

Resolution to Amend SAA Bylaws - September 2022

Proposed Bylaw Change:

Given that the Board of Directors is responsible for the regular review of the Bylaws to ensure they clearly articulate the way the SAA will regulate itself, focusing on rules regarding Members, Officers, Meetings, Voting Procedures, Board of Directors, Committees, Parliamentary authority, and Amendment.

The following change to the Saskatchewan Arts Alliance Bylaws document is being recommended:

- Proposed Bylaw Amendment & Policy re. Board Member Honorarium & Expenses
 - **Current bylaw: Section V. Directors, item H:**
“Directors or officers of the Alliance are not eligible for compensation other than for out-of-pocket expenses incurred to attend meetings or for expenses incurred on behalf of the Alliance.”
 - **Proposed bylaw: Section V. Directors, item H:**
“Directors or officers of the Alliance, in addition to their expenses incurred to attend meetings or for expenses incurred on behalf of the Alliance, shall be eligible for an honorarium for attendance at meetings. Honorarium amounts paid will be based on the Board Member Honorarium and Expenses Policy.” (See attached).
 - **Logic:** Serving as a Director or Officer for the Alliance should not cost or inhibit the person serving. By making this bylaw change, the Alliance recognizes that there are inherent hard costs to participate on the board (for example, an internet connection, a device to access the internet to attend meetings, childcare, etc.) Honorarium payments are not intended as salaries or as full compensation for lost income; they are meant as token payments to indicate appreciation of public service and to ease the financial burden of participation to increase inclusivity and access. Board members will have the option to decline or donate back their honorarium payments if they wish to do so.

Board Member Honorarium & Expenses Policy

Audience: Board of Directors, Executive Director

Issued: TBC

Revised: N/A

Owner(s): Executive Director

Approved by: Board of Directors

Contact: Executive Director

Introduction

According to the Bylaws of the Saskatchewan Arts Alliance, "Directors or officers of the Alliance, in addition to their expenses incurred to attend meetings or for expenses incurred on behalf of the Alliance, shall be eligible for an honorarium for attendance at meetings. Honorarium amounts paid will be based on the Board Member Honorarium and Expenses Policy."

This policy provides information regarding the honorarium to be received by Board members for attending board meetings.

Policy

- The per diem rate for board members will be paid as follows:
 - **Board member:** up to \$155 for each day that a board member attends a meeting of the board.
- The Saskatchewan Arts Alliance Voting Members must approve the initial establishment and subsequent changes to compensation rates. Any changes to rates or structure will be proposed for approval at the Annual General Meeting or a Special General Meeting.
- A review of the implementation of Board Member Honorariums will take place one year after the policy is approved to evaluate the impact and process.
- The annual operating budget, prepared by the Executive Director and approved by the SAA Board of Directors, should include any proposed changes to:
 - compensation rates
 - proposals for new boards or structures
 - changes to per diem or honorarium rates
- Members of boards, commissions and committees need not be paid, but no one who is paid receives less than \$25 per day. Members of boards and committees may choose to decline or donate back their honorarium payments.
- Honorarium payments are not intended as salaries or as full compensation for lost income; they are meant as payments to indicate appreciation of public service and to ease the financial

burden of participation to increase inclusivity and access. If workloads are so heavy that board or committee work is close to full-time or requires professional expertise, options other than higher payments are considered to ensure fair compensation, such as:

- replacing committee membership with part-time or special consultant positions; or
 - expanding the membership of committees to ease the workload for one member.
- All board members receiving honorarium payments are to submit expense requisitions.

The following is required on the requisition:

- payee name;
- name of the committee, board or group the member is working with;
- dates of meetings attended;
- rate of remuneration; and
- signatures of the payee and the Executive Director

Roles and Responsibilities

Executive Director

- Maintain accurate records of meeting attendance for each board member.
- At the end of each meeting, document and confirm meeting attendance with each board member.
- Submit attendance records to process payment of the honorariums for each board member.
- Approve and process expense reports submitted by board members.

Board member

- Verify and confirm meeting and event attendance with the Executive Director.
- State how board honorariums are to be treated (i.e. paid in full, partially paid, donated back, etc.)
- Submit timely expense requisitions to the Executive Director.

Consequences for Noncompliance

If there is a dispute between the Executive Director and the board member regarding the accuracy of records and/or an expense claim, the matter will be resolved by the President of the Board. If the dispute arises with the President of the Board, the Executive Director will review the matter with the President and the Vice-President of the Board.