1) vote.
- 14 [b] ii Active Members – Individual shall be entitled to one (1) vote.
- 14 [c] Each appointed representative shall act generally and vote for and in the name of the said Associate or Active Member - Corporate in all affairs of the Association and the representative shall be eligible to hold office in the Association.

## **15. QUORUM**

Fifteen (15) Active and Associate Members present in person shall constitute a quorum at meetings of the Association. If a quorum is not present at any meeting within thirty (30) minutes of such time as so noted for the meeting to be called to order, the meeting shall be rescheduled within thirty (30) days, with notice to be given as per notice of meeting requirements.

## **16. PROXY**

- 16 [a] At any meeting of the Association a proxy vote may be exercised
- 16 [b] Active Members –Corporate may only assign their proxy to another Active Member – Corporate
- 16 [c] Active Members – Individual may assign their proxy to another Active Member – Individual or to an assigned representative of an Active Member – Corporate
- 16 [d] All proxies must be in writing and shall be valid for the one (1) stated meeting
- 16 [e] Proxies must be filed with the Executive Director
- 16 [f] A proxy may be revoked by the Member who gave the proxy. All revocations of proxies shall be in writing and shall not have effect until delivered to the Executive Director.

## **17. BOARD OF DIRECTORS**

The Board of Directors shall consist of:

- 17 [a] A maximum of eleven (11) elected Members, of whom not more than one (1) may be an Associate Member or their alternate representative.
- 17 [b] Neither Active Corporate Members nor Active Individual Members shall fill more than seven (7) of the ten (10) remaining directors positions.
- 17 [c] The Immediate Past President of the Association.
- 17 [d] The Executive Director appointed by the Board

## **18. ELECTION OF DIRECTORS**

- 18 [a] The Board of Directors will be elected at Annual General Meetings.
- 18 [b] Each Director position will be a two (2) year term.
- 18 [c] The term of one-half (1/2) of the Directors on the Board will expire each year. Where a Director does not complete his/her term of office, the Board is empowered to appoint a replacement Director subject to By-law 25, Vacancy, for the balance of the term of the position on the Board.
- 18 [d] Except as otherwise provided herein, Directors may be elected for not more than three (3) consecutive two (2) year terms nor more than seven (7) consecutive years.
- 18 [e] Notwithstanding anything to the contrary contained herein, the Immediate Past President may serve in excess of the limitations set out in (d) above, to a maximum of four (4) consecutive two (2) year terms.
- 18 [f] Only one (1) representative of an Active Member – Corporate may hold position as a Director at any one (1) time.”

- 18 [g] The election of an individual as a Director is invalid unless the individual consents in writing to serve as a director or the election is made at a meeting at which the individual is present and the individual does not refuse, at the meeting, to be a director.

## **19. POWERS OF DIRECTORS**

- 19 [a] The business and affairs of the Association shall be managed by the Directors, collectively known as the Board.
- 19 [b] The Board may pay all expenses incurred in operating the Association
- 19 [c] The Board may exercise all such powers of the Association as required by the Societies Act, these By-laws or as directed by the Association at an Annual General Meeting or General Meeting or any regulation being consistent with the aforesaid regulations or provisions, as may be prescribed by Special Resolution
- 19 [d] No regulation or Special Resolution shall invalidate any prior act of the Directors that would have been valid if the regulation had not been made.
- 19 [e] The Board may authorize the borrowing of money by the Association and the giving of security therefor by the Association, up to a maximum of twenty five percent (25%) of membership dues collected in the current fiscal year.
- 19 [f] Borrowing in excess of this amount must be authorized by the Members at a General Meeting.

## **20. MEETINGS**

- 20 [a] The Directors shall meet at least six (6) times in each fiscal year at such time and place as they shall determine.
- 20 [b] A Director may participate in a meeting of the Directors or of any committee of the Directors in person or by telephone if all Directors participating in the meeting, whether in person or by telephone, are able to communicate with each other. A director who participates in a meeting in a manner contemplated by this By-law is deemed for all purposes of the Societies Act and these By-laws to be present at the meeting and to have agreed to participate in that manner.

## **21. ADDITIONAL MEETINGS**

Additional meetings of the Directors shall be called by the Executive Director as required by the President or any four (4) Directors.

## **22. NOTICE OF MEETING**

- 22 [a] Notice of any meeting of the Directors shall be given at least five (5) days prior to the meeting by written notice delivered personally or sent by mail or facsimile or electronic mail to each Director at the address shown on the records of the Association.
- 22 [b] If mailed, such notice shall be deemed to be delivered forty-eight (48) hours after being deposited in a mail box within Canada in a sealed envelope so addressed with postage prepaid, or forwarded by electronic mail or facsimile to the address of each Director as shown on the records of the Association.

### **23. QUORUM**

A quorum shall consist of no fewer than fifty percent (50 %) plus one (1) of the voting Directors of the Board for the transaction of business at any meeting of the Directors.

### **24. MAJORITY RULE**

The act or decision of the majority of Directors present at a meeting at which a quorum is present shall be the act or decision of the Board of Directors.

### **25. VACANCY**

- 25 [a] A vacancy on the Executive must be filled from the existing Board
- 25 [b] Any vacancy on the Board, other than the Executive, may be filled by the appointment of a replacement Board Member from amongst the general Members of the applicable Active, Associate or Individual Members if approved by the remaining Directors of the Board, except
- 25 [c] The position of Immediate Past President will remain vacant if the position becomes vacant
- 25 [c] The Director appointed to fill a vacancy on the Executive will serve for the unexpired term of office.
- 25 [e] The Director appointed to fill a vacant position on the Board will serve for the unexpired term of the position.

### **26. EXPENSES**

Directors, other than the Executive Director, shall not receive compensation for services rendered as Directors, but shall be entitled to reimbursed, following approval by the Board, for all reasonable expenses incurred while on the business of the Association.

### **27. WRITTEN DECISION**

The Board, from time to time, may instruct in writing a Director or Committee of Directors to take action or make decisions without further consent from the Board providing such consent has already been given by the Board.

### **28. PROXIES FOR DIRECTORS MEETINGS**

- 28 [a] A Director may vote by proxy at any meeting of the Directors, provided the person appointed to exercise the proxy is a director and such proxy has been filed with the Executive Director before they are exercised.
- 28 [b] Any such proxy shall not be counted in determining whether a quorum is present.
- 28 [c] All proxies shall be in writing and shall be valid for one (1) specific meeting and any adjournment thereof.

## **29. MAIL BALLOT**

Matters requiring decision by the Board may be decided by facsimile or electronic mail ballot to all Directors. The results of the majority of ballots shall be considered the act or decision of the Board, provided that the Executive Director shall have received executed ballots from at least three-fourths of the Directors.

## **30. EXECUTIVE DIRECTOR**

Notwithstanding these By-laws, the Executive Director shall not be entitled to vote in proceedings of the Directors.

## **31. ADVISORY BOARD**

Past Presidents of the Association who remain Members shall constitute the Advisory Board and requests may be made of the Advisory Board, from time to time, by the Board of the Association.

## **32. ADVISORY COMMITTEES**

The Board may appoint and designate such committee(s) of Members as it thinks fit to advise the Board on the affairs of the Association. A simple majority of Members shall be sufficient to transact the business of a committee of Members unless otherwise specified by the President.

## **33. DIRECTORS COMMITTEES**

The Directors may delegate any of their powers to Committees consisting of such Member or Members of their Association as they think fit. Any Committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on them by the Directors.

## **34. COMMITTEE CHAIRMAN**

34 [a] The Committee may elect a Chairman of their meetings

34 [b] If no such Chairman is elected, or if at any meeting the Chairman is not present, the Members present may choose one of their number to be Chairman of the meeting.

## **35. COMMITTEE MEETINGS**

A Committee may meet and adjourn as its Members think proper. Questions arising at any meeting shall be determined by a majority of votes of the Members present and in a case of equality of votes, the Chairman of the Committee shall have a second or casting vote.

## **36. MEMBERSHIP AND NOMINATING COMMITTEE**

36 [a] The Membership and Nominating Committee shall consist of not less than two (2) Active or Individual Members and one (1) Associate Member

36 [b] The Immediate Past President is an ex-officio Member of the Committee in addition to the limit set in 36 [a].



### **37. NOMINATIONS**

- 37 [a] The Membership and Nominating Committee shall notify the Executive Director of persons nominated by the Committee to stand for election as Directors at the next Annual General Meeting of the Association or to fill a vacant position.
- 37 [b] The Committee may nominate one person for each vacancy.
- 37 [c] At least thirty days prior to the Annual General Meeting each Active, Individual and Associate Member shall be notified in writing by the Executive Director of the right of such Active Member – Corporate to nominate an Active Member – Corporate or such Active Member – Individual to nominate an Active Member – Individual or such Associate Member to nominate an Associate Member to serve as Directors of the Association.
- 37 [d] Such nominations shall be in addition to the nominations made by the Membership and Nominating Committee. Nominations may also be made by the Members at the Annual General Meeting.

### **38. OFFICERS**

- 38 [a] The Officers of the Association shall be the President, Vice-President, and Treasurer as decided by ballot at the first organizational meeting of the Board.
- 38 [b] Only Directors from the Active Members – Corporate and Active Members – Individual membership categories may be elected as Officers

### **39. ELECTION OF OFFICERS**

- 39 [a] The Officers of the Association shall be elected annually by the Directors at the first meeting of the Board following the Annual General Meeting
- 39 [b] The Membership and Nominating Committee shall make recommendations to the Directors for the office of President, however such recommendations shall not be binding upon the Directors.
- 39 [c] The President shall hold office until a successor has been duly elected.
- 39 [d] The Executive Director shall serve continuously unless dismissed from employment by the Board.

### **40. REMOVAL OF OFFICERS**

- 40 [a] An Officer who has ceased to be a Member representative of an Active Member shall cease to hold office.
- 40 [b] Any Officer may be removed by the Directors following a seventy five percent (75%) vote in favour of such action by the Directors. Such removal shall be without prejudice, if the officer is so removed.
- 40 [c] Officer vacancies shall be filled by the remaining Directors pursuant to By-law 25.

#### **41. PRESIDENT**

- 41 [a] The President shall preside over all General Meetings of the Association and all meetings of the Board of Directors.
- 41 [b] The President shall be the Chief Executive Officer of the Association and shall make an Annual Report to the Members and shall be an ex-officio Member of all committees.
- 41 [c] In the case of a tie vote at any meetings of the Association or Board of Directors the President will have a second vote to break the tie.

#### **42. VICE-PRESIDENT**

- 42 [a] In the absence of the President or in the event of his inability or refusal to act, the Vice-President shall perform the duties of and be subject to all restrictions placed upon the President.
- 42 [b] The Vice-President shall perform such other duties from time to time as may be assigned by the President or upon notice of the Board. The Vice-President will be elected from the Board following the election of the President.

#### **43. TREASURER**

- 43 [a] The Treasurer shall be responsible and accountable for the supervision of the finances of the association.
- 43 [b] i At each Annual General Meeting the Treasurer will advise the Members of the current financial status of the Association as of the end of the last month immediately preceding the AGM by providing:
  - 43 [b] ii A Balance Sheet containing general particulars of the Association's Liabilities and Assets
  - 43 [b] iii A Statement of the Association's Income and Expenses.
  - 43 [b] iv Within ninety (90) days following the fiscal year end of the Association, the year end audited financial statements will be provided to all Members. The statements will be reviewed and signed by two directors so appointed by the Board.
- 43 [c] The Treasurer will provide, at each Annual General Meeting, a Proposed Budget setting out the planned Revenue and Expenses for the next fiscal year, for the approval of the Members. The approval of the budget requires a simple majority vote.
- 43 [d] The budget approved in 43 [c] above may be amended by a simple majority vote at a General Meeting.

#### **44. EXECUTIVE DIRECTOR**

- 44 [a] The Executive Director shall be appointed by the Officers of the Association.
- 44 [b] The Executive Director shall hold office at the direction of the Board.
- 44 [c] The Executive Director shall work under the supervision of the President and shall serve as Secretary to the Association.
- 44 [d] The Executive Director shall be responsible for keeping the minutes of all meetings of the Board and General Meetings of the Members.
- 44 [e] The Executive Directors shall see that all notices are duly given in accordance with the provision of these By-laws or as required by law.
- 44 [f] The Executive Director shall be the custodian of the records and Seal of the Association, shall keep the register of Members and generally perform all duties of Secretary and such other duties as from time to time may be assigned by the President.
- 44 [g] The Executive Director shall be responsible for the billing and collection of dues and other revenues and shall deposit promptly all revenues received with a Bank or Trust Company designated by the Board.
- 44 [h] Compensation shall be made in such amount or amounts as may be agreed with by the Board, which may be on a professional fee or salary basis.

#### **45. ADVISORY COMMITTEES**

The Board may appoint and designate such committee(s) of Members as it thinks fit to advise the Board on the affairs of the Association. A simple majority of Members shall be sufficient to transact the business of a Committee of Members unless otherwise specified by the President.

#### **46. CONTRACTS**

The Board may authorize any two (2) Officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority is confined to specific instances.

#### **47. SIGNING AUTHORITY**

- 47 [a] Three (3) Officers or Directors assigned by the Board of Directors shall have signing authority and will be authorized to sign cheques, drafts or orders for the payment of money, notes or other evidence of indebtedness issued to the Association
- 47 [b] The Executive Director will also have signing authority on behalf of the Association.
- 47 [c] All cheques, drafts or orders for payment which are the responsibility of the Association shall be signed by two (2) authorized signatories.
- 47 [d] Where the Board of Directors has not assigned signing authority to two (2) Officers, any instruments requiring payment shall be signed by the Executive Director and countersigned by the President or Treasurer.

#### **48. SENIOR MANAGERS**

Pursuant to the Societies Act the Board may in its discretion appoint one or more senior managers of the Association.

#### **49. GIFTS**

The Board may accept on behalf of the Association any contribution, gift, bequest or device for the general purposes or for any specified purpose of the Association. The Board may authorize gifts to be made by the Association for purposes consistent with the objects of the Association.

#### **50. INSPECTION**

The books and records of the Association may be inspected by any Member during the usual business hours of the Association, provided that no member shall be entitled to inspect any record referred to in Section 24(2)(b) of the Societies Act. Seven (7) days notice of intention to inspect must be given in writing by the Member who intends to inspect. A Member under suspension is not entitled to inspect.

#### **51. AUDITOR**

The directors may retain the services of a Chartered Accountant or others authorized to perform audits in the Province of BC to audit the books of the Association and to report to the Board.

#### **52. FISCAL YEAR**

The fiscal year of the Association shall be from the first day of January to the last day of December, both days inclusive.

#### **53. DUES**

53 [a] The dues payable by Members of the Association shall be of such amounts and payable at such times as the Board so determine.

53 [b] Dues shall be payable in advance unless another plan of payment is requested by a Member and approved by the Board.

53 [c] On admission members shall pay dues in advance for the remaining part of the fiscal year on a per diem basis from the date of application of the Member.

53 [d] i The Directors may levy assessments on Members, from time to time provided no assessment is in excess of twenty-five dollars.

53 [d] ii Not more than one assessment may be made in a fiscal year unless confirmed by a Resolution of Members passed by a majority of votes of those present at an Annual General Meeting or General Meeting.

#### **54. SEAL**

The Directors may adopt a common seal for the Association which shall have inscribed thereon the name of the Association. The seal, when used, may be affixed in the presence of any two Officers.

## **55. WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of an applicable statute or under the provisions of these By-laws, a waiver thereof in writing, signed by the person entitled to receive such notice, whether signed before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## **56. AMENDMENT**

- 56 [a] Subject to provisions of the Societies Act, the Constitution and By-laws of the Association may be amended, altered or added to, as the case may be, by Special Resolution.
- 56 [b] A Special Resolution shall require a two - thirds majority vote of Members present or represented by proxy at an Annual General Meeting or General Meeting taken in accordance with these By-laws.
- 56 [c] Notice in writing of a proposed Special Resolution together with the full text of the resolution shall be given to each Active and Associate Member at least fourteen (14) days in advance of the meeting at which it is to be considered and voted thereon.

## **57. DISSOLUTION**

- 57 [a] The Association shall use its funds only to accomplish the objects set forth in the Constitution and in conformity with these By-laws.
- 57 [b] No funds or property of the Association shall be distributed among its Members on dissolution.
- 57 [c] On dissolution any funds or property remaining after all liabilities have been paid shall be distributed to one or more charitable organizations selected by the Board.

## **58. CODE OF CONDUCT**

- 58 [a] Forthwith upon taking office the Directors shall adopt a Code of Conduct consistent with the objects of the Association.
- 58 [b] All Members or their representatives appointed pursuant to these By-laws shall sign their names to the Code of Conduct to acknowledge subscription thereto and as a promise of adherence thereto.
- 58 [c] The Executive Director shall be responsible for custody of the Code of Conduct.

## **59. ACTING EXECUTIVE**

Where under these By-laws any act is required of the Executive Director and no person holds that office or the incumbent is unable or unwilling to act, the Directors may appoint any director to act in the place of the Executive Director.

## **60. CODE OF CONDUCT**

- 60 [a] Members shall diligently act in the best interests of their Clients.
- 60 [b] Members shall act in a highly ethical manner to the benefit of Clients, residents, and the profession as a whole.
- 60 [c] Members shall consider the effect of any action on behalf of Clients, on the property management industry as a whole, particularly in the matter of rent increases and major renovations, before taking action.
- 60 [d] Members shall use their best efforts to be fully informed regarding the federal, provincial and municipal laws, rule and regulations pertaining to the types of property under management.
- 60 [e] Members shall conduct their business in strict accordance with the Strata Properties Act and/or the Residential Tenancy Act, whichever is applicable, and all other applicable legislation.
- 60 [f] Members shall provide their Clients with a contract specifying the duties and obligations undertaken by the Member on behalf of the Client and the fees to be charged for the performance of such duties and obligations.
- 60 [g] A Member shall not seek information about a competitor's transaction to be used for the purpose of obtaining a contract or for the purpose of interfering with a contractual agreement.
- 60 [h] Members shall supply their Clients with accurate records regarding the finances and maintenance of property at intervals agreed upon by the Client. These records shall be transferred to another property manager upon request by a Client.
- 60 [i] Adequate safekeeping measures shall be taken to protect a Client's funds, including, but not limited to, a separate bank account, insurance against loss or misappropriation, double signatories.
- 60 [j] Members shall preserve the confidentiality of their Clients' affairs, not divulging information concerning the affairs of their Clients or employer without their consent, unless required to do so by law.
- 60 [k] Members shall not engage in false or misleading advertising, particularly advertising which:
  - 60 [k] i Creates an unjustified expectation of favourable results;
  - 60 [k] ii Implies the ability to influence the application of various rules and regulations to properties by official bodies;
  - 60 [k] iii Consists of endorsements or Client testimonials;
  - 61 [k] iv Makes comparisons with other Members;
  - 60 [k] v Contain undue praise of one's own abilities.

- 60 [l] Members shall not criticise the actions of another Member to the general public. If an opinion is sought, it shall be rendered with strict professional integrity and courtesy.
- 60 [m] Concerns shall be reported to the Conduct Review Committee to deal with.
- 60 [n] Members alleged to be in violation of the Code of Conduct will be heard by a Conduct Review Committee comprised of industry peers.
- 60 [o] Disciplinary action recommended by the Committee and approved by the Board will be binding on the Member.
- 60 [p] Associate Members agree to be bound by the spirit of this Code of Conduct and will submit to the jurisdiction of a duly constituted Conduct Review Committee, if requested by the Board of Directors.

**61. INTERPRETATION:**

- 61 [a] "Association" means PAMA, Professional Association of Managing Agents;
- 61 [b] "By-laws" means By-laws providing for the regulation of the Association;
- 61 [c] "Constitution" means the Constitution of the Association;
- 61 [d] "Director" means a Member elected or appointed to the Board of Directors of the Association;
- 61 [e] "Board" means the Board of Directors of the Association;
- 61 [f] "Member" means a Member of the Association or their representative
- 61 [g] "Active Member - Corporate" means a company thereof licensed under the Real Estate Act of British Columbia to engage in Residential Property Management.
- 61 [h] "Active Member - Individual" means a person thereof licensed under the Real Estate Act of British Columbia to engage in Residential Property Management
- 61 [i] "Associate Member" means a company supplying goods or services to the Residential Property Management Industry;
- 61 [j] "Individual Members" means an individual with a substantive interest in the Residential Property Management Industry;
- 61 [k] "Honorary Members" means an individual who has supported the Residential Property Management Industry;
- 61 [l] "Executive Director" means a person designated as Director and Secretary of the Association.
- 61 [m] "CPRPM® Affiliate" a person who holds the CPRPM® designation of PAMA, or is actively pursuing the attainment of the CPRPM® Designation.

61 [n] "Immediate Past" means the individual who last held the position of President" President of the Society.

62. **ASSOCIATE MEMBERS COMMITTEE**

The Associate Members Committee shall consist of:

62[a] A maximum of 10 elected representatives of Associate members in good standing with a minimum of three (3) years membership with the Association, including any such representative elected to the Board of Directors pursuant to by-law 17[a].

62[b] The immediate past chair of the Associate Members Committee.

**ELECTION OF ASSOCIATE MEMBERS COMMITTEE**

62[c] Members of the Associate Members Committee will be elected by the Associate Members at the annual meeting of Associate Members.

62[d] Each position on the Associate Members Committee will be a two (2) year term.

62[e] The term of one-half (1/2) of the members on the Associate Members Committee will expire each year. Where a member does not complete his/her term of office, the Associate Members Committee is empowered to appoint a replacement member for the balance of the term of the position on the Associate Members Committee.

62[f] Only one (1) representative of an Associate Member may hold position on the Associate Members Committee at any one (1) time.

62[g] If a member of the Associate Members Committee ceases to be an employee, director, officer, shareholder, principal or agent of the Associate Member it represents then such member will be removed from the Associate Members Committee and a replacement member will be appointed pursuant to 62(e).

**MEETINGS OF ASSOCIATE MEMBERS COMMITTEE**

62[h] The chair of the Associate Members Committee shall be the member of the Associate Members Committee who is on the Board of Directors. In the event that there is no member on the Board of Directors, the Associate Members Committee shall elect the chair.

62[i] Associate Members Committee members are expected to attend a minimum of 5 meetings per year including the annual meeting of all Associate Members and to serve on a minimum of one special event sub-committee. In the event a member of the Associate Members Committee is unable to attend a meeting, the Associate Member that such member represents may send an alternate representative to serve in their place.



**63. FORMER CONSTITUTION PROVISION**

The operations of the Society are to be primarily carried on in the Province of British Columbia. This provision is alterable.