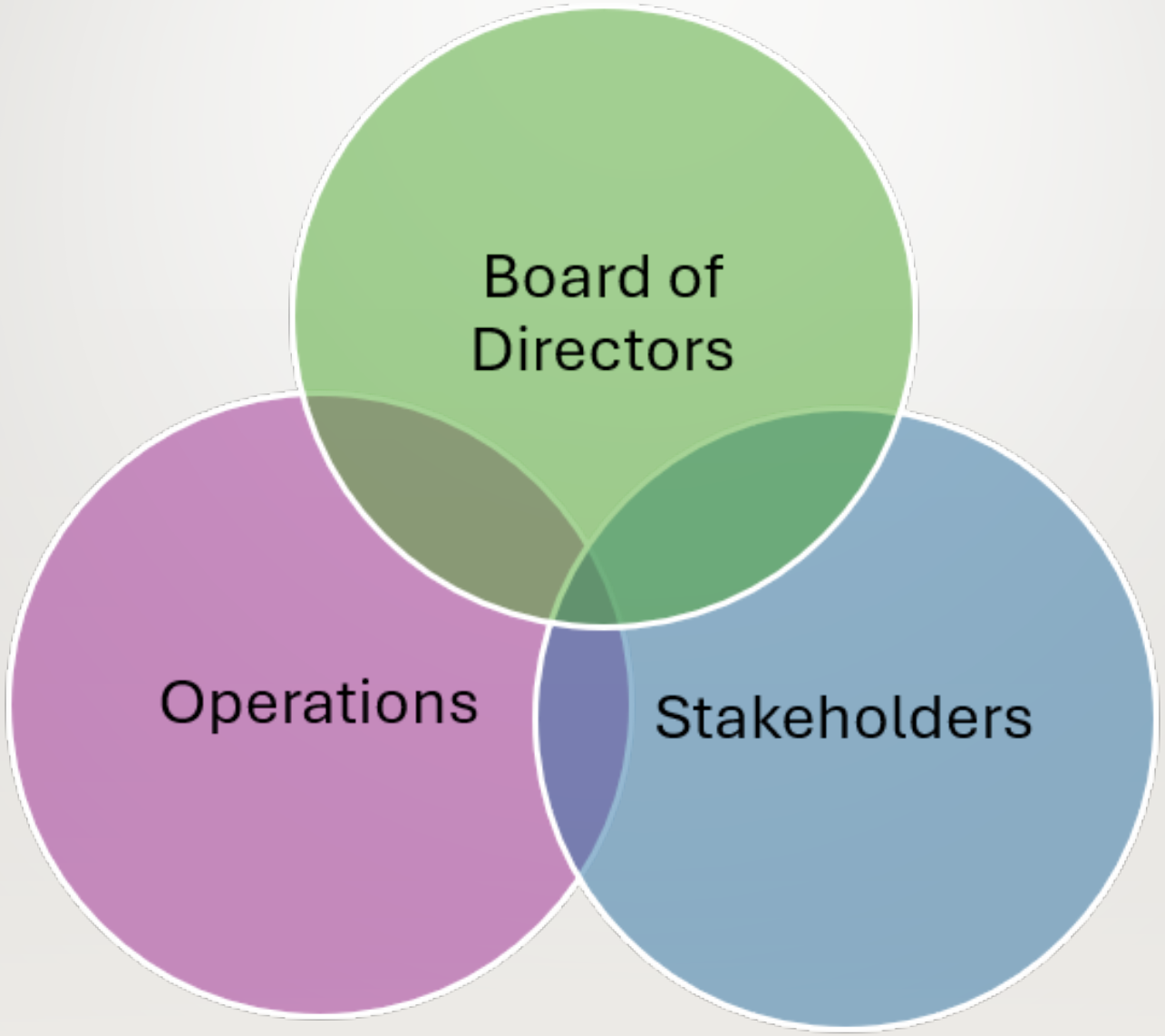
Non-Profit Governance

ENSURING A SOLID FOUNDATION FOR SUCCESS

PRESENTER: SUZANNE GORMAN

What is Governance?

- Processes and structures used to direct and manage an organization's operations and activities.
- Defines the division of power and establishes mechanisms to achieve accountability among stakeholders, the board of directors and management.
- Good governance systems help organizations focus on activities that contribute MOST to their mission/objectives; and ensure resources are used effectively in the best interests of their stakeholders.


Board of Directors
Operations
Stakeholders

Types of Non-Profits

MEMBERSHIP

- Primarily for the benefit of its members
- Supported by its members through fees
- Requires at least 1 Director
- Can allow members to receive property if organization dissolves

CHARITABLE

- Primarily for the benefit of the public
- Income used toward its stated charitable purpose
- Usually financed by grants and donations
- Requires at least 3 directors
- Upon dissolution – assets must be given to another charitable org, not members

BOTH have Members – different focus

Charitable VS Registered Charity

- “Member” vs “charitable” – rules vary under SK Non-profit Corporations act 2022
- Organizations identified as “charitable” in ISC registration cannot automatically issue official donation receipts etc.
- Charitable organizations MAY choose to also become Registered Charities.
- Registered Charity status – designation of Canada Revenue Agency
- Additional rules and reporting timelines for Registered Charities
- *** MUST use all resources – human & financial – for stated charitable purpose & activities

Regardless of Type … Board's Matter

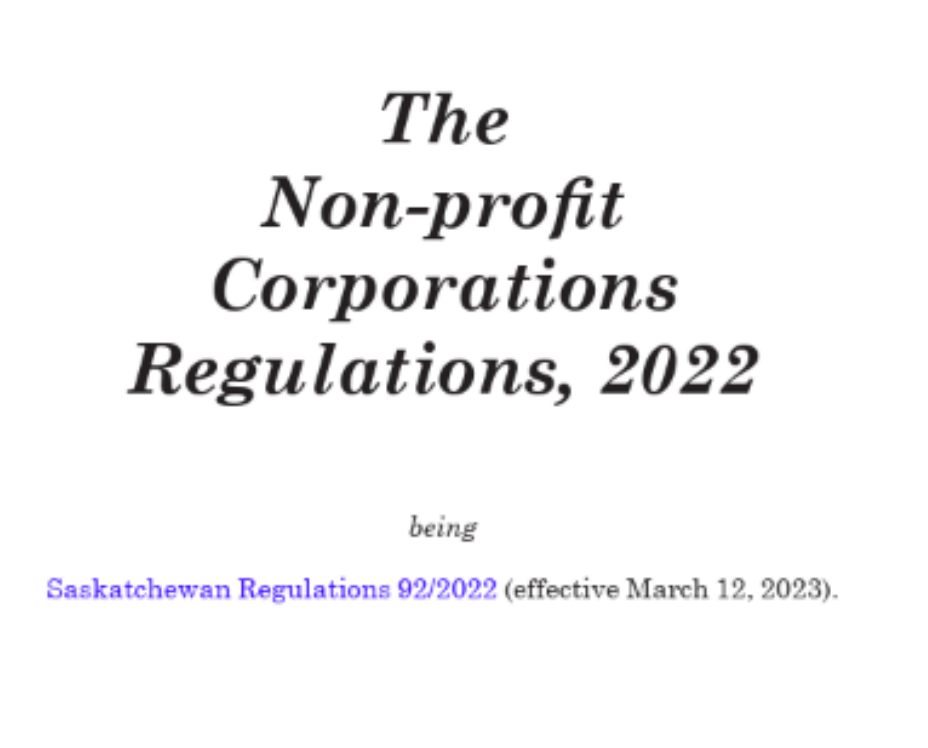
- Board - ultimate responsibility for the organization even if delegating management to paid staff or volunteer committees
- **ALL** board members are created equal….
- Each board member - aware of & understand the org's constitution, bylaws, & mandate
- Overall boards have responsibility for:
  - Ensuring good governance is in place
  - Developing and maintaining a long-term perspective
  - Ensuring sound performance
  - Ensuring financial health
  - Ensuring sound relationships

Board Self-Evaluation

- At least once per year
- Opportunity for Board members to reflect on individual & corporate responsibility
- Identify different opinions on the Board
- Opportunity to clarify expectations
- Opportunity to identify gaps in Board recruitment
- Serve as springboard for Board improvement


Procedures
Policies
Bylaws
Articles of Incorporation
Non-profit Corporations Act

To Bylaw or not to Bylaw…



- Articles of Incorporation
- Law does NOT require Bylaws
- Bylaws help with management of organization
- Bylaws supplement – but do not contradict – the Articles
- Allows organization to make changes to some aspects of the Act.

Bylaws can give clarity to…

- # of Board members – can set # or range higher than the Act
- Types of membership – voting, non-voting, who is eligible
- Quorum for meetings of members and for Board meetings
- How often the Board is required to meet
- Directors can make & change Bylaws … but they are ultimately "owned" by the membership

Quick Check



- Which Type is your organization?
- Are you a Registered Charity?
- Do you have Bylaws? How often do you review them?
- Have you reviewed them since the new Non-profit Act in 2022?
- Membership – how does someone become a member?

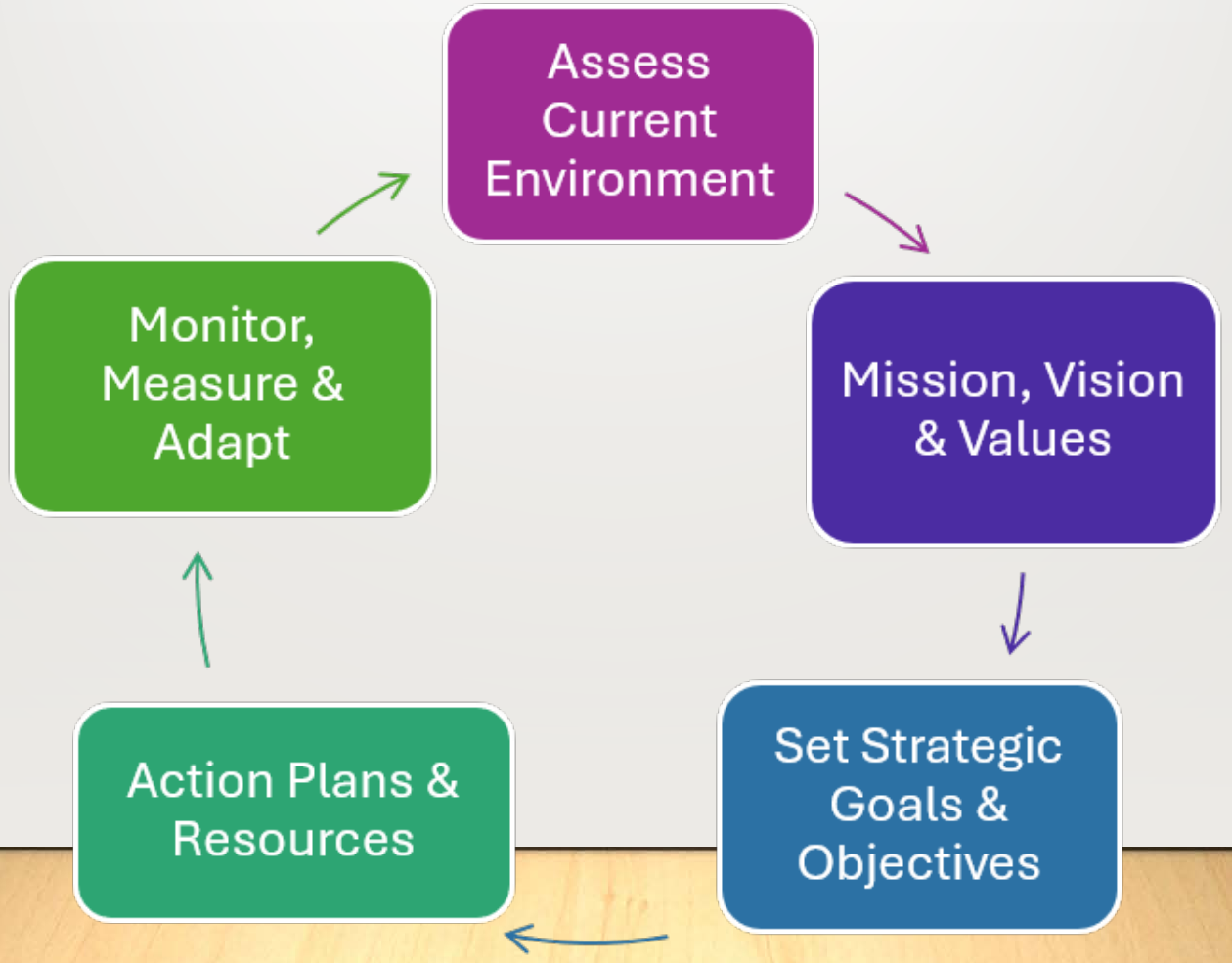
Director & Officer Responsibilities

Every Director and Officer must:

- Act honestly & in good faith for the best interests of the Organization
- Exercise the care, diligence & skill of a reasonable person
- Comply with the law, articles, bylaws & any unanimous member agreement
- Disclose any conflicts of interest

A primary responsibility – understand key factors for success & develop a mission- aligned strategy

Strategic Planning – Making the Work…work



Assess Current Position & Environment

- Be honest with yourselves
- **Market:** industry trends, customer needs, competitors
- **SWOT:** strengths, weaknesses, opportunities & threats
- **Data:** past financials, program data, stakeholder feedback



Mission, Vision & Values

- Review… or define if needed

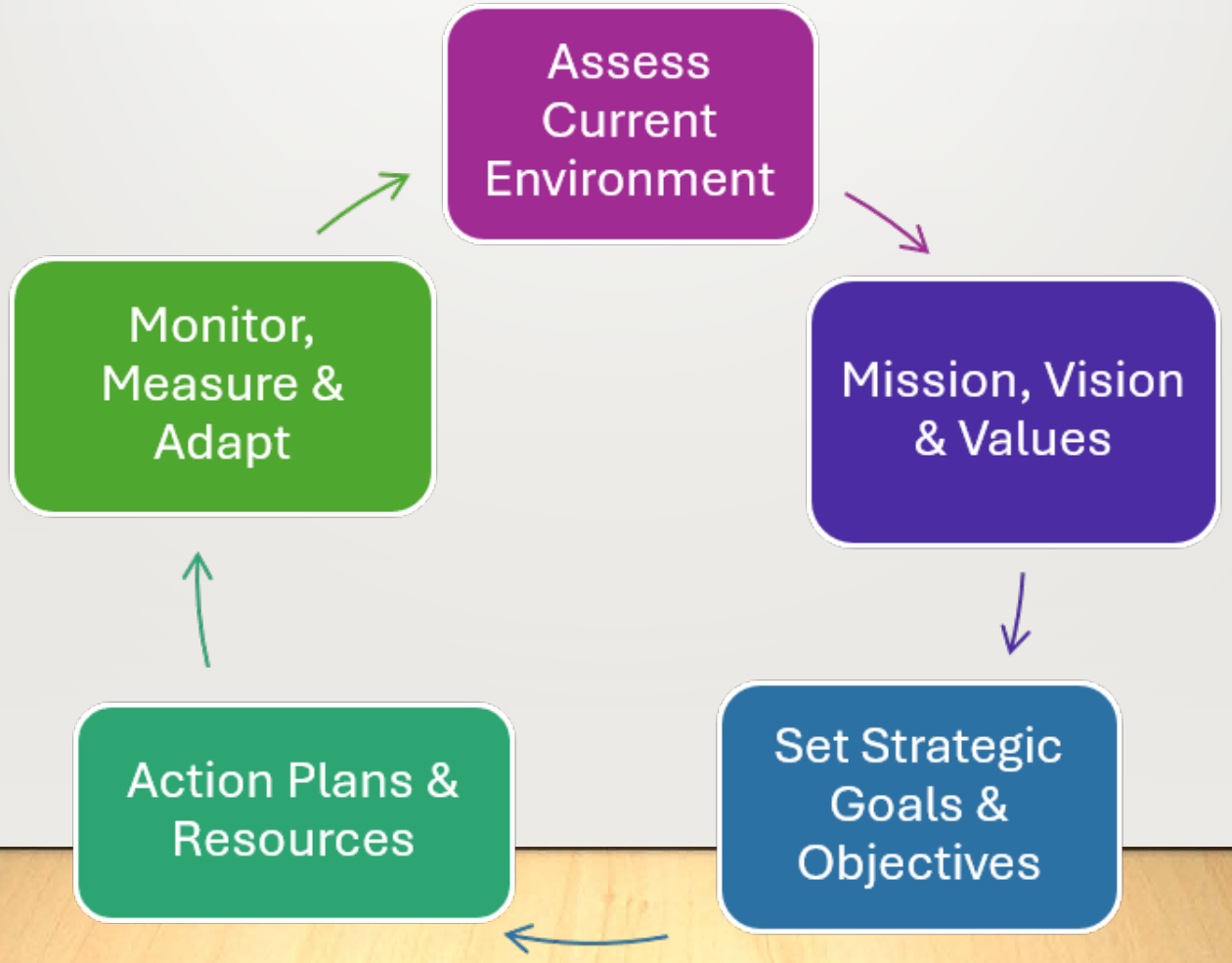
- **Clarify Purpose** – mission = why the organization exists (what good/for whom)
- **Vision** – define long term (5 – 10 year) picture of desired future
- **Values** – 5 to 7 core values to guide everyday decisions & actions

Strategic Goals & Objectives

- **Key Goal** – Realistic Priorities
- **Priorities** – small # of high-impact strategic priorities
- **SMART Goals** – specific, measurable, achievable, relevant & time-bound
- **Cascade Goals** – try translating organization goals into operational project or team objectives

Strategic Priority – what the organization will focus on AND what it will explicitly choose to ignore

Strategic Planning – Making the Work…work



SaskCulture's 2026-31

Strategic Plan

SaskCulture

Vision

SaskCulture strives to build a culturally vibrant future in which all people in Saskatchewan, individually and collectively, celebrate, value and support participation in, and access to, cultural experiences.

Mission

SaskCulture unites the cultural community and works to advance the cultural vibrancy of the province.

Five-Year Vision

By 2031, SaskCulture will have a trusted, inclusive ecosystem where equity-denied communities lead, access is broad, leadership and accountability are embedded, organizations are strong and digitally ready, partnerships maximize impact, and Truth and Reconciliation and Inclusion, Diversity, Equity and Accessibility advance through reciprocal, trust-based relationships.

Principles & Values

SaskCulture supports engagement in cultural experiences.

We value *Cultural Activity, Experiences, Engagement and Revitalization.*

SaskCulture will be responsive to people within Saskatchewan.

We value *Diversity, Accessibility, Inclusivity, Equity, Democratic Process, Multiculturalism and Truth and Reconciliation.*

SaskCulture recognizes strength in common purpose.

We value *Cohesiveness, Collective Effort, Advocacy, Cooperation, Partnership, Volunteerism, Cultural Work and Respectful Relationships as Treaty People.*

SaskCulture provides equitable and fair access to resources.

We value *Sask Lotteries, Transparency, Accountability, Effectiveness, Delivery, Cultural Impact, Accessibility and Service.*

Ends

A Culturally Vibrant Saskatchewan

1 The cultural ecosystem in Saskatchewan is accessible, inclusive and sustainable.

2 People in Saskatchewan actively value, support and participate in culture.

Shaping Our Direction

The Strategic Priorities are informed by the Funding Program Renewal consultations and guide how SaskCulture reviews programs, strengthens support, and responds to change.

Strategic Priorities

Authentic Inclusion

1. **Invest in Equity-Denied Communities**
   Pathways for equity-denied communities to participate in and

Transformational Capacity

1. **Developing Future Legacy Builders**
   Creating pathways for youth and emerging leaders to become future legacy builders.

Trust-Based Partnerships

1. **Community-Led Collaboration for Sector Resilience**
   Community-led approaches to resource sharing, partnerships,

Remember – a good plan starts with a clear view of your environmental situation.





- **Resources:**
- **PLEA** – source for free legal information: https://plea.org/non-profit-organizations
- **Sask Culture:** https://www.saskculture.ca/programs/organizational-support/organizational-resources
- **SK Govt – Non-profit Corporations Act:** https://publications.saskatchewan.ca/#/products/120423