

Multicultural Council of Saskatchewan CONSTITUTION & BYLAWS

Approved by the MCoS membership at the AGM - June 20, 2020
With recommendations for changes and rationales 2024

Name

1. The name of the organization shall be the Multicultural Council of Saskatchewan, hereinafter called "MCoS".

Interpretation

2. In these Bylaws:
 - a. The "Act" means the Saskatchewan Non-Profit Corporation Act as amended, or substituted.
 - b. "Past President" refers to the individual who held the position of MCoS President during the term of office prior to the election of the Current President.
 - c. "The Board" refers to the Board of Directors

Vision, Mission, Aims and Objectives

3. Vision

Multiculturalism is central to the cultural, economic, social, and political life of Saskatchewan.

Mission

The Multicultural Council of Saskatchewan is committed to promoting, fostering, improving and developing multiculturalism in the cultural, economic, social, and political life of Saskatchewan while working to achieve equality of all residents.

Values

Our values are rooted in the provincial motto *From Many Peoples Strength* and the Treaty relationships that define our province and expressed as:

Respect for diversity: We recognize the multicultural diversity of the people of Saskatchewan. We believe in the strength of supporting cultural continuity and pride in one's cultural ancestries. We celebrate the sharing between cultures because culture is a two way street.

Recognition and rejection of racism: We recognize the negative impact of racism and discrimination. We promote the importance of all people in overcoming these issues to achieve equitable outcomes for all Saskatchewan residents.

Intercultural connections: We actively support and encourage efforts to bring communities together in ways that will build relationships based on understanding and respect to foster capacity for problem solving and planning.

Integration: We support welcoming and inclusive communities that create a sense of home and belonging. We recognize the creativity and innovation that arise from bringing different cultural perspectives together and cultivating the unique contributions of all.

~~The Aims and Objectives of MCoS shall be:~~

- ~~a. To promote recognition of the benefits of cultural diversity in Saskatchewan and assist in the development and acceptance of multiculturalism.~~
- ~~b. To recognize and promote the Saskatchewan motto: From Many Peoples Strength and the Saskatchewan Multicultural Act.~~
- ~~c. To foster an environment in which organizations and individuals can contribute to the multicultural development of Saskatchewan.~~
- ~~d. To promote positive cross-cultural relations through cross-cultural communication, contact and understanding.~~
- ~~e. To recognize the special contribution which refugees and immigrants bring into our province and assist in the integration process through education.~~
- ~~f. To recognize the special contributions which First Nations and Métis people provide to our province and encourage cultural competency and intercultural connections.~~

Rationale: Replace Aims and Objectives with Values. The Aims and Objectives are dated in language and approach. The Values are a better reflection of current purposes. MCoS uses the Values and the 5 Streams of Multicultural Work that flow from them to inform decisions and programming.

Membership/Members

4. There shall be the following categories of membership:

- a. Non Profit Organizations or Associations;
- b. Corporations, Institutions, Government;
- c. Individuals

Application for Membership

5.

- a. Every application for membership will be submitted on the prescribed form to MCoS along with the Annual membership fee. The membership fee shall relate to the fiscal year in which it was received.
- b. The Executive Director shall review the application and determine the response.
- c. Any applicant whose application is denied may submit a written appeal to the Board of Directors.

Expulsion from the Membership

6. Upon a three-quarter (3/4) vote at an Annual General Meeting, of which prior notice of forty-five (45) days has been given, a member may be expelled for any cause which MCoS may deem reasonable.

Membership Fees

7.
 - a. Membership fees shall be established by the Board.
 - b. Notification of any membership fee change shall be given to each Member at least thirty (30) days in advance of the MCoS Annual General Meeting.

Fiscal Year

8. The fiscal year shall be April 1 to March 31.

Annual General Meeting

9. MCoS' Annual General Meeting shall be held within four (4) months of the end of the fiscal year.

Notice

- 9.1 Written Notice of any Annual General Meeting shall be given at least forty-five (45) days in advance to each Member who has paid a membership fee in the fiscal year to which the Annual General Meeting relates.

Quorums, Voting and Proxy

- 9.2
 - a. A quorum shall consist of those members present in person or by an organizational representative provided Notice of Meetings (9.1) has been met.
 - b. In order to vote, members must have paid membership fees for the year in which the meeting occurs.
 - c. Each member shall have one vote.
 - d. A majority vote shall decide all matters.
 - e. There shall be no voting by proxy.
 - f. The directors may determine that a general meeting shall be held partially or entirely by means of a telephonic, electronic or other communication facility. In such a case, MCoS shall make available adequate communication facilities so as to permit attendance and voting in accordance with the Act and MCoS' policies.

Board of Directors

10.

- a. The elected Board of Directors of MCoS shall consist of the President, Vice President, Secretary, Treasurer and a minimum of two and a maximum of six Directors at large.

In order to run for the positions of President or Vice President, a member must have served least one term on the MCoS board within the past five years.

In order to run for the position of Treasurer, a member must have served least one term on the MCoS board within the past five years or served as Treasurer on a non-profit organization with equivalent budget and that works with a policy governance style.

- b. The Board shall have the option of appointing two additional Directors.

For all positions, the term of office is two years. In the event that a member leaves a position mid-term, the elected replacement in that position will serve the remainder of the term, an appointed replacement will serve until the next annual general meeting or the remainder of the term whichever comes first.

- c. Terms shall begin at the end of the Annual General Meeting at which the incumbent is elected and shall end at the end of the annual meeting two years later, unless elected to take over a position mid-term.
- d. The transfer of signing authorities shall not exceed 60 days following the Annual General Meeting.
- e. No board member may serve more than eight consecutive years in elected positions; appointments of new members not already elected to the board are not included in the eight years. After a minimum ~~two~~five-year absence from the MCoS board, such a past board member is eligible to run again. If a President is elected for a first term after serving seven years, they are eligible to serve a full two-year term.

Rationale: to differentiate between appointments of new board members versus appointments of elected members to new positions.

Rationale: Change two-year absence to five years to provide more opportunity for new people to join the board, balanced with enabling strong board members to come back.

- f. Candidates who receive the largest plurality of votes shall be declared elected.
- g. The positions of President, Vice President, Secretary, Treasurer, and Directors at large shall be elected at the Annual General Meeting by voting members.
- h. The Past President shall be ex-officio with full voting rights on the Board for up to two terms immediately following the completion of their term as President.
- i. If the position of President becomes vacant, the Vice President shall assume the duties of President to complete the term. If any of the positions of Vice President, Secretary or Treasurer becomes vacant, the Board shall appoint one of their ~~elected~~ Directors to fill the vacancy to ~~serve until the next general meeting~~complete the term. If a position of Director becomes vacant, the Board may appoint a replacement from the membership to serve until the next general meeting.

Rationale: To increase clarity of process.

- j. A member elected to the position of President is eligible for a maximum of two consecutive two-year terms.
- k. A Director may be asked by the Board to resign from office for failure to perform his/her/their duties as stipulated in the MCoS Constitution and the Governance Policies. Where such a resignation is not offered, for an elected Director, the membership shall be asked to remove the Director from office at an Annual General Meeting, or a Special General Meeting of the members, of which prior notice of forty-five (45) days has been given. Upon a three-quarter (3/4) vote, the Director will be removed from office. At that Meeting, another Director shall be elected to serve the remainder of the term of office. For an appointed Director, the Board can rescind the appointment and may appoint another member.
- l. The Board is empowered to act on behalf of the members in the best interests of the Multicultural Council of Saskatchewan as a whole. The Board of Directors is empowered to issue directions and to establish policies or procedures not otherwise specifically covered by the Bylaws and which are considered to be in the best interest of MCoS.
- m. The Board may ~~from time to time, create appoint~~ committees and appoint chairpersons as it deems necessary and shall confer upon them powers and duties as the Board shall determine.

Rationale: Better aligns with practice and governance policies.

- n. The Board may call special general meetings. The Board must call a special general meeting upon written petition of one-fourth (1/4) of the Members. Special general meetings are governed by the same Bylaws as Annual General Meetings.
- o. The board will set an annual schedule of meetings. Upon written request of one-third (1/3) of Board members, a special meeting of the Board must be called.
- p. Quorum for Board meetings is defined in the Governance policies.
- q. The Board shall meet not less than three times a year at the call of the chair.

Duties of the President

- 11. The President shall:
 - a. Call all meetings of the membership and Board of Directors.
 - b. Serve as President at all the General and Board Meetings and shall be ex-officio of all committees.
 - ~~c.~~ Act as spokesperson for MCoS.

Duties of the Vice-President

- 12. The Vice President shall:
 - a. In the absence of the President, chair the General and Board meetings.

- b. In the event that the President is unable to act as President, the Vice President will be Acting President.
- c. Perform such other functions entrusted to them by the Annual General Meeting or the Board.

Duties of Secretary

13. The Secretary Shall:
- a. Ensure that a full and accurate record of all proceedings at all meetings of the Membership and Board is kept.
 - b. Ensure that a record of all Board communications and correspondence is kept.
 - c. Ensure that notices of Board and membership meetings are prepared and issued.
 - d. Fulfill such other duties as may be assigned from time to time by the Board of Directors or General Meeting.
 - e. In consultation with the President, the Secretary has the power to assign any portion of his/her duties to the Executive Director.
 - e.f. The Secretary may serve a maximum of two years in this position in order to support leadership development and succession planning.

Rationale: This new term maximum for the Secretary position allows Directors to enter into further leadership and decide if they want to run for another executive position, or as a Director-at-Large.

Duties of Treasurer

14. The Treasurer Shall:
- a. Ensure that accurate records for all MCoS financial transactions are kept.
 - b. Ensure that financial statements are prepared in a timely manner.
 - c. Ensure that all cheques drawn by MCoS shall be signed by two of the following: President, Vice President, Treasurer, Secretary, Past President, or Executive Director.
 - d. Ensure that the annual return is prepared and filed under the Non-Profit Corporation Act within the prescribed deadline.
 - e. In consultation with the President, the Treasurer has the authority to assign any portion of their duties to the Executive Director.

Duties of Past President

15. The Past President Shall:

- a. In the absence of both the President and Vice President, the past President will chair general and board meetings.
- b. In the event that the President and Vice President are unable to act as President, the Past President will be Acting President.

- c. Performs such other functions entrusted to them by the General Meeting or the Board of Directors.

Rationale: The Past President is mentioned several times in the Bylaws, but the role was not previously described.

Duties of Directors

16. Directors shall:

- a. Be responsible for the implementation of MCoS policies.
- b. Enforce all bylaws and regulations relating to the administration of MCoS.

17. Committees: The board shall form committees to achieve its work as described in Governance Policies. Each committee shall perform duties as assigned by the Board. Committees and chairing responsibilities are described in the Governance policies,

- a. Committee Minutes: Each committee shall keep proper records and report to the Board.
- b. Committee Liability: No committee shall incur any liability to MCoS without prior authorization through a motion passed by a majority vote of the Board.

18. More detailed descriptions of the duties of Directors, specific positions and board committees are in the Governance policies.

Rationale: Added to refer to Governance Policies.

Audit

- 19. The books of MCoS shall be audited annually and the Auditor's Report on MCoS' financial affairs shall be presented at the Annual General Meeting.
- 20. At the Annual General Meeting, an independent auditor shall be selected by the representatives present to audit the financial affairs of MCoS for the current fiscal year. The auditor shall be directed to prepare an audit report to be presented at the next AGM.

Dissolution

- 21. Upon the dissolution of MCoS, assets shall be dispersed pursuant to The Non-Profit Corporations Act.

Bylaw Amendments

- 22. Constitution and Bylaws of MCoS shall not be rescinded, altered or added to unless such proposed amendments have first been presented in writing to all Members at least forty-five (45)

days before the Annual General Meeting. The proposed amendments must be passed by majority vote of the members present and voting at the Annual General Meeting.

Parliamentary Authority

23. Robert's Rules of Order, newly revised, shall apply to all questions of procedure not specified in these Bylaws.