

Manitoba Parents For Ukrainian Education Inc.

Summary draft changes to the Constitution

Prepared for AGM to be held on October 25, 2025.

Section	Current provision	Drafted provision	Commentary
1.			No change
2.			No change
3.			No change
4.			No change
5.			No change
6.			No change
7.			No change
8.	<p>Composition of the Board of Directors: The Board of Directors of the Organization (Board) consists of the Officers and Directors.</p> <p>a) Officers: The Officers shall be elected annually and must be from among the Active Members. The Officers shall consist of the following positions:</p> <ul style="list-style-type: none"> i) President ii) Vice-President External Matters iii) Vice-President Internal Matters iv) Secretary v) Treasurer vi) The term of office for an Officer is for one year commencing on November 1 and ending on October 31 of the following year. vii) No individual shall hold the position of President for more than four terms, regardless of whether terms consecutive. There is no limit to the number of terms that an individual can serve as any other Officer. <p>b) Directors:</p> <ul style="list-style-type: none"> i) Each: <ul style="list-style-type: none"> a) EUBP Parents' Committee at a public school in Manitoba, or 	<p>Composition of the Board of Directors: The Board of Directors of the Organization (Board) consists of the Officers and Directors.</p> <p>a) Officers: The Officers shall be elected annually and must be from among the Active Members. The Officers shall consist of the following positions:</p> <ul style="list-style-type: none"> i) Chair The role of the Chairperson is to have leadership, mentorship and ensure the integrity of the Board and Executive processes. ii) Vice-Chair Operations iii) Vice-Chair Communications In addition to assuming the duties of the Chair during their absence, both Vice Chair, will coordinate and shall perform other duties prescribed from time to time by the Board, coincident to the office. iv) Secretary The Secretary shall ensure that all secretarial functions are performed for the Board and Executive Committee and that records are kept of all proceedings and 	<p>Change in officer titles to align with other non profit labelling of these roles.</p> <p>Addition of role description is to provide some clarity to the role within thee constitution.</p> <p>Change in terms for the officer and director roles to allow for individual growth in the position and possibility for succession planning.</p>

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	<p>b) Parent Advisory Council at a public school in Manitoba where EUBP is offered and an EUBP Parents' Committee is not present, is permitted to appoint up to two Active Members to serve as a Director to represent their EUBP Parents' Committee or Parent Advisory Council.</p> <p>ii) There will be at least four Directors on the Board. There is no limit to the number of Directors on the Board.</p> <p>iii) The term of office for a Director is for one year commencing on November 1 and ending on October 31 of the following year.</p> <p>iv) There is no limit to the number of terms that an individual can serve as a Director.</p> <p>c) No member of the Board may hold more than one position on the Board.</p>	<p>transactions. The Secretary is the custodian of MPUE's official books, papers, records, documents and correspondence of MPUE.</p> <p>v) Treasurer With the expertise that this position requires and the knowledge of the finances of the organization, there is a requirement that this position collaborates closely with the executive members and in particular the Chair of the organization. This role will be a source of leadership in providing guidance and expertise on the financial operations and the need to be fiscally responsible. This position is responsible to oversee the financial affairs of MPUE.</p> <p>vi) The term of office for an Officer is for two years commencing on November 1 and ending on October 31 of the following year.</p> <p>vii) No individual shall hold the position of President for more than two terms, regardless of whether terms consecutive. There is no limit to the number of terms that an individual can serve as any other Officer.</p> <p>b) Directors: i) Each: a) EUBP Parents' Committee at a public school in Manitoba, or b) Parent Advisory Council at a public school in Manitoba where EUBP is offered and an EUBP Parents' Committee is not present, is permitted to appoint up to two Active Members to serve as a Director to represent their EUBP Parents' Committee or Parent Advisory Council.</p> <p>ii) There will be at least four Directors on the Board. There is no limit to the number of Directors on the Board.</p>	

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		<ul style="list-style-type: none"> iii) The term of office for a Director is for two years commencing on November 1 and ending on October 31 of the following year. iv) There is no limit to the number of terms that an individual can serve as a Director. c) No member of the Board may hold more than one position on the Board. 	
9	<p>Operation of the Board:</p> <ul style="list-style-type: none"> a) The Board will conduct meetings at least six times during the Organization's fiscal year where the meetings are at least three weeks apart. b) A quorum of a meeting of the Board shall consist of no less than three Officers and two Directors. c) Notice of a meeting of the Board shall be in writing to the Board at least six calendar days prior to the meeting. d) Meetings of the Board may be conducted in-person or using a combination of in-person, teleconference, video conference, or virtual conference methods that permit all Board members to listen and speak at the meeting. e) All Officers and Directors have voting privileges at meetings of the Board. f) A motion presented at a meeting of the Board and put to a vote shall be decided by a majority of those present that have voting privileges. g) Within 60 days following each October 31, the Board will provide orientation, structured onboarding and mentorship for each Officer and Director of MPUE with respect to their roles and responsibilities; h) The Board may invest in the development of its Officers and Directors to the extent that it furthers the aims of MPUE. i) The Board will appoint an Officer or Director to represent MPUE at the Ukrainian Canadian Congress - Manitoba Provincial Council (UCC – MPC) to the extent permitted by UCC – MPC. 	<p>Operation of the Board:</p> <ul style="list-style-type: none"> a) The Board will conduct meetings at least six times during the Organization's fiscal year where the meetings are at least three weeks apart. b) A quorum of a meeting of the Board shall consist of no less than three Officers and two Directors. c) Notice of a meeting of the Board shall be in writing to the Board at least six calendar days prior to the meeting. d) Meetings of the Board may be conducted in-person or using a combination of in-person, teleconference, video conference, or virtual conference methods that permit all Board members to listen and speak at the meeting. e) All Officers and Directors have voting privileges at meetings of the Board. f) A motion presented at a meeting of the Board and put to a vote shall be decided by a majority of those present that have voting privileges. g) Within 60 days following each October 31, the Board will provide orientation, structured onboarding and mentorship for each Officer and Director of MPUE with respect to their roles and responsibilities; h) The Board may invest in the development of its Officers and Directors to the extent that it furthers the aims of MPUE. i) The Board will appoint an Officer or Director to represent MPUE at the Ukrainian Canadian Congress - Manitoba Provincial Council (UCC – MPC) to the extent permitted by UCC – MPC. 	Requirement of signing authority required in the constitution.

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	<p>j) In the event of a vacancy of an Officer position of the Board (e.g., resignation, removal, death), the Board is empowered to make a motion to appoint an Active Member to serve as an interim Officer for the vacated position where the term would expire on upcoming October 31.</p> <p>k) The Board may establish a committee, or committees, to perform certain functions of the Board as determined by the Board.</p> <p>l) The Board may engage individuals on a volunteer basis to perform certain functions of the Board as determined by the Board.</p> <p>m) The Board may employ individuals ("Staff") to perform certain functions of the Board as determined by the Board.</p> <p>i) No member of the Board shall hold a Staff position or vise-versa.</p> <p>ii) The Board may designate certain Staff to serve as an ex-officio member of the Board without voting privileges.</p> <p>n) No individual on the Board or Staff will directly or indirectly gain undue financial advantage in dealing with MPUE and its affiliates. Should there be any doubt, the potential conflict will be submitted to the Board for disposition.</p>	<p>j) In the event of a vacancy of an Officer position of the Board (e.g., resignation, removal, death), the Board is empowered to make a motion to appoint an Active Member to serve as an interim Officer for the vacated position where the term would expire on upcoming October 31.</p> <p>k) The Board may establish a committee, or committees, to perform certain functions of the Board as determined by the Board.</p> <p>l) The Board may engage individuals on a volunteer basis to perform certain functions of the Board as determined by the Board.</p> <p>m) The Board may employ individuals ("Staff") to perform certain functions of the Board as determined by the Board.</p> <p>i) No member of the Board shall hold a Staff position or vise-versa.</p> <p>ii) The Board may designate certain Staff to serve as an ex-officio member of the Board without voting privileges.</p> <p>n) No individual on the Board or Staff will directly or indirectly gain undue financial advantage in dealing with MPUE and its affiliates. Should there be any doubt, the potential conflict will be submitted to the Board for disposition.</p> <p>m) The Board will ensure that there are 3 signing officers for organization financial purposes that would require two signers per financial transaction.</p>	

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10	<p>Dissolution:</p> <p>c) Maintain an incorporated publishing company, Dzvin. The Company is to be incorporated with share capital under the Manitoba Companies Act, with all of the shares to be owned by Manitoba Parents for Ukrainian Education Inc. The Company shall be known as Dzvin Publishers Inc. and the name shall be registered federally.</p>	<p>Maintain an incorporated publishing company, Dzvin. The Company is to be incorporated with share capital under the Manitoba Companies Act, with all of the shares to be owned by Manitoba Parents for Ukrainian Education Inc. The Company shall be known as Dzvin Publishers Inc. and the name shall be registered federally. At the April 24, 2023 meeting of the membership motion was passed to dissolve the Company and transfer all assets to Manitoba Parents for Ukrainian Education. Motion was executed on July 31, 2023.</p>	<p>Reflect the dissolution of Dzvin Publishers Inc.</p>