

**CONSTITUTION OF  
SASKATCHEWAN REGIONAL GROUP  
INSTITUTE OF PUBLIC ADMINISTRATION OF CANADA**

**Preamble**

The Regional Group is established under the authority provided in the By-laws of the Institute of Public Administration of Canada as amended to August 29, 2004, as authorized by letters patent of the Dominion of Canada 1947, and supplementary letter patent, 1950. The By-laws 23 to 31, inclusive and outlined below, make reference to the establishment and operation of Regional Groups.

*23. The Regional Groups listed in Schedule A to these By-laws are hereby declared to be officially established and recognized Regional Groups under these By-laws.*

*24. Procedures for establishing and disbanding Regional Groups will be under such rules and policies as may be adopted by the Board of Directors from time to time.*

*25. Not more than one Regional Group shall be established in any one city.*

*26. No person who is not a member of the Institute may be considered as a member of a Regional Group.*

*27. The Board of Directors may authorize:*

*(a) the payment of a sum established by the Board of Directors to assist in the organization of a Regional Group, and*

*(b) additional payments up to that amount in any one year to any established Regional Group to help defray the expenses of its programme.*

*28. A Regional Group shall have as officers a chairman, vice-chairman, secretary and treasurer, and such other members as deemed necessary, all of who shall be elected annually by the members of the Regional Group and shall constitute the Board of Directors of the Regional Group. The offices of secretary and treasurer may be combined at the option of the Regional Group.*

*29. Each Regional Group may arrange its own programme and may prescribe such rules or regulations for the conducts of its affairs as it may determine, so long as they are not inconsistent with these By-laws; but nothing herein shall prevent any Regional Group from holding open meetings.*

*30. Each Regional Group shall issue to the Board of Directors an annual report of activities and an audited financial statement within three months of its annual general meeting.*

*31. Each Regional Group shall forward to the Executive Director, not later than June 30 each year the names of its officers elected in accordance with section 28 of the By-laws.*

## **Section One - Name**

1. The name of this Regional Group is “Saskatchewan Regional Group, Institute of Public Administration of Canada,” hereafter called the “Saskatchewan Regional Group” or the “Group”.

## **Section Two – Purpose**

2. The purpose of the Saskatchewan Regional Group is to foster a community of excellence in public service as an impartial and representative local forum and as part of a national/international network of practitioners and scholars advancing the interests of public administration.

## **Section Three – Membership and Fees**

3. A person who is a member of the Institute of Public Administration of Canada may be a member of the Group.
4. Categories of membership and eligibility for membership in the Group are as per the provisions set out in Part II of the National By-laws.
5. In addition to the membership fee prescribed by the National Institute, the Group may prescribe an additional fee for regional membership.
6. Members may invite non-members as guests to meetings of the Group. The Group may establish differential rates for members and non-members attending Group meetings.

## **Section Four – Organization and Officers**

Saskatchewan Regional Board of Directors (hereafter called the Board)

7. A Board shall govern the affairs of the Group. Members of the Board shall not receive remuneration by virtue of being a member of the Board.
8. The Board shall be constituted as follows:
  - a. a President;
  - b. the immediate Past-President; and
  - c. at least six to a maximum of 12 members as elected at the annual meeting of the Saskatchewan Regional Group.
9. Elected members of the Board shall normally hold office for a two-year term. This term may be renewed for an additional two terms to maximum of three terms. Thereafter, a member may stand for re-election after a one-year absence.
10. The President, in consultation with the Board, shall fill vacancies that occur by resignation, removal, retirement or death until the next Annual General Meeting.

11. The Board may establish sub-committees to conduct part of its business and these sub-committees may include Group members not elected to the Board.
12. These subcommittees will be chaired by a member of the Board and may include, but are not limited to: Programs, Membership, Communications, and New Professionals.

#### Election of the Board of Directors

13. Elections to the Board will be held at the annual general meeting which normally occurs prior to the fiscal year end of June 30.
14. The election of the Board shall be conducted in such a manner as to provide an opportunity for at least one member to be elected from each of the following:
  - a. Public Service of Canada
  - b. Public Service of Saskatchewan
  - c. The Administrative Services of Municipal Corporations
  - d. Provincial Crown Corporations
  - e. The Post-secondary Sector
  - f. Students of Public Administration
  - g. New Professionals Network
15. Should the election fail to yield a sufficiently representative board, the Chair may appoint a member(s) as appropriate.

#### Officers

16. The officers of the Group shall normally be elected by the membership at the Annual General Meeting. Alternatively, the Board of Directors may appoint a member as an officer for a specific role(s).
17. The Group shall have the following officers:
  - a. A President;
  - b. a Vice-President, who shall normally be President-elect;
  - c. a Secretary;
  - d. a Treasurer; and
  - e. an immediate Past-President.

#### Powers and Duties of the Board of Directors and Officers

18. The officers shall perform such duties and exercise such powers, consistent with these By-laws, as are assigned to them by the Board.

19. In addition to the powers conferred elsewhere in these By-laws and subject to the direction of the membership at an Annual or Special General Meeting, the Board shall be responsible for the general management and programs of the Group, and for the income and property thereof, for the uses, purposes and benefit of the Group, and may make rules and/or policies to regulate its own procedures, and without restricting the generality of the foregoing, the Board shall have the power to:
  - a. assign such duties and delegate such powers to the officers as it may deem appropriate;
  - b. appoint such standing or special committees as it may deem advisable from time to time from members of the Board or from the general membership of the Group and prescribe the duties and powers of any such committee;
  - c. prepare and approve an annual budget;
  - d. approve investments made on behalf of the Group;
  - e. make expenditures it deems necessary to carry out the objectives and purpose of the Group;
  - f. enlist the services of a member(s) of the Group to assist in the execution of any of its duties;
  - g. take such steps as it deems advisable to encourage membership;
  - h. make necessary arrangements for the Annual General Meeting.
20. Five of the members of the Board of Directors shall constitute a quorum at a Board meeting.
21. It is the duty of the President to lead the Board by exemplifying the values and ethics of the Institute. The President is responsible for overall effectiveness of the Board, communications and relations amongst Board officers/members and between the Board and the membership.
22. It is the duty of the Secretary to record the minutes of all business meetings and record attendance.
23. It is the duty of the Treasurer to:
  - a. receive, have custody of and disburse all funds of the Group. The books of account shall be maintained in such a manner as to show at all times:
    - i. the source and amounts of receipts;
    - ii. the authority for and nature of disbursements; and
    - iii. the amount of unexpended funds.
  - b. present a report of the financial transactions and the financial condition of the Group at the Annual General Meeting and at such times as may be requested by a vote of the members; and
  - c. file a financial report with National Office within 90 calendar days of the Regional Annual General Meeting.
24. When the offices of the Secretary and Treasurer are combined, the duties of the Secretary-Treasurer shall consist of those duties in Articles 22 and 23.

25. The Past-President shall normally be the Group representative on the National Executive Committee of IPAC.
26. The Nominating Committee shall be constituted by the President on or before April 1 of each year and consist of the President, Past-President and at least one member in good standing. The Past-President will normally chair this committee.
27. The Nominating Committee shall render its report to the Group at the Annual General Meeting. Further nominations may be accepted from the floor.
28. The Group shall forward to the Executive Director, National Office, not later than July 20 of each year the names of its members of the Board of Directors and officers elected in accordance with section 16 of these bylaws.

#### Indemnity

29. The Saskatchewan Regional Group shall indemnify any officer or director from any claim against him/her who acted on behalf of the Group provided he/she acted honestly and in good faith with a view to the best interests of the Group and he/she had reasonable grounds for believing his/her conduct was lawful.

### **Section Five - Meetings**

#### Annual General or Special General Meeting

30. There shall be an Annual General Meeting of the Group members, normally on or before June 30 of each year on such date as determined by the Board of Directors.
31. The President will ensure that a Notice of the Annual General Meeting or Special General Meeting and the general nature of the business to be dealt with shall be provided to all members in writing at least 30 calendar days before the date of the meeting.
32. The Annual General Meeting shall consist of at least the following agenda items:
  - a. President's Report;
  - b. Minutes of the Previous Annual General Meeting;
  - c. Treasurer's Report;
  - d. Reports of all committees established under Section 12 of these By-laws; and
  - e. Elections to the Board of Directors.
33. Ten members of the Group in good standing shall constitute a quorum at an Annual General Meeting or Special General Meeting.
34. Special General Meetings may be called at the discretion of the President or by a petition of ten members in good standing.

35. A decision at any Special General Meeting shall have the same force and effect as a decision taken at an Annual General Meeting.

#### Regular Meetings

36. Regular meetings shall normally be held in each month of the program year beginning in September and ending in June.
37. Regular meetings may be cancelled at the discretion of the President.

#### **Section Six – Disbursement of Funds**

38. All funds of the Group shall be deposited in a chartered bank of Canada or other financial institution.
39. The Board of Directors shall approve an annual budget.
40. Proposed expenditures not provided for and approved in the annual budget require approval by minute of a Board of Directors meeting.
41. All withdrawals of funds shall be by cheque signed by two of the following: Treasurer, President, Secretary and one other member of the Board of Directors as assigned by the Board.
42. An auditor may be appointed at the Annual General Meeting, but the books of the Group shall be subject to an independent review at least annually and at such other times as decided by the Board of Directors.

#### **Section Seven - Awards**

43. The Board of Directors may establish awards, scholarships or bursaries as may be deemed suitable and consistent with the purpose and mandate of the Group.
44. These awards will be dispersed based on recommendations from the Awards Committee in compliance with the Awards Policy as approved by the Board of Directors.

#### **Section Eight - Amendments to By-laws**

45. These By-laws may be amended by a two-thirds vote of the membership present at the Annual General Meeting or at a Special Meeting, provided notice of motion to amend is sent by the President to all members of the Group at least 30 calendar days prior to the meeting at which the motion to amend is introduced.
46. Upon dissolution of the Group, its property and assets shall, after payment of all liabilities, be given to the Institute of Public Administration of Canada or to such charitable, benevolent or educational purposes as may be decided at an Annual General Meeting.

Approved June 20, 2006