

Peoples Christian Academy



June 2, 2009

Dear PCA Members,

Voting Instructions for the 2009 Annual General Meeting

Please note that the Annual General Meeting (AGM) of the Peoples Christian Academy (PCA) Inc. will be held on **Tuesday June 9, 2009, at 7:30 p.m.** Child care will be provided.

Members are asked to provide voting instructions on the following matters:

1. Director election
2. Appointment of auditor for the school year ending August 31, 2009
3. Authorization of insurance policy for directors' liability
4. Amendments to By-Laws

Enclosed is a paper proxy form for you to fill out your voting instructions and return to PCA by **5:00 p.m. on June 5, 2009 (this Friday)**. Voting over the internet is encouraged. Please go to <http://pca.memberlodge.org/>, login the member section using your e-mail, and cast your vote by **9:00 a.m. on June 9, 2009 (next Tuesday)**.

The current By-Laws require voting from 55% of the Parent Members and 20% of Alumni Members for any business to be transacted.

For questions about the AGM, please contact Christina Lam at cslam@pca.ca. For technical questions about the [memberlodge](http://pca.memberlodge.org/) website, please contact William Lo at it@pca.ca.

In His Service,

The Board of Directors

Peoples Christian Academy (PCA) Inc.

To be added to the E-mail group, please contact communication@pca.ca. All information will be posted on www.welovepca.com and on www.peopleschristianacademy.ca/content/61.

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But they that wait upon the Lord shall renew their strength; they shall mount up with wings as eagles; they shall run and not be weary; and they shall walk and not faint. Isa. 40:31

Peoples Christian Academy (PCA) Inc.

374 Sheppard Ave. East
Toronto, Ontario
Canada M2N 3B6

T 416.222.3341
F 416.222.3344

e info@pca.ca
w pca.ca

Registered Charity No:
83099 9553 RR0001



Proxy Form For the 2009 Annual General Meeting

To: The Board of Directors

Name of student represented: _____ (Grade _____)
(Please use one proxy form for each child enrolled with PCA.)

I hereby direct you to record my votes for the items stipulated on this ballot.
(This will override your vote via the Internet.)

Director Election (excerpts from bio enclosed, full bio and reference letters posted on website)*

Carol Lam In Favour ____ Abstain ____ Opposed ____

Auditor Appointment (excerpts from profile enclosed, full profile on website)*

Tim Cheng In Favour ____ Abstain ____ Opposed ____

Insurance Policy for Directors' Liability (explanatory notes enclosed)

\$5 million In Favour ____ Abstain ____ Opposed ____

2009 Amendments to By-Laws (explanatory notes enclosed, full text on website)*

Article 4 Membership

In Favour ____ Abstain ____ Opposed ____

Article 5 Meetings of Members

In Favour ____ Abstain ____ Opposed ____

Article 6 Directors

In Favour ____ Abstain ____ Opposed ____

Article 11 Committees

In Favour ____ Abstain ____ Opposed ____

Article 12 Execution of Instruments

In Favour ____ Abstain ____ Opposed ____

*For further information, please visit: <http://pca.memberlodge.org/>

Appointment of Proxy Holder

The undersigned member of Peoples Christian Academy (PCA) Inc. hereby appoints Kevin Yan or, failing him, Loraine Chan or, instead of and to the exclusion of all of the foregoing, _____ as nominee, to attend, act and vote for the undersigned (see "Note c" below) at the **Annual General Meeting ("AGM") of PCA, to be held on June 9, 2009 at 7:30 p.m. (Toronto time) at The Peoples Church, 374 Sheppard Ave. East, Toronto, Ontario M2N 3B6** and at any adjournment or postponement thereof in the following manner:

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To vote on any amendment that may properly be put before the meeting with respect to any matter identified in the notice of the meeting and on any other matter that may properly come before the meeting.

The undersigned hereby revokes any proxies dated prior to the date hereof.

Signature of member

Print name of member

Print date

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IMPORTANT NOTES:

- a) A proxy must be signed by the member or the member's attorney authorized in writing.
- b) If the proxy form is not dated in the blank space above, the proxy is deemed to bear the date on which it is sent.
- c) You may appoint any person, who need not be a member, as nominee, other than those persons specifically named above, to attend and act on the your behalf at the AGM by inserting the name of such person in the blank space provided above.
- d) Your vote will be made in accordance with your instructions given above. **If no instructions are given for a particular item, your vote will be made for that item by the proxy holder as appointed above.**
- e) **Properly executed proxy forms must be received by PCA, attention Cynthia Thorimbert, at Peoples Christian Academy, 374 Sheppard Ave. East, Toronto, Ontario, M2N 3B6, prior to 5:00 p.m. on June 5, 2009** or, if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto) before the commencement of the adjourned or postponed Meeting.
- f) **Voting over the Internet is encouraged.** Members may visit <http://pca.memberlodge.org>, login the member section using your e-mail to transmit your voting instructions. Members should have this form of proxy in hand when you access the web site. **If members vote by Internet, their vote must be received prior to 9:00 a.m. (Toronto time) on June 9, 2009** or, if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto) before the commencement of the adjourned or postponed Meeting.
- g) If a member voted over the internet and subsequently wishes to change their voting instructions, a paper proxy form may be filled out and delivered to PCA prior to the deadline noted above. **Due to the tight timing in finalizing the voting results at the AGM, we are unable to take any change in voting instructions.**

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Supplementary Information for the Proxy Form

Excerpts from Bio of Carol Lam (Director Candidate)

God has shown His almightiness during the process I settled down in Houston. I became a Christian in August 1987 and was baptized in Fall 1989 at Houston Chinese Church (HCC), Houston, Texas, USA. I was surrounded by a huge crowd of witnesses to the life of faith and went through a 3 year discipleship program at HCC. In 1991, I moved to Toronto and settled down in Toronto Chinese Community Church (TCCC). During last 19 years at TCCC, I continued to witness God's greatness through the lives of many faithful servants of His. Last 18 months, God has provided an opportunity to experience Him more at Peoples Christian Academy (PCA).

Professional Qualification and Experience of Timothy Cheng (Auditor to be Appointed)

Timothy is a Chartered Accountant who has extensive experience in corporate finance and public accounting. He worked for a large national hi-tech engineering and research company for 8 years and held responsible positions in corporate accounting, budgeting, financial reporting and business planning. He has over twenty years of public accounting experience servicing owner-manager and medium-sized businesses.

Insurance Policy for Directors' Liability

The insurance for directors' liability at \$5 million is in line with the insurance purchased by other educational institutes.

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Explanatory Notes on 2009 Amendments to By-Laws

Article 4 Membership

- 4.01 (a) A Parent Member must have a full time student enrolled with PCA.
- 4.01 (b) An alumni student needs to be age 18 or above.
- 4.01 (c) An alumni parent does not have a child currently enrolled with PCA. This is to avoid duplicated parent and alumni membership.
- 4.02 (a) A parent/guardian needs to fill out an application form to register as a Parent Member. This serves to respect the parent's/guardian's decision as to whether they want to be a member of PCA.
- 4.02 (b), (c), (d) Alumni Members are not required to make a payment to become a PCA member.

Article 5 Meetings of Members

- 5.02 (c) Insurance for directors' liability is to be recommended by the Board of Directors.
- 5.05 Quorum for Parent Members to be set at 35%. This is in line with the practice of other not-for-profit organizations.

Article 6 Directors

- 6.02 (5) Chief Executive Office is replaced by Head of the Corporation.
- 6.05 (a) A director will no longer remain in his/her office if he/she ceased to be a member of PCA.

Article 11 Committees

- 11.01 Remove audit committee from standing committees. Audit committee is costly and complicated to operate. Most private companies and not-for-profit organizations do not have audit committee. Audit committee is set up mostly for public companies or financial institutions.

Article 12 Execution of Instruments

- 12.02 Documents are to be signed by any director together with any one of the officers.

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