

PROVINCIAL METIS WOMEN'S COMMITTEE INC.
ANNUAL GENERAL MEMBERSHIP MEETING
NOVEMBER 21ST, 1992

10:00 A.M. - 10:05	OPENING PRAYER - ELDER
10:05 A.M. - 10:15	CHAIRPERSON SELECTION
10:15 A.M. - 10:30	OPENING REMARKS - PRES. MARY WIEGERS
10:30 A.M. - 11:00	ORGANIZING COMMITTEE
11:00 A.M. - 12:00	RESTRUCTURING
12:00 - 1:00	L U N C H
1:00 P.M. - 2:00	EXECUTIVE AND BOARD OF DIRECTORS REPORTS; PRESIDENT, TREASURER, SECRETARY, AREA DIRECTORS
	DISCUSSION FROM REPORTS
2:00 P.M. - 3:00	ELECTIONS
3:00 P.M. - 3:30	RESOLUTIONS
3:30 P.M. - 4:00	ELECTION FOR COMMITTEES
4:00	CLOSING PRAYER

MEETING ROOM AVAILABLE UNTIL FOUR O'CLOCK P.M. ONLY

SUNDAY NOVEMBER 22, 1992

10:00 A.M. - 12:00	BOARD & COMMITTEE MEMBERS MEETING STRATEGIES FOR 1992-93
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Bev Laliberte
Annual Meeting
Committee Member
[REDACTED] [REDACTED]
PRINCE ALBERT, SASK.
S6V 6H4

October 22, 1992

All Metis Women of Saskatchewan;

Re: Saskatchewan Metis Women's Annual Meeting

Please accept this as an invitation to attend the Metis Women's annual meeting in Prince Albert, November 21st. 1992. The Provincial Metis Women are in the process of trying to secure funding, but if all else fails the following will be provided;

- billets for delegates
- lunch for the day
- some money for gas (depending on distance and how many vehicles from same community)

This is sponsored by "The Association of West Central Native Women," in Prince Albert.

A letter was forwarded to your local President, regarding financial support. If they can provide this for you, it would be greatly appreciated. Also enclosed is the Proposed By-laws and agenda for the meeting.

For further clarification and registration please call me at 922-1285, between the hours of 10:00 A.M. - 3:00 P.M., after that I can be contacted at 763-0111. Call collect is necessary and a early response would be appreciated.

Your attention to this matter will be acknowledged by the Women's organization. We are looking forward to your participation and attendance at the Metis Women's annual meeting.

TIME; 10:00 A.M. - 4:00 P.M.
PLACE; CORONET MOTEL, PRINCE ALBERT, SASK.

Yours in Friendship;



Bev Laliberte

Bev Laliberte
Annual Meeting
Committee Members
2333-15th Ave. East
PRINCE ALBERT, Sask.
S6V 6H4

October 22, 1992

Local President's of
Metis Society of Saskatchewan

Re: Saskatchewan Metis Women's Annual Meeting

The Saskatchewan Metis Women are hosting their annual meeting, November 21st, 1992, in Prince Albert. We would appreciate your cooperation and financial assistance for Metis Women in your community to attend. The Provincial Metis Women to date have not secured funds to pay for delegates. Therefore, your financial support would be valuable to the Metis Women's organization.

This will allow Women to be involved in the forefront and to participate with the challenges that we are facing today. We could provide a better voice for Metis Women and address issues of importance to Women and their children. Women's leadership must be encouraged and supportive in developing solutions for our children.

Please forward the attached information to interested Metis Women in your community, regarding the annual meeting.

I would like to take this opportunity to , "Thank You", in advance for your generous donation to the Women in your community.

Sincerely yours,



Bev Laliberte

attach.

c.c. Mary Weigers, President Metis Women of Sask.
Gerald Morin, President Metis Society of Sask.
Board of Directors, Metis Women of Sask.

BYLAW NO. 1

SASKATCHEWAN METIS WOMEN'S COUNCIL

BYLAW NO. 1

A Bylaw Relating Generally to the Conduct
of the Affairs of The Saskatchewan Metis Women's Council

BE IT ENACTED AND IT IS HEREBY ENACTED as a bylaw of The Saskatchewan Metis Women's Council (hereinafter called the "Corporation"), as follows:

DEFINITIONS

1. In this bylaw and all other bylaws of the Corporation, unless the context otherwise requires:
 - a) "Act" means The Non-Profit Corporations Act of the Province of Saskatchewan, as from time to time amended, and every statute that may be substituted therefore and, in the case of such amendment or substitution, any references in the bylaws of the Corporation shall be read as referring to the amended or substituted provisions therefore;
 - b) "Articles" means the articles attached to the Certificate of Incorporation of the Corporation as from time to time amended or restated;
 - c) "Bylaw" means any bylaw of the Corporation from time to time in force and effect;
 - d) "The Directors" and "Board" means the directors of the Corporation;
 - e) "In writing" and "written" includes printing, typewriting, telecopy, telex and other modes of representing or reproducing words in visible form;
 - f) All terms contained in the bylaws which are not defined in the bylaws and which are defined in the Act shall have the meaning given to such terms in the Act;

- g) words importing the singular number shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders.
- h) the headings used in this bylaw are inserted for reference purposes only and are not to be considered in construing the terms and provisions hereof or to be deemed in any way to clarify, modify or explain the effect of such terms or provisions;
- i) a member shall be any female person who is recognized by their community to be Metis and who is a member of Metis Society of Saskatchewan.

GOALS AND OBJECTIVES

- 2. The goal of the organization shall be to promote and support the participation of Metis women in all aspects of Metis Society of Saskatchewan.
- 3. The specific objectives of the organization shall be to:
 - a) advise the Board of the Metis Society of Saskatchewan on initiatives required to ensure the participation of Metis women in utilizing Metis Society of Saskatchewan programs and services;
 - b) to do research and planning to identify economic development opportunities and program sector plans for women's economic development;
 - c) to conduct information/consultation workshops to share information and to obtain feedback on women's issues on all matters affecting Metis, with particular emphasis on matters affecting women;
 - d) to identify necessary support services required by women if they are to access economic development and other opportunities.

REGISTERED OFFICE

- 4. The Corporation may from time to time:
 - a) by resolution of the directors change the address of the registered office of the Corporation within the municipality specified in the articles;

- b) by special resolution change the municipality in which its registered office is located to a different municipality in Saskatchewan than that specified in the articles.

SEAL

5. The seal of the Corporation shall be such as the directors may adopt and shall be in the custody of the Secretary or such other person as may be designated by the directors. The seal may only be changed by a motion at an Annual Assembly.

MANNER OF EXECUTION OF CONTRACTS

6. Contracts, documents or instruments in writing requiring execution by the Corporation shall be signed by the President and one other officer of the Corporation and all contracts, documents or instruments in writing so signed shall be binding upon the Corporation.
7. Notwithstanding the foregoing, the Board may from time to time by resolution appoint any officer or officers or any person or persons on behalf of the Corporation either to sign contracts, documents, or instruments in writing generally or to sign specific contracts, documents or instruments in writing.
8. The seal of the Corporation may, when required or advisable, be affixed to contracts, documents or instruments in writing, signed as aforesaid, in the presence of the President and the other signing officer, or by any officer or officers, person or persons appointed to sign as aforesaid by resolution of the Board.

DIRECTORS

9. The Board shall consist of twelve (12) area directors elected at the Annual Membership meeting by the members from each of the twelve (12) Metis Society of Saskatchewan areas and one (1) member at large, elected by the assembly. The term of office for Directors of the Saskatchewan Metis Women's Council shall be two (2) years.

10. The directors shall represent the Corporation and shall manage the activities and affairs of the Corporation and may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation and which are not by the Act or other statute, or the Metis Society of Saskatchewan articles and bylaws, or the articles, the bylaws, or any special resolution of the Corporation expressly directed or required to be done in some other manner.
11. Directors shall be elected at the annual general meeting of the Corporation.
12. The term of office for a director shall be from the date of the meeting at which she is elected until the second annual meeting at which her successor is elected or until her earlier resignation, removal or otherwise ceasing to hold office; provided that a retiring director shall retain office until the adjournment or termination of the meeting at which her successor is elected unless such meeting was called for the purpose of removing her from office as director in which case the director so removed shall vacate office forthwith upon the passing of the resolution for her removal and further approved that a director appointed or elected to fill a vacancy on the Board shall hold office for the unexpired term of her predecessor.
13. Retiring directors, if qualified, are eligible for re election.
14. Whenever at any election of directors of the Corporation the full number of directors are not elected by reason of the disqualification, the refusal to act or the failure to consent to act as a director or the death of any nominee or nominees, the directors elected may exercise all powers of the Board so long as the number of directors constitute a quorum.
15. The office of any director shall be automatically vacated:
 - a) upon receipt by the Corporation of the written resignation of the director or upon the date specified in such resignation, whichever is later;
 - b) if the director is found by a court in Saskatchewan to be of unsound mind;
 - c) if a signing officer of the Saskatchewan Metis Womens Council becomes bankrupt or suspends payment to or proposed a compromise with her creditors; and
 - d) if at a special meeting of regional members an ordinary resolution is passed that the director be removed as a signing officer;

- e) if a director misses two (2) consecutive meetings, at the third (3rd) meeting they are automatically removed from the Saskatchewan Metis Women's Council. When a region so removes a director, they must advise the Secretary of the Corporation in writing. The full Council must then, if requested, hear the appeal.

provided that if any vacancy shall occur for any reason specified in this section, such vacancy shall only be filled by the members in accordance with Schedule A to this Bylaw No. 1.

MEETINGS OF DIRECTORS

- 16. The Board may hold it's meetings at such place or places as it may from time to time determine.
- 17. A meeting of the Board may be called at any time by the President or any two directors.
- 18. Except as otherwise provided by the Act and the bylaws, the directors either as a Board or as a Council therefore may convene, adjourn and otherwise regulate they think fit.
- 19. a) Notice in writing of a meeting of the Board as required by the Act shall be delivered, faxed, mailed, or telegraphed to each director at her place of residence at least ten days prior to the time when the meeting is to take place, provided however that meetings of the Board or of any committee of the Board may be held at any time without formal notice if all the directors are present, including present by way of telephone participation, or if all the absent directors waive notice.

b) Meetings of directors may be held by means of conference telephone calls.
- 20. Notice of any meeting of the Board shall state in reasonable detail, the business to be conducted at the meeting.
- 21. Notices of any meeting of the Board or any irregularity in any meeting or in the notice thereof may be waived by any director in any manner, and such waiver may be validly given either before or after the meeting to which such waiver relates.

22. The Board may appoint the day or days in any month or month for regular meetings at an hour to be named, and of such regular meetings no notice, beyond an initial notice of the regular meeting day or days need be sent.
23. A Board meeting may also be held without notice immediately following the annual meeting of the members or following any other meeting of members at which a director has been elected.
24. A majority of the number of directors forming the Board present shall constitute a quorum for any meeting of the Board. If a quorum is present when the meeting is called to order, then a quorum shall be deemed to be constituted throughout the continuance of the meeting. If a quorum is not present at the time and place fixed for the meeting in the notice thereof, the meeting shall stand adjourned to be convened on such date and at such time and place as the directors shall determine.
25. The President or in her absence the Vice-President shall preside as Chairperson of every meeting of directors of the Corporation, but if at any meeting none of them are present within fifteen (15) minutes after the time appointed for holding the same, the directors present may choose one of their number to be Chairperson of the meeting.
26. Any questions arising at any meeting of the Board shall be decided by a majority vote of the directors present, and in case of an equality of votes, the Chairperson shall be entitled to a second or the deciding vote.
27. The Chairperson of a meeting may with the consent of the meeting adjourn any meeting of the Board from time to time to a fixed time and place. No notice for the holding of the adjourned meeting shall be required if the adjourned meeting is held in accordance with the terms of the adjournment if a quorum as constituted at the time of adjournment is present thereat. If there is not a quorum as so constituted present at the adjourned meeting, the original meeting shall be deemed to have terminated forthwith after its adjournment. Any business may be brought before or dealt with at the original meeting in accordance with the notice .

COMMITTEES

28. Unless a dispensation order has been obtained from the Director of Corporations, there shall be an audit committee composed of not less than three directors, a majority of whom are not officers or employees of the Corporation or any of its affiliates, which committee shall review the financial statements of the Corporation prior to their submission to the Board for approval. The Corporation's auditors shall be entitled to notice of every meeting of the audit committee and, at the expense of the Corporation, to have a representative attend and be heard thereat. The auditors or any member of the audit committee may call a meeting of the committee.
29. Subject to the restrictions contained in the Act, the directors may delegate any of their powers or authority to other special or standing committees consisting of such member or members of their body as they think fit. Committees so formed shall, in the exercise of the powers so delegated, conform to any terms of reference or regulations that may be imposed upon them by the directors.
30. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the committee members present, and in case of an equality of votes, the Chairperson shall have a or the deciding vote.
31. All acts done by any meeting of the directors or of a committees of directors, or by any person acting as a director, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such directors or persons acting as aforesaid, or that every such person had been duly appointed and was qualified to be a director.

RESOLUTION OF DIRECTORS

32. A resolution in writing, signed by all the directors entitled to vote on that resolution at a meeting of directors, satisfies all the requirements of the Act relating to meetings of directors.

REMUNERATION OF DIRECTORS

33. The directors shall receive no remuneration for acting as such.

PROTECTION FOR DIRECTORS AND OFFICERS

34. Subject to the Act, no directors or officer of the Corporation shall be liable for the acts, receipts, neglects or defaults of any other director or officer, or for joining in any receipts or other act for conformity, or for any loss or expense happening to the Corporation through a deficiency of title to any personal property acquired by resolution of the Board for or on behalf of the Corporation, or for a deficiency of any security in or upon which any of the monies of the Corporation shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any of the monies, securities or effects of the Corporation shall be lodged, or for any loss occasioned by an error of judgement or oversight on her part, or for any other loss; damage or misfortune whatever office or in relation thereto unless the same shall happen through her own dishonesty.
35. Subject to the Act, every director and officer of the Corporation and her heirs and legal representatives shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Corporation and from and against:
- a) all costs, charges and expenses whatsoever which such director or officer reasonably incurs in respect to any civil, criminal or administrative action or proceeding to which she is made a party by reason of being or having been a director or officer of the Corporation where:
 - (i) she acted honestly and in good faith with a view to the best interests of the Corporation; and
 - (ii) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, she had reasonable grounds for believing that her conduct was lawful; and
 - b) all other costs, charges and expenses which she incurs on behalf of the Corporation as a director or officer.

MEMBERSHIP IN THE CORPORATION

- 36.a) There shall be individual members of the Corporation as defined in Section 1 (i).
- b) All members may attend Membership Meetings including annual assembly.
- c) Voting delegates shall be comprised of one Metis Women from each local to be selected by female Metis Society of Saskatchewan membership. Each delegate shall provide a letter from the Local President confirming the selection and must be at least 16 years of age.

MEETING OF MEMBERS

37. Subject to the Act, the annual general meeting of the Corporation shall be held at such time and in such place as the Board shall determine.
38. A resolution in writing signed by the Area delegates satisfies all the requirements of the Act relating to meetings of members, including annual general meetings.

OFFICERS OF THE CORPORATION

39. There shall be a President and a Secretary and such other offices such as Vice-President and Treasurer as the Board may determine from time to time, except for President who shall be elected by the directors from among themselves at the first meeting of the Board following the election of the Board. The President shall be the member at large elected by the total assembly as provided for in section 9.

DUTIES OF OFFICERS

40. The President shall:
 - a) preside at all meetings of the Corporation and of the Board; and
 - b) be ex-officio a member of all committees.
41. The Vice-President shall:
 - a) act in the absence of or inability of the President to perform her duties.

42. The Secretary shall:
- a) keep the records of the Corporation including a record of all meetings of the Corporation and the Board;
 - b) notify all members, directors and other persons of meetings of which they are entitled to notice;
 - c) conduct all official correspondence of the Corporation;
 - d) keep a record of the names and addresses of members; and
 - e) perform such other duties as may be assigned by the Board or the President.
43. The Treasurer shall:
- a) oversee the financial operations of the Corporation, including budgeting, banking, expenditures and financial contracts and record-keeping. She shall report to the board and to the general assembly on the finances of the Corporation.
44. Except for the President, each officer appointed shall hold office for the term specified by the Board provided that the term of any office shall at all times be at the pleasure of the Board.
45. Upon the expiration or termination of their term of office, all officers shall transfer all official records and property to the Corporation then in their possession to their successors in office.

AUDITORS

46. Auditors of the Corporation shall be appointed annually at the general meeting of the Corporation and the financial statements of the Corporation for its fiscal year shall, when presented to the annual general meeting, be accompanied by the report of the auditors.

FISCAL YEAR

47. The fiscal year of the Corporation shall begin April 1st of each year and end March 31st of each year.

ANNUAL FINANCIAL STATEMENTS

48. In accordance with Section 142 (4) (b) of the Act, the Corporation may, in lieu of publishing its financial statements and other documents mentioned in section 138, publish a notice stating that such documents are available at the registered office of the Corporation to be examined during the usual business hours of the Corporation by any person and that this person may take extracts therefrom free of charge.

RESOLUTIONS SIGNED BY ALL MEMBERS OR DIRECTORS

49. The signatures of all the directors of the Corporation or all of the delegates of the Corporation to any instrument or to any minutes of any meeting (which may be signed in counterpart) setting out a resolution or resolutions which might be adopted by the directors or members, as the case may be, shall give to such resolutions the same force and effect as if the same had been unanimously adopted by vote of the directors or delegates at a meeting duly convened and held.

AMENDMENT OF BYLAWS

50. Bylaws of the Corporation may be enacted, and the bylaws repealed or amended by bylaw enacted, in accordance with the provisions of the act.

AFFILIATION

51. The Corporation is and shall remain part of the Metis Society of Saskatchewan or it's successor organization.