

DANCE SASKATCHEWAN INC.
2018-19 ANNUAL GENERAL MEETING
28 JUNE, 2020

BYLAW AMENDMENTS

In December 2019, just prior to the previously scheduled 2018-19 Annual General Meeting, Dance Saskatchewan distributed a major rewrite of the organization's Bylaws to you, some of which consisted of extracts from the Non-profit Corporations Act. While recognizing the effort that went into this work, at this time your Board of Directors have decided it is more appropriate to present just a few key amendments to the existing bylaws. Given the current situation, the Board has not been able to devote the time and focus that reviewing and rationalizing such a significant rewrite would require.

These amendments address several gaps, which have surfaced recently, or are adjustments resulting from the results of the Special General Meeting of April 18, 2020.

A complete copy of the Bylaws is posted on the Dance Saskatchewan website.

Paragraph 3. Postal address.

The postal address of the head office shall be at the physical location of that office at 205A Pacific Avenue Saskatoon, Saskatchewan, S7K 1N9 or at any such future location in the province of Saskatchewan as may be selected by a resolution of the Board of Directors.

Change the specific address, as follows:

The postal address of the head office shall be at the physical location of that office at 309 Fairmont Drive, Saskatoon, Saskatchewan, S7M 5G7 or at any such location in the province of Saskatchewan as may be selected by a resolution of the Board of Directors.

Paragraph 4, e) The purpose of DSI.

e) To provide a multidisciplinary centre that focuses on dance, integrates related arts forms with expanded opportunities in a wellness environment.

Amend to reflect the shift in emphasis away from a building-centred approach to one that is focused on serving the broader provincial community by inserting 'provincial' and replacing 'centre' with 'organization', as follows:

e) To provide a multidisciplinary provincial organization that focuses on dance, integrates related art forms with expanded opportunities in a wellness environment.

Paragraph 6.2. Election and Term of Office.

a) The Board shall consist of not less than eight (8) and not more than fifteen (15) Directors.

Currently the Board is functioning with six (6) members and is of the opinion that a maximum of ten (10) members will bring more voices and perspectives to the table while still enabling the work at hand to be accomplished effectively. Therefore, amend as follows:

a) The Board shall consist of not less than six (6) and not more than ten (10) Directors.

c) Directors shall be elected for a term of three (3) years or until the third annual Meeting of Members after a Director's election, whichever shall first occur.

Amend to provide for staggered terms to ensure continuity of succession, as follows:

c) Directors shall be elected for a term of three (3) years or until the third annual Meeting of Members after a Director's election, whichever shall first occur except as the members may wish to stagger Directors' terms to address the need for continuity of Board governance.

h) Notwithstanding the contrary provision in the Act, where there is a vacancy among the Directors because of death, resignation or any other cause, the President may appoint a replacement for the vacancy with the approval of Directors until only the next annual Meeting of the Members.

Amend to remove redundancy and clarify the authority of the Board as a whole to appoint, as follows:

h) Notwithstanding the contrary provision in the Act, where there is a vacancy among the Directors because of death, resignation or any other cause, the Board of Directors may appoint a replacement for the vacancy until only the next Annual Meeting of the Members.

15. Meetings

There is currently no specified quorum for General Meetings, either Annual or Special. The Non-profit Corporations Act then applies, with its requirement that a quorum consist of a majority of voting members. Given that DSI's AGM history usually reflects modest attendance, the Board recommends that the following be inserted as a new sub-para. c).:

c) Quorum for General Meetings

Quorum for all General Meetings, Annual or Special, is 10% of the voting membership.

d) Board Meetings

Renumber as sub-para d). and amend.

d) Board meetings shall be held at the call of the Chair. Notice of Board meetings, including and agenda, shall be given to all Board Members a minimum of two days prior to a Board meeting.

Amend to reflect standards of practice regarding scheduling, notice of meeting and distribution of meeting materials, as follows:

d) Board meetings shall be scheduled on annual basis agreed upon by the Board. Notice of Board meetings, including agenda and meetings materials, shall normally be given to all Board members a minimum of five (5) days prior to a board meeting.