

Prince George Mayor and Council
1100 Patricia Blvd
Prince George, BC
V2L 3V9

Dear Prince George Mayor and Council,

I am writing to you to request that you appoint a member of council to the Northern Medical Programs Trust (NMPT) board at your next council meeting. The board member can be any member of council. The previous board member was Mayor Lyn Hall.

There is a NMPT meeting on January 17 from 12:00 – 1:30 pm at UHNBC Room 0505 where new board members will be able to meet each other and learn more about the NMPT and the student initiatives it supports at UNBC.

I have attached a background document regarding the NMPT and the bylaws for the NMPT.

Sincerely,
Abby Lodge
NMPT Admin Assistant

Redacted

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The Northern Medical Programs Trust

Background Document 2022

1. What is the Northern Medical Programs Trust?

The NMPT is a partnership of northern communities and UNBC. Established in late 2002, it aims to increase the number of health care professionals practicing in the North by supporting educational programs and experiences that provide students with exposure to northern communities and rural practice.

The NMPT Constitution states that its purpose is to “create a partnership between UNBC and the communities and citizens of Northern British Columbia for the education of highly qualified health professionals in and for Northern and rural BC to direct funds to provide support for students in degree-granting programs for the education of health professionals offered by UNBC on its own or in partnership with other colleges and universities.”

The following local governments are members of the Trust.

100 Mile House	Prince George
Burns Lake	Quesnel
Chetwynd	Smithers
Dawson Creek	Taylor
Northern Rockies Regional Municipality	Terrace
Fort St. James	Tumbler Ridge
Fort St. John	Valemount
Fraser Lake	Vanderhoof
Gitwinksihlkw	Wells
Hazelton	Williams Lake
Houston	
Hudson's Hope	Cariboo Regional District
Mackenzie	Peace River Regional District
Masset	Regional District of Bulkley-Nechako
McBride	Regional District of Fraser-Fort George
Pouce Coupe	

The Trust also has the following corporate members:

Canfor, CN, Rio Tinto Alcan, and West Fraser. Corporate members of the Trust contribute a minimum of \$300,000.

Providing leadership to the Trust are 14 directors comprised of four from UNBC, two from the Northeast region, two from the Northwest, two from the Central Interior, and four “at large” directors elected by the active members. Director terms are two years in length and no director can serve for more than four consecutive years.

2. NMPT Finances and Donors

The Northern Medical Programs Trust is an endowment fund managed by UNBC. Funds received by the University are receipted as per the University’s status as a charitable organization and deposited into the NMPT endowment fund. As per policy of the UNBC Board of Governors, the

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endowment fund produces an annual disbursement of 3.5% of the market value based on a three-year rolling average. At the end of the 2021/2022 fiscal year, the market value of the NMPT endowment was approximately \$12.5 million.

In 2019 the NMPT and UNBC signed a Memorandum of Understanding that outlines the unique relationship between the University and the regional members that comprise the NMPT. A copy of the MoU is attached to this document.

3. Annual NMPT Disbursements

Since the first NMPT Board meeting in May 2003, a goal has been to ensure that students are not financially disadvantaged from pursuing medical education – especially if they are interested in practicing in rural communities. This has shaped the annual disbursements, which are endorsed at NMPT annual general meetings.

Approved 2022 Disbursement

Rural Medical/Health Professions Grants – \$ 83,000

This category supports the following students:

- 1st & 2nd year Northern Medical Program students who participate in a voluntary rural weekend shadowing opportunity. These include a weekend program (Valemount, Vanderhoof, Smithers, Mackenzie and Williams Lake but accessible to other communities) that annual provide experiences for about 10-18 students.
- 1st & 2nd year Northern Medical Program, along with UNBC Family Nurse Practitioner students join an annual clinical experience in remote community practice that involves flying into remote Northern BC communities (currently Takla Landing and area) with a healthcare team
- 3rd year Northern Medical Program students who complete their entire academic year in an “integrated clerkship” in Terrace (3 students) and Fort St. John (3-4 students). Each of these students receives \$5000 to help offset living and travel expenses.
- 4th year Northern Medical Program students who participate in rural course electives in northern/rural communities outside of Prince George. These placements vary in length from 2-4 weeks and the financial support provided by the Trust is based on a formula that recognizes the duration of the placement and the distance from Prince George. The average award is \$2,000.
- Master of Physical Therapy – North (MPT-N) receive financial support for housing for clinical placements in the Northeast and Northwest.

Nurse Practitioner Grants – \$55,000

Similar to the Rural Medical Grants, these funds provide support to Nurse Practitioner students who participate in rural clinical educational experiences and the amount is calculated on a similar formula.

Nurse Practitioner Graduate Awards - \$16,000

Available to FNP graduates who accept a nursing position within the Northern Health Authority/NCLGA region. Two annual \$8,000 awards.

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Undergrad Nursing Awards - \$20,000

Funds are added to an existing endowment established by a private donor. The extra allocation has the effect of tripling the number and doubling the value of the existing awards.

Rural Nurse Certificate Program Travel Support Fund - \$10,000

The RNCP is designed to be completed on a part-time basis through distance education, workshops, and clinical placements. The travel support fund enables up to five students who are not otherwise funded by a health authority, per semester support, and calculated per the current placement funding formula.

Healthcare Travelling Roadshow – \$28,000

This program involves a multi-disciplinary group of college and university healthcare students (including medicine, nursing, physiotherapy, lab technologies) traveling to rural communities around northern BC to showcase healthcare career opportunities to high school students.

Pathways to Health Professions Program - \$165,000

This comprehensive program supports northern and rural undergraduate students throughout their pre-medicine undergraduate program at UNBC to encourage and strengthen their application to medical school. Students enrolled in the program who must travel to Vancouver/Victoria to write the entrance exam for medical school (MCAT) also receive funding of up to \$1,200/student to offset flight and accommodation costs.

4. The NMPT Track Record: Disbursements to Date

Fund disbursement summary:

- \$20,000 in 2006-07
- \$26,050 in 2007-08
- \$57,290 in 2008-09
- \$52,050 in 2009-10
- \$100,800 in 2010/11
- \$99,400 in 2011/12
- \$129,170 in 2012/13
- \$137,000 in 2013/14
- \$169,600 in 2014/15
- \$195,000 in 2015/16
- \$187,000 in 2016/17
- \$282,500 in 2017/18
- \$278,300 in 2018/19
- \$279,975 in 2019/20
- \$232,363 in 2020/21
- \$282,202 in 2021/22

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Over \$2.6 million disbursed to date

Since 2006:

Over 1,016 student awards have been provided to students participating in northern and rural clinical placements. These have been mostly to Northern Medical Program students but also to Family Nurse Practitioner students since 2010/11 and undergrad nursing students since 2015/16.

5. Educational Programs Supported by the Trust

The Northern Medical Program

The NMP is part of the UBC Faculty of Medicine delivered in partnership with UNBC. The first intake of students was in 2004 and the first graduating class was in 2008. The entire UBC Faculty of Medicine annually receives more than 2100 applications from prospective students and admits only 288 of them. From this group, 32 students are annually admitted into the Northern Medical Program. More than two thirds of NMP students come from northern/rural communities, including about 25% who are UNBC graduates. Students are selected for the NMP partially based on their score in a “rural suitability index” that seeks to identify the students who are predisposed to rural practice based on where they grew up, their experiences in rural communities, etc.

Medicine is a four-year program where the medical students complete their program at UNBC in Prince George. This includes participating in lectures and labs via videoconferencing technology that connects sites in Prince George, Victoria, Kelowna, and Vancouver. Practical experiences are also a critical component of medical education. Most students undertake rural clinical experiences as part of their education and each year, up to seven students complete their entire third year of studies at an Integrated Community Clerkship site (which can include Terrace or Fort St. John).

After graduation, new doctors complete a residency in Family Practice or any number of specialties. The length of a residency depends on the specialization but is a minimum of two years. Northern BC has 22 residency places: Family Practice in Prince George (15), Terrace (2), and Fort St. John (4), and Psychiatry (2) in Prince George. To date, of the 409 students that have graduated from the NMP, more than 80 are still in their residency training. 215 NMP grads have completed their residency in Family Practice. Approximately 60% of NMP graduates who have permanently settled into practice are working in northern and rural communities.

The Northern Medical Program is accredited in Canada and the United States.

Master of Science in Nursing Family Nurse Practitioner (FNP) Program

Graduates from the UNBC Family Nurse Practitioner Program are primary health care providers prepared to provide community-based, primary health care services to patients across the age

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span. Family Nurse Practitioners assess health status, order diagnostic tests, diagnose medical conditions, prescribe medications and treatments, and manage diseases, disorders, and conditions within a professionally regulated scope of practice. At UNBC, the curriculum has a focus on rural and northern primary care practice, Aboriginal health, mental health, substance use, health technologies, and interdisciplinary and collaborative practice.

The UNBC MScN (FNP) is a six-semester graduate degree program. The program has space for approximately 20 students per year. Northern rural and remote clinical experiences are fundamental to the delivery of the program and curriculum.

- Since 2007, 108 students have graduated from UNBC with a UNBC MScN Family Nurse Practitioner degree. UNBC offers the only Master of Science FNP Degree in B.C., with other B.C. NP Programs offered a MN FNP degree.
- Of the 108 UNBC FNP graduates, 30% work in the Northern Health Authority region.
- 60% of all UNBC MScN FNP Graduates work in Canadian communities classified as rural or remote.
- 90% of all UNBC MScN FNP Graduates that work outside of B.C., work in Northern, rural, or remote communities.
- The majority of NPs in BC currently work in Health Authority-funded positions and the availability of these positions is a significant factor in where graduates choose to work.
- The government has announced funding for 200 new NP positions in the province over the next 2-3 years. In addition to the current health authority funding model, the government has created a contract funding model to increase access to funding for NP positions across B.C.
- UNBC and the Northern Health Authority, FNHA, and other health authorities and health service organizations continue to work together closely to link UNBC FNP Graduates with existing FNP positions
- UNBC MScN FNP students are introduced to the local community leadership during their clinical rotations in Northern, rural, and remote communities in the Northern region.
- The majority of Program graduates continue to be connected with UNBC MScN FNP Program and the North through acting as clinical preceptors, clinical faculty, sessional course instructors, guest lecturers, and evaluators.

Undergraduate Nursing Programs

UNBC offers innovative and practice-based programs of study at the undergraduate level in the NCBNP in partnership with the College of New Caledonia and Northwest Community College, a Post-Diploma program, and a provincial practice-driven Rural Nursing Certificate Program (RNCP). Twenty percent of seats are available for First Nations students. The goal of the BScN program is to improve access to and successful completion of nursing education for resident of the North. The aim of the nursing program is to prepare professional nurses who will:

- Practice with cultural sensitivity
- Practice with awareness of particular health needs of northern populations.
- Practice assessment and promotion of holistic health with individuals, families, groups, and

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- communities
- Practice in a broad range of settings with an emphasis on northern communities.
 - Influence health services to bring about policy development that meets the health needs of northern populations.
 - Approximately 70% of UNBC Nursing bachelor's degree graduates obtain employment with Northern Health.

Northern Medical Programs Trust

A PARTNERSHIP OF NORTHERN BRITISH COLUMBIA COMMUNITIES AND UNBC



Memorandum of Understanding Members of the Northern Medical Programs Trust & the University of Northern British Columbia

Whereas the Parties:

1. Recognize and respect that the University of Northern BC (UNBC) and the members that make up the Northern Medical Programs Trust (NMPT) each have unique responsibilities, authorities and jurisdictions;
2. Contribute to the development and maintenance of sustainable and strong communities
3. Affirm the necessity of mutual respect and collaborative relationships to promote health and education for the advancement of the regions both economically and socially.

Guided by Core Values Including:

- Trust
- Mutual Respect
- Open Listening
- Cooperation
- Understanding
- Inclusion

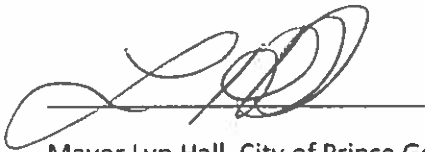
Core of the NMPT:

At the core of the NMPT is the commitment to hold in the highest regard, the importance of the communities and regional members to the conversation of delivering medical and allied health training opportunities in northern BC. While UNBC receives and manages the funds, the entirety of the membership contributes to the spirit of the Trust. UNBC will seek input from the community members when determining appropriate disbursement of Trust funds, heeding the continuing and changing needs, deficiencies, and opportunities of and for highly-qualified health professionals throughout the northern regions of BC.

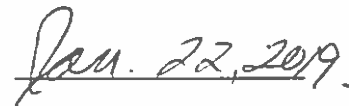
Financial Authority/Practices:

1. The UNBC Medical Fund is the designated fund maintained by UNBC for the Northern Medical Programs Trust. As a registered charity, UNBC receives donations to this fund and manages them in accordance with the Canada Revenue Agency and policies endorsed by the Board of Governors.
2. All applicable policies and procedures, which from time to time are reviewed, updated and approved by the University's Investment Committee, the Board of Governors, and President's Executive Council, will apply to the NMPT funds.
3. The UNBC Development Office will forward to the UNBC Finance Department any gifts and donations accepted by the University on behalf of the NMPT and upon receipt, Finance will place the funds in the appropriate account. The University will provide tax receipts to the donor(s) as permitted by the Canada Revenue Agency.
4. The UNBC Finance Department will account for all gifts and donations received as required by the provisions of the University Act for funds received in trust.
5. UNBC contracts an auditing firm that performs the official audit of the UNBC annual financial statements for the most recent fiscal year, beginning on April 1 and ending on March 31. The University will require the same auditing firm to perform the annual audit on the NMPT fund(s).

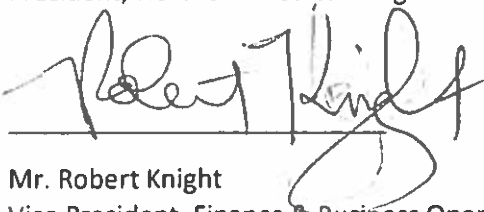
Now therefore the Parties agree to regular, transparent and constructive communication and dialogue on matters of mutual interest, and particularly related to the education of highly-qualified health professionals in and for northern and rural BC.



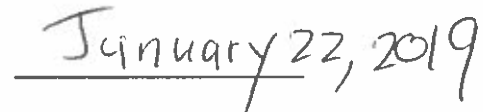
Mayor Lyn Hall, City of Prince George &
President, Northern Medical Programs Trust



Date



Mr. Robert Knight
Vice President, Finance & Business Operations
University of Northern British Columbia



Date

NORTHERN MEDICAL PROGRAMS

TRUST BYLAWS

Part 1 – Interpretation

1. In these by-laws, unless the context otherwise requires,
 - a. **“Active Community Member”** means:
 - i. a Community which has signed a Community Pledge for its Threshold Amount and meets any additional membership criteria for Active Community Members as determined from time to time by Exceptional Board Resolution; or
 - ii. the University of Northern British Columbia.
 - b. **“Active General Member”** means a natural Person, corporation, society, association, group, or any other entity which is not a Community which has signed a General Pledge and meets any additional membership criteria for Active General Members as determined from time to time by Exceptional Board Resolution.
 - c. **“Active Member”** means an Active Community Member in good standing or an Active General Member in good standing
 - d. **“Associate Community Member”** means a Community that is not an Active Member that has applied for membership in the Society and meets any additional membership criteria for Associate Community Members as determined from time to time by Exceptional Board Resolution.
 - e. **“Board”** means the board of directors of the Northern Medical Programs Trust.
 - f. **“Central Interior Region”** means the area of British Columbia outlined and identified as the “Central Interior” on the map attached hereto as Schedule “A”
 - g. **“Community”** means:
 - i. the council of a municipality in Northern British Columbia;
 - ii. the board of a regional district in Northern British Columbia; or
 - iii. a First Nation or Aboriginal community which is defined as “Band” under the *Indian Act* of Canada and shall include the Nisga’a Nation
 - h. **“Community Pledge”** means a commitment by a Community to contribute funds to the UNBC Medical Fund in such form as may be approved from time to time by the Board.
 - i. **“Directors”** means the directors of the Northern Medical Programs Trust for the time being.

- j. **“Exceptional Board Resolution”** means a resolution of the Board passed by a majority of not less than 2/3 of the votes cast by those directors who, being entitled to do so, vote at a Board meeting of the Northern Medical Programs Trust.
- k. **“Founding Member”** means any Active Member who has become a member in good standing of the Society on or before the Society’s first general meeting, including the applicants for registration of the Society.
- l. **“General Pledge”** means a commitment by a natural Person, corporation, society, association, group, or any other entity other than a Community to contribute funds to the UNBC Medical Fund in such form as may be approved from time to time by the Board.
- m. **“Northern British Columbia”** means the area comprising the Northwest Region, the Northeast Region, and the Central Interior Region.
- n. **“Northern Medical Programs”** means degree-granting programs for the education of health professionals offered by UNBC on its own or in partnership with other colleges or universities.
- o. **“Northern Medical Programs Trust”** means the society incorporated by this constitution and bylaws.
- p. **“Northeast Region”** means the area of British Columbia outlined and identified as the “Northeast” on the map attached hereto as Schedule “A”
- q. **“Northwest Region”** means the area of British Columbia outlined and identified as the “Northwest” on the map attached hereto as Schedule “A”
- r. **“Person”** means a natural person and does not include a municipality, regional district, Indian band, corporation, society, association, group, or any other incorporated entity.
- s. **“Registered Address”** of a member means the address of the member as recorded in the register of members of the Society.
- t. **“Special Resolution”** means a “special resolution” as defined in the *Societies Act*.
- u. **“the Society”** means the society incorporated by this constitution and bylaws.
- v. **“Societies Act”** means the Societies Act of the Province of British Columbia from time to time in force and all amendments to it.
- w. **“Threshold Amount”** means:
 - i. In the case of a Community Pledge made by a Founding Member, the multiple of the number of family households in the Community by \$52;
 - ii. In the case of a Community Pledge not made by a Founding Member, the multiple of the number of family households in the Community by \$52 adjusted for

- inflation from the date of incorporation of the Society, or such other amount as may be determined from time to time by Exceptional Board Resolution;
- iii. In the case of a General Pledge made by a Founding Member, the sum of \$100,000 for a natural Person and \$500,000 for a corporation, society, association, group, or any other corporate entity which is not a Community; and
- iv. In the case of a General Pledge not made by a Founding Member, the sum of \$100,000 adjusted for inflation from the date of Incorporation of the Society for a natural Person and \$300,000 adjusted for inflation from the date of incorporation of the Society for a corporation, society, association, group, or any other corporate entity which is not a Community or such other amounts as may be determined from time to time by Exceptional Board Resolution.
- x. **“the Trust”** means the society incorporated by this constitution and bylaws.
- y. **“UNBC”** means the University of Northern British Columbia.
- z. **“UNBC Medical Fund”** means a designated fund of money and investments held and maintained by UNBC (and/or the society) for the Northern Medical Programs Trust.
- 2. Except as expressly modified by these by-laws, the definitions in the Societies Act on the date these by-laws become effective apply to these by-laws.
- 3. Words importing the singular include the plural and vice versa; and words importing a male person include a female person and a corporation.

Part 2 – Membership

- 4. The members of the Society are the applicants for incorporation of the Society, and those who subsequently have become members in accordance with these by-laws and, in either case, have not ceased to be members.
- 5. Except for the University of Northern British Columbia, all members of the Society must be Active Community Members, Active General Members, or Associate Community Members.
- 6. The University of Northern British Columbia:
 - a. shall have all the rights of an Active Member;
 - b. shall be a member of the Society in perpetuity unless it resigns; and
 - c. shall be exempt from any requirement to pay membership dues.
- 7. The criteria for and terms of membership (including Threshold Amounts) for members other than Founding Members and UNBC may be determined by Exceptional Board Resolution of directors from time to time, provided however that:
 - a. Each new Active Community Member must sign a Community Pledge and commit to pay the appropriate Threshold Amount;

- b. Each new Active General Member must sign a General Pledge and commit to pay the appropriate Threshold Amount;
 - c. The Threshold Amounts for new Active Members shall be equal to or greater than the Threshold Amounts payable by Founding Members of the same membership class; and
 - d. After the first general meeting of the Society, the Threshold Amounts shall be adjusted for inflation by increasing them from the date of Incorporation of the Society in proportion to any increased cost of living established by the Canadian Consumer Price Index published by Statistics Canada.
- 8. Any annual membership dues shall be determined by the Directors from time to time.
- 9. A member is in good standing unless the member has failed to pay any pledge or dues that are due and owing to the Society, in which case the member is not in good standing.
- 10. A member who is not in good standing shall not be entitled to vote at meetings.
- 11. A member shall cease to be a member of the Society
 - a. by delivering a resignation in writing to the secretary of the Society or by mailing or delivering it to the address of the Society,
 - b. on the member's death or dissolution,
 - c. on being expelled, or
 - d. on having been a member not in good standing for 12 consecutive months.
- 12. A member may be expelled by a special resolution of the members passed at a general meeting, provided however that:
 - a. UNBC cannot be expelled;
 - b. a member may only be expelled for failing to comply with these by-laws, including failure to fulfil a Community Pledge or a General Pledge;
 - c. the notice of a special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion; and
 - d. the member who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

Part 3 - Meetings of Members

- 13. General meetings of the members of the Society shall be held at such time and place, in accordance with the Societies Act, as the directors decide, provided however that the first annual general meeting of the Society shall be held not more than 15 months after the date of incorporation and thereafter an annual general meeting shall be held at least once in every calendar year.
- 14. Every general meeting, other than an annual general meeting, is an extraordinary general meeting and the directors may, whenever they think fit, convene an extraordinary general meeting.

15. The Society must give not less than 14 days' written notice of any general meeting to all members, but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.
16. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
17. Notice of a general meeting shall specify the place, the day and the hour of the meeting, and, in case of special business, the general nature of that business.
18. Special business is:
 - a. all business at an extraordinary general meeting except the adoption of the rules of order, and
 - b. all business that is transacted at an annual general meeting, except:
 - i. the adoption of rules of order,
 - ii. the consideration of the financial statements,
 - iii. the report of the directors,
 - iv. the report of the auditor, if any,
 - v. the election of directors,
 - vi. the appointment of the auditor, if required, and
 - vii. such other business as, under these by-laws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors issued with the notice convening the meeting.
19. A quorum at a general meeting is 20 percent but not less than three (3) of the Active Members present, including:
 - a. at least one Active Member present from the Northwest Region,
 - b. at least one Active Member present from the Northeast Region, and
 - c. at least one Active Member present from the Central Interior Region.
20. No business, other than the election of a chair and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.
21. If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
22. If within 30 minutes from the time appointed for a general meeting a quorum is not present, a meeting convened on the requisition of members shall be terminated, but any other meeting it shall stand adjourned to the same day in the next week, at the same time and place.

23. The president of the Society, the vice-president, or in the absence of both, one of the other directors present shall preside as chair of a general meeting, provided however that if, at a general meeting:
 - a. there is no president, vice-president, or other director present within 15 minutes after the time appointed for holding the meeting, or
 - b. the president and all the other directors present are unwilling to act as chair, the Active Members present shall choose one of their number to be chair.
24. A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
25. Where a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
26. Except as provided in this by-law, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
27. The chair of a general meeting who is a representative of an Active Member is entitled to vote.
28. In case of an equality of votes the chair shall not have a deciding vote in addition to the vote to which he or she may be entitled as a member's representative and the proposed resolution shall not pass.
29. An Active Member in good standing present at a meeting of members is entitled to one vote and voting is by show of hands, unless a ballot is requested, and voting by proxy is not permitted.
30. An Active Member that is not a natural Person may vote by its authorized representative who is entitled to speak and vote, and in all other respects exercise the rights of an Active Member, and that representative shall be recognized as an Active Member for all purposes with respect to a general meeting of the Society.
31. Associate Members shall not be entitled to vote or attend general meetings but shall be entitled to the same information that is available to Active Members.

Part 4 - Directors and Officers

32. The Directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these by-laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of:
 - a. all laws affecting the Society,
 - b. these by-laws, and

- c. rules, not being inconsistent with these by-laws, which are made from time to time by the Society in general meeting.
33. No rule, made by the Society in general meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.
34. The number of Directors shall be fourteen, comprising the following:
- a. Four Directors shall be elected by the Active Members;
 - b. Two Directors from the Central Interior Region shall be elected by the Active Members;
 - c. Two Directors from the Northwest Region shall be elected by the Active Members;
 - d. Two Directors from the Northeast Region shall be elected by the Active Members; and
 - e. Four Directors shall be appointed by UNBC.
 - President
 - Associate Vice President, Division of Medical Sciences
 - Vice President, Research and Innovation
 - Vice President, Finance & Administration
35. Directors shall be elected for two year terms, provided however that in order to provide for staggered, overlapping terms, at the first annual general meeting of the Society:
- a. Two Directors elected by the Active Members shall be elected for a three year term;
 - b. One Director elected by the Active Members from the Central Interior Region shall be elected for a three year term;
 - c. One Director elected by the Active Members from the Northwest Region shall be elected for a three year term;
 - d. One Director elected by the Active Members from the Northeast Region shall be elected for a three year term
36. No Director can serve more than four consecutive years but is eligible for re-election at a later date.
37. Despite a Director's elected or appointed term, if a timely annual general meeting is not held and a successor elected, the Director continues to hold office until a successor is elected or appointed, provided however that the Director may resign at any time.
38. An election may be by acclamation; otherwise it shall be by ballot of the Active Members.
39. The Active Members may by special resolution of the members remove a Director before the expiration of his or her term of office, and may elect a successor to complete the term of office.
40. If a Director resigns his/her office or otherwise ceases to hold elected office, the remaining Directors shall fill the vacancy by appointing a new Director to take the place

of the former Director, provided however that:

- a. any vacancy of a Director from the Central Interior Region shall be filled by a new Director from the Central Interior Region;
 - b. any vacancy of a Director from the Northwest Region shall be filled by a new Director from the Northwest Region;
 - c. any vacancy of a Director from the Northeast Region shall be filled by a new Director from the Northeast Region; and
 - d. any vacancy of a Director appointed by UNBC shall be filled by a nominee of UNBC.
41. A Director appointed to fill a vacancy holds office only until the conclusion of the next following annual general meeting of the Society, but is eligible for election at the annual general meeting.
42. No act or proceeding of the Directors is invalid only by reason of there being less than the prescribed number of Directors in the office.
43. No Director shall be remunerated by the Society/NMPT for being or acting as a Director but a Director shall be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged in the affairs of the Society.
44. The Directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
45. A quorum shall be necessary for the transaction of business by the Directors and the quorum shall be a majority of the Directors then in office including:
- a. at least one Director present from the Northwest Region,
 - b. at least one Director present from the Northeast Region,
 - c. at least one Director present from the Central Interior Region, and
 - d. at least one Director present from UNBC.
46. The Directors shall elect, by majority vote, a president, a vice president, a secretary, and a treasurer, provided however that the Directors may, by special resolution, choose to elect different officers.
47. The president is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.
48. The president shall preside at all meetings of the Society and of the Directors.
49. The president shall be chair of all meetings of the Directors, but if at any meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice-president shall act as chair, but if neither is present the Directors present may choose one of their number to be chair at the meeting.
50. The vice-president shall carry out the duties of the president during his absence.

51. The secretary shall:
- a. conduct the correspondence of the Society,
 - b. issue notices of meetings of the Society and Directors,
 - c. keep minutes of all meetings of the Society and Directors,
 - d. have custody of all records and documents of the Society except those required to be kept by the treasurer,
 - e. have custody of the common seal of the Society, and
 - f. maintain the register of members.
52. In the absence of the secretary from a meeting, the Directors shall appoint another person to act as secretary at the meeting.
53. The treasurer shall:
- a. keep such financial records, including books of account, as are necessary to comply with the Societies Act, and
 - b. render financial statements to the Directors, members and others when required.
54. The offices of secretary and treasurer may be held by one person who shall be known as the secretary-treasurer.
55. A Director may at any time, and the secretary, on the request of a Director, shall, convene a meeting of the Directors upon reasonable notice to all the Directors.
56. If a quorum of the Directors is present, it is not necessary to give notice of the first meeting of Directors held immediately following the election of any Directors at a general meeting of members.
57. A Director may deliver to the president of the Society a written waiver of notice of any meetings of the Directors and may, at any time, withdraw the waiver. Until the waiver is withdrawn, notice of Directors meetings need not be given to that Director.
58. Questions arising at any meeting of the directors and committee of Directors shall be decided by a majority of votes and the chair, if a Director, shall be entitled to vote.
59. In case of an equality of votes the chair does not have a second or casting vote.
60. A resolution in writing, signed by all the Directors and placed with the minutes of the Directors is as valid and effective as if regularly passed at a meeting of Directors.

Part 5 – Borrowing

61. In order to carry out the purposes of the Society the directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in such manner as they decide and in particular, but without limiting the generality of the foregoing, by the issue of debentures or other security agreements.

62. No debenture or security agreement shall be issued without the sanction of a special resolution of the members.
63. The members may by special resolution restrict the borrowing powers of the directors but a restriction so imposed expires at the next annual general meeting.

Part 6 – Financial Authority

64. Financial authority for funds raised for the northern medical programs, to which the Trust has an advisory role, shall be maintained, administered, and controlled by UNBC.

Part 7 - Notice to Members

65. A notice may be given to a member, either personally or by mail to the member at the registered address of the member.
66. A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canadian post office receptacle.
67. Notice of a general meeting shall be given to:
 - a. every member shown on the register of members, and
 - b. the Society's auditor, if any.

Part 8 - By-laws

68. On being admitted to membership, each member is entitled to receive a copy of the constitution and by-laws of the Society.
69. These by-laws shall not be amended except by special resolution.
70. Where these by-laws conflict with the *Societies Act*, the latter shall prevail.

Part 9 - Dissolution

71. Upon dissolution of the Society, any assets of the Society remaining after satisfaction of its debts and liabilities and the costs of dissolution shall be given to the University of Northern British Columbia. This provision is unalterable.

Schedule A

REGIONS

For Society purposes, the three Regions of the University of Northern British Columbia are subdivided as follows:

The **Northwest Region** is shown as the Northwest Region on the map below and is the same as the region of Northwest Community College established under the College and Institute Act.

The **Northeast Region** is shown as the Peace River Liard Region on the map below and is the same as Northern Lights Community College established under the College and Institute Act.

The **Central Interior Region** – is the same as the South Central Region shown on the map below and is the same as the region of the College of New Caledonia established under the College and Institute Act except that its southern and western boundaries are extended to the boundary of the Cariboo Regional Hospital District. #41.

The NMPT covers the region that is represented by the North Central Local Government Association.



Revised: November 2022 (updates from 2022 AGM)

The Northern Medical Programs Trust

Background Document 2022

1. What is the Northern Medical Programs Trust?

The NMPT is a partnership of northern communities and UNBC. Established in late 2002, it aims to increase the number of health care professionals practicing in the North by supporting educational programs and experiences that provide students with exposure to northern communities and rural practice.

The NMPT Constitution states that its purpose is to “create a partnership between UNBC and the communities and citizens of Northern British Columbia for the education of highly qualified health professionals in and for Northern and rural BC to direct funds to provide support for students in degree-granting programs for the education of health professionals offered by UNBC on its own or in partnership with other colleges and universities.”

The following local governments are members of the Trust.

100 Mile House	Prince George
Burns Lake	Quesnel
Chetwynd	Smithers
Dawson Creek	Taylor
Northern Rockies Regional Municipality	Terrace
Fort St. James	Tumbler Ridge
Fort St. John	Valemount
Fraser Lake	Vanderhoof
Gitwinksihlkw	Wells
Hazelton	Williams Lake
Houston	
Hudson's Hope	Cariboo Regional District
Mackenzie	Peace River Regional District
Masset	Regional District of Bulkley-Nechako
McBride	Regional District of Fraser-Fort George
Pouce Coupe	

The Trust also has the following corporate members:

Canfor, CN, Rio Tinto Alcan, and West Fraser. Corporate members of the Trust contribute a minimum of \$300,000.

Providing leadership to the Trust are 14 directors comprised of four from UNBC, two from the Northeast region, two from the Northwest, two from the Central Interior, and four “at large” directors elected by the active members. Director terms are two years in length and no director can serve for more than four consecutive years.

2. NMPT Finances and Donors

The Northern Medical Programs Trust is an endowment fund managed by UNBC. Funds received by the University are receipted as per the University’s status as a charitable organization and deposited into the NMPT endowment fund. As per policy of the UNBC Board of Governors, the

The Northern Medical Programs Trust

Background Document 2022

endowment fund produces an annual disbursement of 3.5% of the market value based on a three-year rolling average. At the end of the 2021/2022 fiscal year, the market value of the NMPT endowment was approximately \$12.5 million.

In 2019 the NMPT and UNBC signed a Memorandum of Understanding that outlines the unique relationship between the University and the regional members that comprise the NMPT. A copy of the MoU is attached to this document.

3. Annual NMPT Disbursements

Since the first NMPT Board meeting in May 2003, a goal has been to ensure that students are not financially disadvantaged from pursuing medical education – especially if they are interested in practicing in rural communities. This has shaped the annual disbursements, which are endorsed at NMPT annual general meetings.

Approved 2022 Disbursement

Rural Medical/Health Professions Grants – \$ 83,000

This category supports the following students:

- 1st & 2nd year Northern Medical Program students who participate in a voluntary rural weekend shadowing opportunity. These include a weekend program (Valemount, Vanderhoof, Smithers, Mackenzie and Williams Lake but accessible to other communities) that annual provide experiences for about 10-18 students.
- 1st & 2nd year Northern Medical Program, along with UNBC Family Nurse Practitioner students join an annual clinical experience in remote community practice that involves flying into remote Northern BC communities (currently Takla Landing and area) with a healthcare team
- 3rd year Northern Medical Program students who complete their entire academic year in an “integrated clerkship” in Terrace (3 students) and Fort St. John (3-4 students). Each of these students receives \$5000 to help offset living and travel expenses.
- 4th year Northern Medical Program students who participate in rural course electives in northern/rural communities outside of Prince George. These placements vary in length from 2-4 weeks and the financial support provided by the Trust is based on a formula that recognizes the duration of the placement and the distance from Prince George. The average award is \$2,000.
- Master of Physical Therapy – North (MPT-N) receive financial support for housing for clinical placements in the Northeast and Northwest.

Nurse Practitioner Grants – \$55,000

Similar to the Rural Medical Grants, these funds provide support to Nurse Practitioner students who participate in rural clinical educational experiences and the amount is calculated on a similar formula.

Nurse Practitioner Graduate Awards - \$16,000

Available to FNP graduates who accept a nursing position within the Northern Health Authority/NCLGA region. Two annual \$8,000 awards.

The Northern Medical Programs Trust Background Document 2022

Undergrad Nursing Awards - \$20,000

Funds are added to an existing endowment established by a private donor. The extra allocation has the effect of tripling the number and doubling the value of the existing awards.

Rural Nurse Certificate Program Travel Support Fund - \$10,000

The RNCP is designed to be completed on a part-time basis through distance education, workshops, and clinical placements. The travel support fund enables up to five students who are not otherwise funded by a health authority, per semester support, and calculated per the current placement funding formula.

Healthcare Travelling Roadshow – \$28,000

This program involves a multi-disciplinary group of college and university healthcare students (including medicine, nursing, physiotherapy, lab technologies) traveling to rural communities around northern BC to showcase healthcare career opportunities to high school students.

Pathways to Health Professions Program - \$165,000

This comprehensive program supports northern and rural undergraduate students throughout their pre-medicine undergraduate program at UNBC to encourage and strengthen their application to medical school. Students enrolled in the program who must travel to Vancouver/Victoria to write the entrance exam for medical school (MCAT) also receive funding of up to \$1,200/student to offset flight and accommodation costs.

4. The NMPT Track Record: Disbursements to Date

Fund disbursement summary:

- \$20,000 in 2006-07
- \$26,050 in 2007-08
- \$57,290 in 2008-09
- \$52,050 in 2009-10
- \$100,800 in 2010/11
- \$99,400 in 2011/12
- \$129,170 in 2012/13
- \$137,000 in 2013/14
- \$169,600 in 2014/15
- \$195,000 in 2015/16
- \$187,000 in 2016/17
- \$282,500 in 2017/18
- \$278,300 in 2018/19
- \$279,975 in 2019/20
- \$232,363 in 2020/21
- \$282,202 in 2021/22

The Northern Medical Programs Trust

Background Document 2022

Over \$2.6 million disbursed to date

Since 2006:

Over 1,016 student awards have been provided to students participating in northern and rural clinical placements. These have been mostly to Northern Medical Program students but also to Family Nurse Practitioner students since 2010/11 and undergrad nursing students since 2015/16.

5. Educational Programs Supported by the Trust

The Northern Medical Program

The NMP is part of the UBC Faculty of Medicine delivered in partnership with UNBC. The first intake of students was in 2004 and the first graduating class was in 2008. The entire UBC Faculty of Medicine annually receives more than 2100 applications from prospective students and admits only 288 of them. From this group, 32 students are annually admitted into the Northern Medical Program. More than two thirds of NMP students come from northern/rural communities, including about 25% who are UNBC graduates. Students are selected for the NMP partially based on their score in a “rural suitability index” that seeks to identify the students who are predisposed to rural practice based on where they grew up, their experiences in rural communities, etc.

Medicine is a four-year program where the medical students complete their program at UNBC in Prince George. This includes participating in lectures and labs via videoconferencing technology that connects sites in Prince George, Victoria, Kelowna, and Vancouver. Practical experiences are also a critical component of medical education. Most students undertake rural clinical experiences as part of their education and each year, up to seven students complete their entire third year of studies at an Integrated Community Clerkship site (which can include Terrace or Fort St. John).

After graduation, new doctors complete a residency in Family Practice or any number of specialties. The length of a residency depends on the specialization but is a minimum of two years. Northern BC has 22 residency places: Family Practice in Prince George (15), Terrace (2), and Fort St. John (4), and Psychiatry (2) in Prince George. To date, of the 409 students that have graduated from the NMP, more than 80 are still in their residency training. 215 NMP grads have completed their residency in Family Practice. Approximately 60% of NMP graduates who have permanently settled into practice are working in northern and rural communities.

The Northern Medical Program is accredited in Canada and the United States.

Master of Science in Nursing Family Nurse Practitioner (FNP) Program

Graduates from the UNBC Family Nurse Practitioner Program are primary health care providers prepared to provide community-based, primary health care services to patients across the age

The Northern Medical Programs Trust Background Document 2022

span. Family Nurse Practitioners assess health status, order diagnostic tests, diagnose medical conditions, prescribe medications and treatments, and manage diseases, disorders, and conditions within a professionally regulated scope of practice. At UNBC, the curriculum has a focus on rural and northern primary care practice, Aboriginal health, mental health, substance use, health technologies, and interdisciplinary and collaborative practice.

The UNBC MScN (FNP) is a six-semester graduate degree program. The program has space for approximately 20 students per year. Northern rural and remote clinical experiences are fundamental to the delivery of the program and curriculum.

- Since 2007, 108 students have graduated from UNBC with a UNBC MScN Family Nurse Practitioner degree. UNBC offers the only Master of Science FNP Degree in B.C., with other B.C. NP Programs offered a MN FNP degree.
- Of the 108 UNBC FNP graduates, 30% work in the Northern Health Authority region.
- 60% of all UNBC MScN FNP Graduates work in Canadian communities classified as rural or remote.
- 90% of all UNBC MScN FNP Graduates that work outside of B.C., work in Northern, rural, or remote communities.
- The majority of NPs in BC currently work in Health Authority-funded positions and the availability of these positions is a significant factor in where graduates choose to work.
- The government has announced funding for 200 new NP positions in the province over the next 2-3 years. In addition to the current health authority funding model, the government has created a contract funding model to increase access to funding for NP positions across B.C.
- UNBC and the Northern Health Authority, FNHA, and other health authorities and health service organizations continue to work together closely to link UNBC FNP Graduates with existing FNP positions
- UNBC MScN FNP students are introduced to the local community leadership during their clinical rotations in Northern, rural, and remote communities in the Northern region.
- The majority of Program graduates continue to be connected with UNBC MScN FNP Program and the North through acting as clinical preceptors, clinical faculty, sessional course instructors, guest lecturers, and evaluators.

Undergraduate Nursing Programs

UNBC offers innovative and practice-based programs of study at the undergraduate level in the NCBNP in partnership with the College of New Caledonia and Northwest Community College, a Post-Diploma program, and a provincial practice-driven Rural Nursing Certificate Program (RNCP). Twenty percent of seats are available for First Nations students. The goal of the BScN program is to improve access to and successful completion of nursing education for resident of the North. The aim of the nursing program is to prepare professional nurses who will:

- Practice with cultural sensitivity
- Practice with awareness of particular health needs of northern populations.
- Practice assessment and promotion of holistic health with individuals, families, groups, and

The Northern Medical Programs Trust Background Document 2022

- communities
- Practice in a broad range of settings with an emphasis on northern communities.
 - Influence health services to bring about policy development that meets the health needs of northern populations.
 - Approximately 70% of UNBC Nursing bachelor's degree graduates obtain employment with Northern Health.

Northern Medical Programs Trust

A PARTNERSHIP OF NORTHERN BRITISH COLUMBIA COMMUNITIES AND UNBC



Memorandum of Understanding Members of the Northern Medical Programs Trust & the University of Northern British Columbia

Whereas the Parties:

1. Recognize and respect that the University of Northern BC (UNBC) and the members that make up the Northern Medical Programs Trust (NMPT) each have unique responsibilities, authorities and jurisdictions;
2. Contribute to the development and maintenance of sustainable and strong communities
3. Affirm the necessity of mutual respect and collaborative relationships to promote health and education for the advancement of the regions both economically and socially.

Guided by Core Values Including:

- Trust
- Mutual Respect
- Open Listening
- Cooperation
- Understanding
- Inclusion

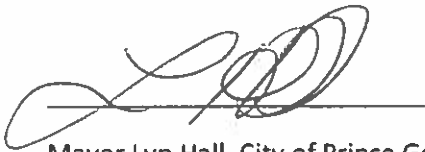
Core of the NMPT:

At the core of the NMPT is the commitment to hold in the highest regard, the importance of the communities and regional members to the conversation of delivering medical and allied health training opportunities in northern BC. While UNBC receives and manages the funds, the entirety of the membership contributes to the spirit of the Trust. UNBC will seek input from the community members when determining appropriate disbursement of Trust funds, heeding the continuing and changing needs, deficiencies, and opportunities of and for highly-qualified health professionals throughout the northern regions of BC.

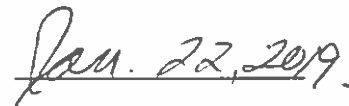
Financial Authority/Practices:

1. The UNBC Medical Fund is the designated fund maintained by UNBC for the Northern Medical Programs Trust. As a registered charity, UNBC receives donations to this fund and manages them in accordance with the Canada Revenue Agency and policies endorsed by the Board of Governors.
2. All applicable policies and procedures, which from time to time are reviewed, updated and approved by the University's Investment Committee, the Board of Governors, and President's Executive Council, will apply to the NMPT funds.
3. The UNBC Development Office will forward to the UNBC Finance Department any gifts and donations accepted by the University on behalf of the NMPT and upon receipt, Finance will place the funds in the appropriate account. The University will provide tax receipts to the donor(s) as permitted by the Canada Revenue Agency.
4. The UNBC Finance Department will account for all gifts and donations received as required by the provisions of the University Act for funds received in trust.
5. UNBC contracts an auditing firm that performs the official audit of the UNBC annual financial statements for the most recent fiscal year, beginning on April 1 and ending on March 31. The University will require the same auditing firm to perform the annual audit on the NMPT fund(s).

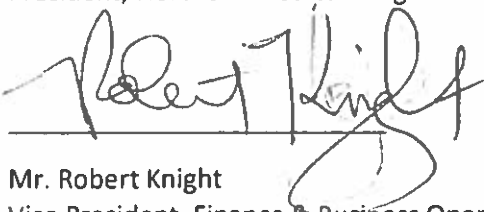
Now therefore the Parties agree to regular, transparent and constructive communication and dialogue on matters of mutual interest, and particularly related to the education of highly-qualified health professionals in and for northern and rural BC.



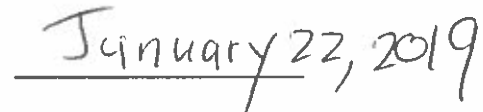
Mayor Lyn Hall, City of Prince George &
President, Northern Medical Programs Trust



Date



Mr. Robert Knight
Vice President, Finance & Business Operations
University of Northern British Columbia



Date

NORTHERN MEDICAL PROGRAMS

TRUST BYLAWS

Part 1 – Interpretation

1. In these by-laws, unless the context otherwise requires,
 - a. **“Active Community Member”** means:
 - i. a Community which has signed a Community Pledge for its Threshold Amount and meets any additional membership criteria for Active Community Members as determined from time to time by Exceptional Board Resolution; or
 - ii. the University of Northern British Columbia.
 - b. **“Active General Member”** means a natural Person, corporation, society, association, group, or any other entity which is not a Community which has signed a General Pledge and meets any additional membership criteria for Active General Members as determined from time to time by Exceptional Board Resolution.
 - c. **“Active Member”** means an Active Community Member in good standing or an Active General Member in good standing
 - d. **“Associate Community Member”** means a Community that is not an Active Member that has applied for membership in the Society and meets any additional membership criteria for Associate Community Members as determined from time to time by Exceptional Board Resolution.
 - e. **“Board”** means the board of directors of the Northern Medical Programs Trust.
 - f. **“Central Interior Region”** means the area of British Columbia outlined and identified as the “Central Interior” on the map attached hereto as Schedule “A”
 - g. **“Community”** means:
 - i. the council of a municipality in Northern British Columbia;
 - ii. the board of a regional district in Northern British Columbia; or
 - iii. a First Nation or Aboriginal community which is defined as “Band” under the *Indian Act* of Canada and shall include the Nisga’a Nation
 - h. **“Community Pledge”** means a commitment by a Community to contribute funds to the UNBC Medical Fund in such form as may be approved from time to time by the Board.
 - i. **“Directors”** means the directors of the Northern Medical Programs Trust for the time being.

- j. **“Exceptional Board Resolution”** means a resolution of the Board passed by a majority of not less than 2/3 of the votes cast by those directors who, being entitled to do so, vote at a Board meeting of the Northern Medical Programs Trust.
- k. **“Founding Member”** means any Active Member who has become a member in good standing of the Society on or before the Society’s first general meeting, including the applicants for registration of the Society.
- l. **“General Pledge”** means a commitment by a natural Person, corporation, society, association, group, or any other entity other than a Community to contribute funds to the UNBC Medical Fund in such form as may be approved from time to time by the Board.
- m. **“Northern British Columbia”** means the area comprising the Northwest Region, the Northeast Region, and the Central Interior Region.
- n. **“Northern Medical Programs”** means degree-granting programs for the education of health professionals offered by UNBC on its own or in partnership with other colleges or universities.
- o. **“Northern Medical Programs Trust”** means the society incorporated by this constitution and bylaws.
- p. **“Northeast Region”** means the area of British Columbia outlined and identified as the “Northeast” on the map attached hereto as Schedule “A”
- q. **“Northwest Region”** means the area of British Columbia outlined and identified as the “Northwest” on the map attached hereto as Schedule “A”
- r. **“Person”** means a natural person and does not include a municipality, regional district, Indian band, corporation, society, association, group, or any other incorporated entity.
- s. **“Registered Address”** of a member means the address of the member as recorded in the register of members of the Society.
- t. **“Special Resolution”** means a “special resolution” as defined in the *Societies Act*.
- u. **“the Society”** means the society incorporated by this constitution and bylaws.
- v. **“Societies Act”** means the Societies Act of the Province of British Columbia from time to time in force and all amendments to it.
- w. **“Threshold Amount”** means:
 - i. In the case of a Community Pledge made by a Founding Member, the multiple of the number of family households in the Community by \$52;
 - ii. In the case of a Community Pledge not made by a Founding Member, the multiple of the number of family households in the Community by \$52 adjusted for

- inflation from the date of incorporation of the Society, or such other amount as may be determined from time to time by Exceptional Board Resolution;
- iii. In the case of a General Pledge made by a Founding Member, the sum of \$100,000 for a natural Person and \$500,000 for a corporation, society, association, group, or any other corporate entity which is not a Community; and
- iv. In the case of a General Pledge not made by a Founding Member, the sum of \$100,000 adjusted for inflation from the date of Incorporation of the Society for a natural Person and \$300,000 adjusted for inflation from the date of incorporation of the Society for a corporation, society, association, group, or any other corporate entity which is not a Community or such other amounts as may be determined from time to time by Exceptional Board Resolution.
- x. **“the Trust”** means the society incorporated by this constitution and bylaws.
- y. **“UNBC”** means the University of Northern British Columbia.
- z. **“UNBC Medical Fund”** means a designated fund of money and investments held and maintained by UNBC (and/or the society) for the Northern Medical Programs Trust.
- 2. Except as expressly modified by these by-laws, the definitions in the Societies Act on the date these by-laws become effective apply to these by-laws.
- 3. Words importing the singular include the plural and vice versa; and words importing a male person include a female person and a corporation.

Part 2 – Membership

- 4. The members of the Society are the applicants for incorporation of the Society, and those who subsequently have become members in accordance with these by-laws and, in either case, have not ceased to be members.
- 5. Except for the University of Northern British Columbia, all members of the Society must be Active Community Members, Active General Members, or Associate Community Members.
- 6. The University of Northern British Columbia:
 - a. shall have all the rights of an Active Member;
 - b. shall be a member of the Society in perpetuity unless it resigns; and
 - c. shall be exempt from any requirement to pay membership dues.
- 7. The criteria for and terms of membership (including Threshold Amounts) for members other than Founding Members and UNBC may be determined by Exceptional Board Resolution of directors from time to time, provided however that:
 - a. Each new Active Community Member must sign a Community Pledge and commit to pay the appropriate Threshold Amount;

- b. Each new Active General Member must sign a General Pledge and commit to pay the appropriate Threshold Amount;
 - c. The Threshold Amounts for new Active Members shall be equal to or greater than the Threshold Amounts payable by Founding Members of the same membership class; and
 - d. After the first general meeting of the Society, the Threshold Amounts shall be adjusted for inflation by increasing them from the date of Incorporation of the Society in proportion to any increased cost of living established by the Canadian Consumer Price Index published by Statistics Canada.
- 8. Any annual membership dues shall be determined by the Directors from time to time.
- 9. A member is in good standing unless the member has failed to pay any pledge or dues that are due and owing to the Society, in which case the member is not in good standing.
- 10. A member who is not in good standing shall not be entitled to vote at meetings.
- 11. A member shall cease to be a member of the Society
 - a. by delivering a resignation in writing to the secretary of the Society or by mailing or delivering it to the address of the Society,
 - b. on the member's death or dissolution,
 - c. on being expelled, or
 - d. on having been a member not in good standing for 12 consecutive months.
- 12. A member may be expelled by a special resolution of the members passed at a general meeting, provided however that:
 - a. UNBC cannot be expelled;
 - b. a member may only be expelled for failing to comply with these by-laws, including failure to fulfil a Community Pledge or a General Pledge;
 - c. the notice of a special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion; and
 - d. the member who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

Part 3 - Meetings of Members

- 13. General meetings of the members of the Society shall be held at such time and place, in accordance with the Societies Act, as the directors decide, provided however that the first annual general meeting of the Society shall be held not more than 15 months after the date of incorporation and thereafter an annual general meeting shall be held at least once in every calendar year.
- 14. Every general meeting, other than an annual general meeting, is an extraordinary general meeting and the directors may, whenever they think fit, convene an extraordinary general meeting.

15. The Society must give not less than 14 days' written notice of any general meeting to all members, but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.
16. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
17. Notice of a general meeting shall specify the place, the day and the hour of the meeting, and, in case of special business, the general nature of that business.
18. Special business is:
 - a. all business at an extraordinary general meeting except the adoption of the rules of order, and
 - b. all business that is transacted at an annual general meeting, except:
 - i. the adoption of rules of order,
 - ii. the consideration of the financial statements,
 - iii. the report of the directors,
 - iv. the report of the auditor, if any,
 - v. the election of directors,
 - vi. the appointment of the auditor, if required, and
 - vii. such other business as, under these by-laws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors issued with the notice convening the meeting.
19. A quorum at a general meeting is 20 percent but not less than three (3) of the Active Members present, including:
 - a. at least one Active Member present from the Northwest Region,
 - b. at least one Active Member present from the Northeast Region, and
 - c. at least one Active Member present from the Central Interior Region.
20. No business, other than the election of a chair and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.
21. If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
22. If within 30 minutes from the time appointed for a general meeting a quorum is not present, a meeting convened on the requisition of members shall be terminated, but any other meeting it shall stand adjourned to the same day in the next week, at the same time and place.

23. The president of the Society, the vice-president, or in the absence of both, one of the other directors present shall preside as chair of a general meeting, provided however that if, at a general meeting:
 - a. there is no president, vice-president, or other director present within 15 minutes after the time appointed for holding the meeting, or
 - b. the president and all the other directors present are unwilling to act as chair, the Active Members present shall choose one of their number to be chair.
24. A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
25. Where a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
26. Except as provided in this by-law, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
27. The chair of a general meeting who is a representative of an Active Member is entitled to vote.
28. In case of an equality of votes the chair shall not have a deciding vote in addition to the vote to which he or she may be entitled as a member's representative and the proposed resolution shall not pass.
29. An Active Member in good standing present at a meeting of members is entitled to one vote and voting is by show of hands, unless a ballot is requested, and voting by proxy is not permitted.
30. An Active Member that is not a natural Person may vote by its authorized representative who is entitled to speak and vote, and in all other respects exercise the rights of an Active Member, and that representative shall be recognized as an Active Member for all purposes with respect to a general meeting of the Society.
31. Associate Members shall not be entitled to vote or attend general meetings but shall be entitled to the same information that is available to Active Members.

Part 4 - Directors and Officers

32. The Directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these by-laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of:
 - a. all laws affecting the Society,
 - b. these by-laws, and

- c. rules, not being inconsistent with these by-laws, which are made from time to time by the Society in general meeting.
33. No rule, made by the Society in general meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.
34. The number of Directors shall be fourteen, comprising the following:
- a. Four Directors shall be elected by the Active Members;
 - b. Two Directors from the Central Interior Region shall be elected by the Active Members;
 - c. Two Directors from the Northwest Region shall be elected by the Active Members;
 - d. Two Directors from the Northeast Region shall be elected by the Active Members; and
 - e. Four Directors shall be appointed by UNBC.
 - President
 - Associate Vice President, Division of Medical Sciences
 - Vice President, Research and Innovation
 - Vice President, Finance & Administration
35. Directors shall be elected for two year terms, provided however that in order to provide for staggered, overlapping terms, at the first annual general meeting of the Society:
- a. Two Directors elected by the Active Members shall be elected for a three year term;
 - b. One Director elected by the Active Members from the Central Interior Region shall be elected for a three year term;
 - c. One Director elected by the Active Members from the Northwest Region shall be elected for a three year term;
 - d. One Director elected by the Active Members from the Northeast Region shall be elected for a three year term
36. No Director can serve more than four consecutive years but is eligible for re-election at a later date.
37. Despite a Director's elected or appointed term, if a timely annual general meeting is not held and a successor elected, the Director continues to hold office until a successor is elected or appointed, provided however that the Director may resign at any time.
38. An election may be by acclamation; otherwise it shall be by ballot of the Active Members.
39. The Active Members may by special resolution of the members remove a Director before the expiration of his or her term of office, and may elect a successor to complete the term of office.
40. If a Director resigns his/her office or otherwise ceases to hold elected office, the remaining Directors shall fill the vacancy by appointing a new Director to take the place

of the former Director, provided however that:

- a. any vacancy of a Director from the Central Interior Region shall be filled by a new Director from the Central Interior Region;
 - b. any vacancy of a Director from the Northwest Region shall be filled by a new Director from the Northwest Region;
 - c. any vacancy of a Director from the Northeast Region shall be filled by a new Director from the Northeast Region; and
 - d. any vacancy of a Director appointed by UNBC shall be filled by a nominee of UNBC.
41. A Director appointed to fill a vacancy holds office only until the conclusion of the next following annual general meeting of the Society, but is eligible for election at the annual general meeting.
42. No act or proceeding of the Directors is invalid only by reason of there being less than the prescribed number of Directors in the office.
43. No Director shall be remunerated by the Society/NMPT for being or acting as a Director but a Director shall be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged in the affairs of the Society.
44. The Directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
45. A quorum shall be necessary for the transaction of business by the Directors and the quorum shall be a majority of the Directors then in office including:
- a. at least one Director present from the Northwest Region,
 - b. at least one Director present from the Northeast Region,
 - c. at least one Director present from the Central Interior Region, and
 - d. at least one Director present from UNBC.
46. The Directors shall elect, by majority vote, a president, a vice president, a secretary, and a treasurer, provided however that the Directors may, by special resolution, choose to elect different officers.
47. The president is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.
48. The president shall preside at all meetings of the Society and of the Directors.
49. The president shall be chair of all meetings of the Directors, but if at any meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice-president shall act as chair, but if neither is present the Directors present may choose one of their number to be chair at the meeting.
50. The vice-president shall carry out the duties of the president during his absence.

51. The secretary shall:
- a. conduct the correspondence of the Society,
 - b. issue notices of meetings of the Society and Directors,
 - c. keep minutes of all meetings of the Society and Directors,
 - d. have custody of all records and documents of the Society except those required to be kept by the treasurer,
 - e. have custody of the common seal of the Society, and
 - f. maintain the register of members.
52. In the absence of the secretary from a meeting, the Directors shall appoint another person to act as secretary at the meeting.
53. The treasurer shall:
- a. keep such financial records, including books of account, as are necessary to comply with the Societies Act, and
 - b. render financial statements to the Directors, members and others when required.
54. The offices of secretary and treasurer may be held by one person who shall be known as the secretary-treasurer.
55. A Director may at any time, and the secretary, on the request of a Director, shall, convene a meeting of the Directors upon reasonable notice to all the Directors.
56. If a quorum of the Directors is present, it is not necessary to give notice of the first meeting of Directors held immediately following the election of any Directors at a general meeting of members.
57. A Director may deliver to the president of the Society a written waiver of notice of any meetings of the Directors and may, at any time, withdraw the waiver. Until the waiver is withdrawn, notice of Directors meetings need not be given to that Director.
58. Questions arising at any meeting of the directors and committee of Directors shall be decided by a majority of votes and the chair, if a Director, shall be entitled to vote.
59. In case of an equality of votes the chair does not have a second or casting vote.
60. A resolution in writing, signed by all the Directors and placed with the minutes of the Directors is as valid and effective as if regularly passed at a meeting of Directors.

Part 5 – Borrowing

61. In order to carry out the purposes of the Society the directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in such manner as they decide and in particular, but without limiting the generality of the foregoing, by the issue of debentures or other security agreements.

62. No debenture or security agreement shall be issued without the sanction of a special resolution of the members.
63. The members may by special resolution restrict the borrowing powers of the directors but a restriction so imposed expires at the next annual general meeting.

Part 6 – Financial Authority

64. Financial authority for funds raised for the northern medical programs, to which the Trust has an advisory role, shall be maintained, administered, and controlled by UNBC.

Part 7 - Notice to Members

65. A notice may be given to a member, either personally or by mail to the member at the registered address of the member.
66. A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and put in a Canadian post office receptacle.
67. Notice of a general meeting shall be given to:
 - a. every member shown on the register of members, and
 - b. the Society's auditor, if any.

Part 8 - By-laws

68. On being admitted to membership, each member is entitled to receive a copy of the constitution and by-laws of the Society.
69. These by-laws shall not be amended except by special resolution.
70. Where these by-laws conflict with the *Societies Act*, the latter shall prevail.

Part 9 - Dissolution

71. Upon dissolution of the Society, any assets of the Society remaining after satisfaction of its debts and liabilities and the costs of dissolution shall be given to the University of Northern British Columbia. This provision is unalterable.

Schedule A

REGIONS

For Society purposes, the three Regions of the University of Northern British Columbia are subdivided as follows:

The **Northwest Region** is shown as the Northwest Region on the map below and is the same as the region of Northwest Community College established under the College and Institute Act.

The **Northeast Region** is shown as the Peace River Liard Region on the map below and is the same as Northern Lights Community College established under the College and Institute Act.

The **Central Interior Region** – is the same as the South Central Region shown on the map below and is the same as the region of the College of New Caledonia established under the College and Institute Act except that its southern and western boundaries are extended to the boundary of the Cariboo Regional Hospital District. #41.

The NMPT covers the region that is represented by the North Central Local Government Association.



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