



## BYLAWS of

### Prairie Central District For Sport, Culture and Recreation Inc.

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#### SECTION 1: Definitions

- a) Organization: Within this bylaw refers to the Prairie Central District For Sport, Culture and Recreation Inc.
- b) Board: The elected and/or appointed individuals on the Board of Directors
- c) Director: The individuals on the Board
- d) Communities: "All cities, towns, villages, organized hamlets, rural municipalities and first nation bands. They must be recognized as municipal entities and appear on the ministry's eligibility list." (As defined by Saskatchewan Lotteries Community Grant Program for Sport, Culture and Recreation)

#### SECTION 2: Business of the Corporation

2.01 Name: Prairie Central District For Sport, Culture and Recreation Inc.

##### 2.02 Purpose

To be leaders in facilitating community development through sport, culture and recreation for and with communities in our jurisdiction.

##### 2.03 Objectives

1. To facilitate, promote and assist in the development of programs and opportunities for participation in sport, culture and recreation.
2. To strive for equal opportunities in sport, culture and recreation.
3. To create community capacity for volunteerism and organizational development in sport, culture and recreation through training, leadership and research.
4. To facilitate cooperation and coordination among partners in sport, culture and recreation and others through a network of communication, promotion and marketing.
5. To become advocates for healthy lifestyles through sport, culture and recreation.
6. To conduct day to day operations of the organization in a professional manner.

##### 2.04 Organization Boundaries

Organization boundaries shall be the area in the Province of Saskatchewan covering the geographical area that includes the municipalities and First Nations within, and Rural Municipalities of Sherwood #159, North Qu'Appelle #187, Lumsden #189, Lipton #217, Cupar #218, Longlaketon #219, McKillop #220, Canaan #225, Victory #226, Kellross #247, Touchwood #248, Last Mountain Valley #250, Big Arm #251, Arm River #252, Willner #253, Loreburn #254, Coteau #255, King George #256, Emerald #277, Mount Hope #279, Wreford #280, Wood Creek #281, McCraney #282, Rosedale #283, Rudy #284, Fertile Valley #285, Elfros #307, Big Quill #308, Prairie Rose #309, Osborne #310, Morris #312, Lost River #313, Dundurn #314, Mountrose #315, Lakeview #337, Lakeside #338, LeRoy #339, Wolverine #340, Viscount #341, Colonsay #342, Blucher #343, Corman Park #344, Vanscoy #345, Kelvington #366, Ponass Lake #367, Spalding #368, St. Peter #369, Humboldt #370, Bayne #371, Grant #372, Aberdeen #373, Lake Lenore #399, Three Lakes #400

##### 2.05 Members

General - All communities within the District boundaries who are designated by a Municipal/Band Council that provides services in sport, culture and recreation to residents in the District.

Associate - A sport, culture or recreation organization within the District boundaries who actively provides a sport, culture or recreation service for the residents in the organization.

Affiliate - All residents and/or organizations within the District boundaries who contribute to or are associated with the District and have not been identified above.

##### 2.06 Fiscal Year

The fiscal year shall be April 1 - March 31.

## 2.07 Dissolution

Subject to the Non-Profit Corporation Act, in the event of dissolution of the organization the property and assets shall, after payment of all liabilities, be donated or transferred to one or more recognized charitable recreation, sport, and culture organizations in the District as may be decided by the Board.

## 2.08 Bylaw Amendments

- a) The amendments are submitted in writing to the District at least thirty (30) days prior to the date of the Annual General Meeting. Proposed bylaw amendments must receive a two-thirds (2/3) majority vote of the voting delegates present.
- b) Or in the case of receiving the written amendment at the Annual General Meeting, a two-thirds (2/3) majority vote of those voting delegates present agree to have the amendment presented and will only be passed with an eighty (80%) majority vote of the voting delegates present.

## 2.09 Indemnification

In the performance of their duties, the organization will indemnify and save harmless the employees, members of the Board and/or persons acting at the request of the organization in the event of legal proceedings against them, except where liability incurred relates to these individuals failing to act honestly, in good faith and in the best interest of the organization.

## SECTION 3: BOARD OF DIRECTORS

### 3.01 Board Membership

The Board shall consist of a minimum of six (6) persons and a maximum of eight (8) persons within the organization boundaries.

### 3.02 Board Term

- a) Directors shall be elected for a two-year term.
- b) Three Director positions will be up for election each year.

### 3.03 Nomination and Election

- a) Directors must be nominated by a General member and reside and/or work in the District to run for the Board.
- b) Directors shall serve no more than 3 terms of continuous service, except if there is a vacancy on the Board. (See 3.08 Vacancy)

### 3.04 Officers and Committee Chairs

- a) At the first board meeting following the Annual General Meeting, the Board shall elect the following Executive positions for a one (1) year term: Chairperson, Vice-Chairperson, and Committee Chairpersons.
- b) The Directors shall serve on one of the following Board Committees: Governance Committee, Nominations Committee, or Finance and Audit Committee

### 3.05 Board Responsibility

- a) The Board and Executive shall be responsible to set policy and establish guidelines and limitations to manage the activities and affairs of the District.
- b) Each Director shall act honestly and in good faith with a view for the best interests of the District and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

### 3.06 Board Meetings

- a) The Board shall fix a time and place for a minimum of five (5) regular Board meetings. The Chairperson may call a meeting at any time if necessary.
- b) A majority of the Directors constitutes a quorum for all Board meetings.
- c) The Board may establish committees, as are necessary with respect to any programs or activities that are being conducted to promote the objectives of the District.
- d) The role of the Chair is to lead the process of decision-making. The Chair shall be objective and impartial. The Chair shall not make or second a motion or vote on a motion, except in case of a tie.
- e) Each Director shall have one vote at Board meetings. At all Board meetings decisions shall be decided by a simple majority.

### 3.07 Removal of Directors

The Board may remove a Director from the Board under the following circumstances:

- a) Failure to comply with the Bylaws.
- b) A decision by the Board that the conduct of the Director is detrimental to the interest and/or reputation of the District.
- c) If any director fails to attend three (3) consecutive Board meetings, the Board will review that position for removal.
- d) A Board Meeting shall be called to consider a suspension after written notice has been given to the Director in question advising of the meeting and the reason for the action. The Director may be heard at the said meeting.
- e) A resolution for removal shall require three-fourths (3/4) majority of the Directors present entitled to vote. Passing of said resolution constitutes termination of the Director's involvement. (The Director shall be heard but is not eligible to vote).
- f) The removed Director can be nominated and/or appointed for future elections.

### 3.08 Vacancy

In the event of any vacancy, the Board may appoint a Director by resolution for the unexpired term of the vacant position.

### 3.09 Executive Director

The Board will employ an Executive Director (ED) who will be responsible for overseeing the operations of the organization.

## SECTION 4: GENERAL MEETINGS

### 4.01 Annual General Meeting:

- a). The Annual General Meeting will be held within ninety (90) days of the end of the fiscal year.
- b). All notices of motion to amend the Bylaws must be submitted in writing thirty (30) days prior to the Annual General Meeting.
- c). Any notices of motion will be distributed at least fifteen (15) days in advance of the Annual General Meeting.
- d). Agenda items shall include:
  - i. Review Minutes of the previous AGM
  - ii. Review Audited Financial Statement and Auditor's report
  - iii. Appointment of Auditor
  - iv. Election of Directors to the Board
  - v. Consider resolutions and new, amended or repealed bylaws submitted by members
  - vi. Consider such other business as may be properly brought before the meeting.

### 4.02 Special Meetings:

The Board may, if deemed necessary, call a Special General Meeting of the organization. Members must receive notice of the time and place of the meeting not more than fifty (50) nor less than fifteen (15) days before the meeting.

### 4.03 Member's Voting

- a). The General membership shall name their two (2) voting delegates prior to the Annual General meeting or Special Meeting.
- b). No voting by proxy.
- c). No voting delegate shall carry more than one vote.
- d). Directors of the organization can be a designated voting delegate at the Annual General Meeting or Special Meetings for a General member.

### 4.04 Quorum

Quorum for the Annual General Meeting or Special Meetings will consist of a majority of Voting Delegates present.