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SASKCULTURE INC.

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SaskCulture Inc. Governance Policy Revision Tracking

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Ends

Number: E-1

Policy Type: Ends

Date Approved: February 2020
Revision:

The Vision of SaskCulture Inc. is...

A culturally vibrant Saskatchewan

In pursuit of its vision, SaskCulture exists so:

1. The cultural ecosystem in Saskatchewan is accessible, inclusive and sustainable; and
2. People in Saskatchewan actively value, support and participate in culture.

In an effort to fulfill these two Ends, SaskCulture's strategic plan, for the next five years (April 1, 2020-March 31, 2025), will be based upon the following Sub-Ends (Strategic Directions):

Sub-End/Strategic Direction A

SaskCulture's funding model is sustainable and adaptive to changing needs in order to support relevant cultural programming and activities in Saskatchewan; and

Sub-End/Strategic Direction B

Cultural programs, activities and experiences are more inclusive, diverse, equitable and accessible.

Furthermore, the work of SaskCulture toward these two Sub-Ends is defined as follows:

- i. Creative Kids is financially sustainable;
- ii. The ongoing transformation of cultural programs, activities and experiences is facilitated by SaskCulture;
- iii. Leadership in the cultural sector reflects diversity, equity and inclusion;
- iv. SaskCulture's network is active in the process of truth and reconciliation; and
- v. Cultural programming, activities and experiences are more available in the North.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Allocation of Resources in Operations Plan **Number:** E-2

Policy Type: Ends **Date Approved:** June 2001
Latest Revision: March 2020

The Ends shall be achieved in the year April 1, 2020 to March 31, 2021 for membership fees of:

\$ 150 Voting Member
\$ 75 Non-voting Member Organization
\$ 15 Individual

The membership fees may be prorated when received in the last half of the year.

The resources in the budget to support the Operations Plan in the fiscal year April 1, 2020 to March 31, 2021 shall be allocated to the new Ends as a whole for year one. By year two staff will be able to break out the resources and the operations budget based on the sub-ends in a more realistic manner. Doing this at a later date will also enable the new CEO to take more ownership in the operationalizing of the strategic plan.

End	Proportion of operational budget	Allowable variance
The cultural ecosystem in Saskatchewan is accessible, inclusive and sustainable; and	50%	10%
People in Saskatchewan actively value, support and participate in culture.	50%	10%

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Allocation of Culture Section of the Trust	Number:	E-3
Policy Type:	Ends	Date Approved:	June 2001
		Latest Revision:	March 2020

SaskCulture has established a set of performance criteria by which the work of all activity supported by the Culture Section of Sask Lotteries Trust Fund for Sport, Culture and Recreations are measured. These performance criteria also impact SaskCulture's work. The three main performance criteria that support the cultural policy are:

- Cultural Impact
- Participation Through Access and Service
- Organizational Effectiveness

1. Funds from the Culture Section of the Trust shall be allocated in blocks as follows:

1.1 Eligible Organizations Block

1.1.1 Organizations that are on the Minister's eligibility list are eligible to apply for annual global funding (AGF) or a yearly (special) operating grant.

1.1.2 Some funds may be allocated to the block to address member funding initiatives.

1.2 Program Initiatives

This block of funding supports programs which are delivered in-house by SaskCulture and through the partnership agreement with the Saskatchewan Arts Board.

1.2.1 The Saskatchewan Arts Board delivers the following programs:

Gallery Grant Program, Festivals Grant Program (SaskFestivals), Media Arts Grant, Artists in Schools, and Artists in Community Grant.

1.2.2 SaskCulture delivers the following programs within this block of funding:

Multicultural Initiatives Fund, Museum Grant Program, Métis Cultural Development Fund, Community Cultural Engagement and Planning Grant, Culture Days Grant, and Aboriginal Arts & Culture Leadership Grant. SaskCulture also provides an annual program grant to Creative Kids Canada Inc.

These funds support identified gaps in the lottery support for culture. If other gaps are identified, if the section has sufficient funds to address them, and if SaskCulture is identified as the best delivery mechanism, they could be added to the block.

1.3 SaskCulture Block

1.3.1 The funds in this block ensure support to SaskCulture through an annual operating grant, Creative Kids operations, Culture Days delivery, as well as Global Functions and Communities of Interest support.

1.4 Tripartite Block

1.4.1 Support to this block is determined in consultation with SaskCulture Inc.'s global partners, Sask Sport Inc. and SPRA.

2. For the fiscal year April 1, 2020 to March 31, 2021, the allocations by the SaskCulture Board for the Culture Section of the Trust are as follows:

Eligible Organizations AGF Block:

AGF Annual	\$8,268,000
AGF Special	\$410,000

SaskCulture Block:

SaskCulture – Operations	\$2,287,813
– Creative Kids Operations	\$100,000
– Culture Days Delivery	\$100,000
SaskCulture – Communities of Interest	\$820,000
SaskCulture – Global Functions	\$240,000

Tri-Global Block:

Administration Centre	\$169,200
FSIN	\$71,470

Program Initiatives:

Aboriginal Arts & Culture Leadership Grant	\$300,000
Métis Cultural Development Fund	\$100,000
Multicultural Initiatives Fund	\$375,000
Community Cultural Engagement & Planning Grant	\$80,000
Museum Grant Program	\$785,000
Creative Kids Program Grant	\$265,000
Creative Kids Northern Program	\$35,000
SAB – Artists in Community	} \$1,735,000
SAB – Artists in Schools	
SAB – Festivals Grant Program (SaskFestivals)	
SAB – Gallery Grant Program	
SAB – Media Arts Grant	
SAB Program Delivery	

Total **\$16,141,483***

*note this total includes funds approved for the upcoming fiscal year as well as any prefunded/upgraded amounts from the current year.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Governance Commitment	Number:	GP-1
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	June 2017

The purpose of governance is that the board, on behalf of the people of Saskatchewan, guarantees the accountability of SaskCulture and the Creative Kids Canada charity, an independent organization for which it is responsible, by assuring that it (a) achieves appropriate results for the appropriate persons at an appropriate cost and (b) avoids unacceptable activities, conditions and decisions. In fulfilment of this charge, the board is committed to rigorous, continual improvement of its capability to define values, policies and vision.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board Values	Number:	GP-2
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	June 2019

SaskCulture and its members share the following beliefs about culture:

The content of this policy, at this time is constitutionally driven.

Culture Defined

Culture is a dynamic system of acquired elements, with values, assumptions, conventions, beliefs and rules through which members of a group relate to each other and the world. As a dynamic system, culture is evolutionary, supporting existing cultural values while challenging them. It defines who we are as a people; keeping alive our past, reflecting our values, articulating our dreams, and fostering pride in who we are. It proclaims our existence and identity to the world.

Cultural Activity Defined

Cultural activity mirrors a culture; it is how a culture perceives and expresses itself, and is perceived, as expressed, by others. It can be defined as the symbolic forms and the everyday practices through which people express and experience meaning.

Culture in Saskatchewan

Saskatchewan has many forms of cultural expression. Overall, there is a level of shared experience that defines a Saskatchewan culture, rooted in our shared sense of place. It includes our languages, our heritage, our stories, our traditions, our rituals, our spirituality, our inventions, our products and our expression. The people of Saskatchewan experience and reflect their culture daily, through a variety of cultural activities, such as creation, preservation, research, presentation, appreciation, participation, education, professional development and training.

Cultural activity manifests itself in the actions of one individual; or of individuals who associated with each other to further the course of one or more aspects of culture, their personal development, or to promote understanding between cultures.

SaskCulture is guided by the following principles and values:

Principles and Values

SaskCulture supports engagement in cultural experience.

SaskCulture values:

- the diversity of the cultural community and its ability to provide a wide range of cultural experiences to the people in Saskatchewan; and
- Indigenous peoples' cultural revitalization and sustained cultural exchange.

SaskCulture will be responsive to people within Saskatchewan.

SaskCulture values:

- accessibility, inclusivity, equity, and democratic processes;
- the diversity of the people in Saskatchewan;

- multiculturalism as a means to promote the understanding and creativity that arises from the interaction among, and the evolving expressions of, various cultures;
- supporting Indigenous peoples' cultural revitalization and integrating Indigenous knowledge systems, oral histories, laws, protocols, and relationships to the land as an essential part of the reconciliation process; and
- taking constructive action on addressing the ongoing legacies of colonialism that have had destructive impacts on Indigenous peoples' cultures and languages as part of reconciliation.

SaskCulture recognizes strength in common purpose.

SaskCulture values:

- an inclusive and cohesive cultural community, from which communities will draw strength;
- a collective effort to advocate for culture and a healthy resource base for cultural activity;
- co-operation and partnerships between cultural organizations, as well as other sectors;
- the involvement and contributions of volunteers and cultural workers; and
- sharing responsibility for establishing and maintaining mutually respectful relationships as Treaty people.

SaskCulture provides equitable and fair access to resources.

SaskCulture values:

- SaskCulture's position as a partner in the Sask Lotteries Trust Fund for Sport, Culture and Recreation, which provides a unique and significant source of revenue for cultural activity;
- transparent and accountable funding mechanisms;
- effectiveness and efficiency in programs and services both within organizations and across the cultural community;
- the delivery of relevant cultural activity that is based upon cultural impact, accessibility and service; and
- cultural organizations with a unique mandate.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Governing Style	Number:	GP-3
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	November 2001

The Board will govern with an emphasis on outward vision (rather than an internal preoccupation), commitment to obtaining community input, encouragement of diversity in viewpoints, strategic leadership more than administrative detail, clear distinction of Board and CEO roles, collective rather than individual decisions, future rather than past or present, and proactivity rather than reactivity.

More specifically, the Board will:

1. Cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be an initiator of policy, not merely a reactor to staff initiatives. The Board will use the expertise of individual Directors to enhance the ability of the Board as a body, rather than to substitute their individual judgements for the group's values.
2. Direct, control and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives. The Board's major policy focus will be on the intended long-term impacts not on the administrative or programmatic means of attaining those effects.
3. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy making principles, fiscal resources, respect of roles, and ensuring the continuity of governance capability. Continual Board development will include orientation of new members in the Board's governance process and periodic Board discussion of process improvement. The Board will not allow any officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments.
4. Monitor and regularly discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Staff Relationship categories.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board Job Contributions	Number:	GP-4
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	

The job of the Board is to represent the ownership in determining and demanding appropriate organizational performance.

Accordingly, the Board will concentrate its efforts on the following job “products” or outputs:

1. The link between the organization and the ownership.
2. Written governing policies which, at the broadest levels, address:
 - 2.1 *Ends*: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good, for which needs, at what cost).
 - 2.2 *Executive Limitations*: Constraints on executive authority which establish the boundaries of prudence and ethics within which all executive activity and decisions must take place.
 - 2.3 *Governance Process*: Specification of how the Board conceives carries out and monitors its own task.
 - 2.4 *Board-CEO Relationship*: How power is delegated and its proper use monitored; the CEO role, authority, and accountability.
3. Assurance of CEO Performance.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Officers' Roles	Number: GP-5
Policy Type:	Governance Process	Date Approved: March 2010 Latest Revision: February 2017

The Officers shall be the Chair, Vice Chair and Past Chair.

1. The Officers will act in the capacity of a 'Code of Conduct Committee' when necessary.
2. The Officers may act on behalf of the Board in unique management situations.
3. Any decisions of the Officers shall be ratified by the entire Board. The Officers will serve in an advisory capacity to the CEO as required.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Chair's Role	Number: GP-5.1
Policy Type:	Governance Process	Date Approved: April 2000 Latest Revision: February 2017

The Chair assures the integrity of the Board's process, and, secondarily, represents the Board to outside parties. The Chair is the only Board member authorized to speak for the Board (beyond simply reporting Board decisions), other than in specifically authorized instances.

1. The Chair shall ensure that the Board consistently complies with its own rules and those legally imposed upon it.
 - 1.1 Meeting discussion content will include only those issues which, according to Board policy, clearly belong to the Board to decide, not the CEO.
 - 1.2 Deliberation will be fair, open and thorough, but also efficient, timely, orderly and kept to the point.
2. The Chair's role is to make decisions that fall within the topics covered by Board policies on Governance Process and Board-CEO relationship, except where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
 - 2.1 The Chair chairs Board meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
 - 2.2 The Chair has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the CEO.
 - 2.3 The Chair may represent the Board to outside parties in sharing Board-stated policies and positions.
 - 2.4 The Chair shall approve extraordinary expenses incurred by members of the Board. Requests for approval must be presented in writing and will apply for the duration of the term unless otherwise specified in the request.
 - 2.5 The Chair may delegate this authority, but remains accountable for its use.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Vice Chair's Role	Number: GP-5.2
Policy Type:	Governance Process	Date Approved: March 2010 Latest Revision: March 2020

The Vice Chair shall exercise any and all duties of the Chair in the absence of the Chair.

1. The Vice Chair shall be elected by the Board annually.
 - 1.1 Election of the Vice Chair shall take place by secret ballot at the first appropriate opportunity of the Board's new planning year.
 - 1.2 The term of the Vice Chair remains in effect until the next election of the Vice Chair.
 - 1.3 The Vice Chair shall take notes at all in-camera meetings of the Board. The notes will include the place and date of the meeting, start time, persons present, motions made and by whom, results of voting, and time of adjournment. These minutes will be circulated to the Board only, with one copy kept in the confidential Chair's file at the SaskCulture office.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Past Chair's Role

Number: GP-5.3

Policy Type: Governance Process

Date Approved: March 2010

Latest Revision: December 2019

The Past Chair shall be the person that has immediately served as Chair.

1. The Past Chair serves as a resource to the Chair or other Board members as requested.
2. The Past Chair shall reinforce the governing style of the Board as outlined in governance policy.
3. The Past Chair is authorized to approve extraordinary expenses incurred by the Chair. Requests for approval must be presented in writing and will apply for the duration of the term unless otherwise specified in the request.
4. The Past Chair shall be responsible for working with the CEO to plan and call at least one annual meeting of the Past Chairs.
5. The Past Chair shall chair the annual meeting of Past Chairs.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board Committee Principles and Structure	Number:	GP-6
Policy Type:	Governance Process	Date Approved:	February 2017
		Latest Revision:	June 2018

A committee is a Board committee only if its existence and charge come from the Board, regardless of whether Board members sit on the committee. The only Board committees are those which are set forth in this policy. Unless otherwise stated, a committee ceases to exist as soon as its task is complete. Regardless of whether members of Board committees are members of the Board, they shall be bound by the Governance Process Policies of the Board. All board committees and board appointments are in place from the time of board appointment (annually in September) until replacements are appointed in the succeeding year (September as well). Exceptions may be made if a short-term, task-related committee exists for a specified time with the designated members assigned for the term of its work.

1. Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to CEO. Committees will be used sparingly, only when other methods have been deemed inadequate.
2. Board committees are to help the Board do its job, never to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
3. Board committees cannot exercise authority over staff. Because the CEO works for the full Board, he or she will not be required to obtain approval of a Board Committee before an executive action. Staff assigned by the CEO as resources to Board committees shall be non-voting members of the committee and are accountable to the CEO, not the committee.
4. Board committees may not speak or act for the Board except when formally given such authority for specific and/or time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the CEO. Except as defined in written Terms of Reference, no committee has authority to commit the funds or resources of SaskCulture Inc.
5. If a Board committee is used to monitor organizational performance in a given area, the same committee must not have helped the Board create policy in that area. This separation of responsibility for policy development and responsibility for monitoring policy compliance is to prevent a committee from identifying with a part of the organization rather than the whole. The Board retains responsibility and authority to monitor organizational performance.
6. The Chair shall be an Ex-Officio member of all committees. In cases where there is a resignation or low committee attendance the Chair has the authority to appoint another person in accordance with the terms of reference of that committee.
7. This policy does not apply to committees formed under the authority of the CEO.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Eligibility Committee
Terms of Reference

Number: GP-6.1

Policy Type: Governance Process

Date Approved: April 2000
Latest Revision: May 2016

1. Product

1.1 Options and implications to be provided for Board consideration regarding gaps in eligibility and criteria used to evaluate eligibility, as well as the assessment of eligible groups and applicants for eligibility against the criteria.

2. Authority

2.1 The Committee is not authorized to exercise authority over staff or have direct dealings with current staff operations.

2.2 The Committee is not authorized to make recommendations on any aspect of eligibility to any outside body. This is the work of the full Board.

2.3 To add one additional member to the committee, as necessary, to ensure that the committee has programming expertise in each discipline area.

3. Composition

3.1 The Committee shall consist of:

- i. Vice Chair
- ii. Current Past Chair
- iii. Up to two additional Directors
- iv. Two Past Chairs
- v. Up to two past Directors

3.2 The Chairperson shall be the Vice Chair of the SaskCulture Board.

4. Term of Office

4.1 Members shall be appointed for a one year term.

5. Reporting

5.1 As a standing committee of the SaskCulture Board of Directors, this Committee will report only to that body.

6. Resources

6.1 The Committee will be supported by SaskCulture staff and to the extent of available resources identified in the SaskCulture budget.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Audit Committee
Terms of Reference

Number: GP-6.2

Policy Type: Governance Process

Date Approved: April 2000
Latest Revision: May 2016

1. Product
 - 1.1 Options and implications for Board consideration regarding financial policies (on-going – at the request of the Board) and specifications of scope of audit prior to outside audit to be provided no later than March 31.
2. Authority
 - 2.1 The Committee is not authorized to exercise authority over staff or have direct dealings with current staff operations.
3. Composition
 - 3.1 The Committee shall consist of:
 - i. Up to four Directors
 - ii. Up to two others, as necessary, to complete the full Committee compliment
 - 3.2 The Chairperson shall be appointed by the Board.
4. Term of Office
 - 4.1 Members shall be appointed for a one year term.
5. Reporting
 - 5.1 As a standing committee of the SaskCulture Board of Directors, this Committee will report only to that body.
6. Resources
 - 6.1 The Committee will be supported by SaskCulture staff and to the extent of available resources identified in the SaskCulture budget.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Nominations Committee
Terms of Reference

Number: GP-6.3

Policy Type: Governance Process

Date Approved: April 2000
Latest Revision: May 2016

1. Product

1.1 Properly screened potential Directors to be provided at the earliest opportunity recognizing the benefit of promoting potential Board members to the membership as far in advance of the annual general meeting as possible. The committee will strive to provide a full slate of nominees by May 1st of each year, but will not close nominations until third and final call has been made on the floor at the Annual General Meeting.

2. Authority

- 2.1 The Committee is not authorized to exercise authority over staff or have direct dealings with current staff operations.
- 2.2 The Committee is authorized to act on behalf of the Board in the recruitment of Directors according to the Constitution.
- 2.3 The Committee is authorized to recruit Directors that will reflect a balance in terms of age, gender and geographic location.

3. Composition

- 3.1 The Committee shall consist of:
- i. Current Past Chair
 - ii. Two current Directors that are not running for re-election
 - iii. One member from each Community of Interest that has a position being elected in a given year (Note: the two directors that are not running for re-election, may sit on the Committee as the Community of Interest representatives)
- 3.2 The Past Chair shall be the Chairperson.
- 3.3 The Chair will solicit names of potential members of the nominations committee from the membership and present the Committee roster to the Board for final ratification.

4. Term of Office

- 4.1 Members shall be appointed for a one year term.

5. Reporting

- 5.1 As a standing committee of the SaskCulture Board of Directors, this committee will report only to that body.

6. Resources

- 6.1 The committee will be supported by SaskCulture staff and to the extent of available resources identified in the SaskCulture budget.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Constitutional Review Committee **Number:** GP-6.4
Terms of Reference

Policy Type: Governance Process **Date Approved:** December 2017
Latest Revision: March 2019

1. Product
 - 1.1 Options and implications for Board consideration with respect to constitutional amendments to be provided to the membership at the June 2019 Annual Meeting.
 - 1.2 Options and recommendations for Board consideration with respect to applicable policy revision resulting from the Constitutional Amendments.
2. Authority
 - 2.1 The Committee is not authorized to exercise authority over staff or have direct dealings with current staff operations.
 - 2.2 The Committee is not authorized to make recommendations on any aspect of the constitution to the membership. This is the work of the full Board.
3. Composition
 - 3.1 The Committee shall consist of:
 - i. SaskCulture Chair
 - ii. Up to three additional Directors
 - iii. Three Past Chairs
 - 3.2 At least two of the Past Chairs should be returning members from the previous Constitutional Review Committee.
 - 3.3 The Chairperson shall be the Past Chair of the SaskCulture Board
4. Term of Office – until March 31, 2020
 - 4.1 As an ad hoc committee, the members appointed shall remain on the committee until completion of the product.
(even if board members terms end, they stay on the committee; T of R adapted to include them)
5. Reporting
 - 5.1 As an ad hoc committee of the SaskCulture Board of Directors, this Committee will report only to that body.
6. Resources
 - 6.1 The Committee will be supported by SaskCulture staff and to the extent of available resources identified in the SaskCulture budget.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Board and Committee Expenses **Number:** GP-7
Policy Type: Governance Process **Date Approved:** June 2000
Latest Revision: September 2018

Volunteers shall be reimbursed for all Board and committee meetings attended as part of their defined duties, as well as for any meetings or functions attended at the direction of the Board.

1. Where possible SaskCulture will arrange hotel/motel accommodation for volunteers that will be invoiced directly to SaskCulture. This will apply to direct room, taxes and hotel parking only.
 - 1.1 In an effort to support family members wishing to accompany Board and committee members, SaskCulture will cover double occupancy accommodation costs if available and when the request is made well in advance of the meeting.
 - 1.2 Volunteers staying with friends or family in a private dwelling will be given a living/accommodation allowance of \$35/day if requested.
2. A hotel room will be arranged if:
 - 2.1 The travel time to or from the home town to the meeting place requires the volunteer to leave home prior to 8:00 a.m. and return home later than 6:00 p.m.
 - 2.2 The travel time and time spent on SaskCulture business total more than ten (10) hours in one day.
 - 2.3 Bad weather would make travel home dangerous.
 - 2.4 Exceptions will be considered on an individual basis. The exceptions, made in writing, are approved by the Board Chair or Committee Chair.
3. In the event the above accommodation arrangements are not required volunteers are responsible for cancelling the reservation by calling the office or the hotel. If accommodations are not cancelled resulting in charges to SaskCulture, volunteers will be responsible for the charges.
4. Volunteers wishing to make alternate accommodation arrangements are responsible for making their own arrangements and for paying any difference in price.
5. In-province car travel will be based upon the official Saskatchewan highway maps destination to destination mileage figure. In the event a location is not identified on the Saskatchewan highway map mileage chart, Google Maps mileage calculation is to be used (centre to centre).
6. Out-of-province car travel will be based upon the equivalent to the cheapest economy airfare available between the closest Saskatchewan airport connection with the out-of-province destination. If circumstances require air travel, boarding passes will be submitted with the accompanying expense claim.

7. If travelling out of country requires a currency exchange, volunteers will be reimbursed based on the exchange rate at the time of currency conversion.
8. The use of car-pooling shall be encouraged and facilitated whenever possible.
9. Any expenses other than meals, mileage and meter parking must be substantiated with receipts.
 - 9.1 If expenses are for family care the maximum rate to be reimbursed would not exceed minimum wage for the time, including travel time, specific to the meeting.
10. Reimbursement of mileage and private dwelling accommodation shall be according to current provincial government rates. Reimbursement of meals is at rates set by the Board.
 - 10.1 Meals pertinent to meeting times and travel specific to the meeting shall be reimbursed. Those living in the centre where the meeting takes place will have group meals covered.
 - 10.2 SaskCulture will reimburse actual parking and taxi costs, incurred by the volunteer, substantiated by receipts. Parking meter costs will be reimbursed at a rate of \$2/hour to a maximum of \$20/day.
 - 10.3 For accessibility purposes, volunteers may request to be reimbursed the actual costs of transportation, substantiated by receipts. The written exemption request will be made at the beginning of the term, approved by the Board Chair or Committee Chair and will apply for the duration of the term, unless specified in the request.
 - 10.4 Advance payment of mileage only can be approved prior to the expenses being incurred. Mileage expense claims are to be in SaskCulture's office 10 working days prior to the meeting. Cheques will be available at the start of the meeting.
11. In cases where volunteers use a portion of their SaskCulture meeting time for their work with other organizations, or for attendance at an event of personal interest, that volunteers travel and accommodation costs shall be apportioned appropriately.
12. In cases where a registration fee is required and a SaskCulture volunteer is attending, SaskCulture will pay the registration fee directly. If circumstances prevent the volunteer from attending and notice is not received from the volunteer enabling SaskCulture to arrange an alternate, or if the notice does not fall within the reimbursement timeframe, the volunteer will be responsible for the registration charges. Extenuating circumstances will be considered by the Board Chair or Committee Chair.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Annual Board Planning Cycle And Agenda Control	Number: GP-8
Policy Type:	Governance Process	Date Approved: April 2000 Latest Revision: March 2020

To accomplish its job products with a governance style consistent with Board policies, the Board will follow an annual agenda which (a) completes a re-exploration of Ends policies annually and (b) continually improves Board performance through Board education and enriched input and deliberation.

1. The Board shall maintain control of its own agenda by developing each year within the first two months of the new cycle, an annual schedule which includes, but is not limited to:
 - 1.1 Considered review of the Ends in a timely fashion which allows the CEO to build a budget annually
 - 1.2 Consultations with selected groups in the ownership, or other methods of gaining ownership input, prior to the above review
 - 1.3 Scheduled time for education related to ends determination (for example, presentations relating to the external environment, demographic information, exploration of future perspectives which may have implications, presentations by advocacy groups, and staff)
 - 1.4 Scheduled time for monitoring of the Board's own compliance with its Governance Process policies, and for review of the policies themselves
 - 1.5 Scheduled time for monitoring compliance by the CEO with Executive Limitations and Ends policies, and for review of the policies themselves. Monitoring reports will be provided and read in advance of the Board Meeting, and discussion will occur only if reports show policy violations, if reports do not provide sufficient information for the Board to make a determination regarding compliance, or if policy criteria are to be debated
 - 1.6 Scheduled time for education about the process of governance, including orientation of new Directors
2. The sequence derived from this process for the Board planning year ending in June is as follows:
 - 2.1. Mid-June – Annual General Meeting.
 - 2.2. Early September – Board orientation with sessions on Policy Governance, teamwork, and training on Culture Section of the Sask Lotteries Trust Fund. Will also include short business meeting, beginning of committee appointments and finalization of board's own meeting/linkage plan.
 - 2.3. Late October/early November – Business meeting plus ownership linkage with pertinent organizations, planning meeting or potential gathering.
 - 2.4. Late November/early December – Business meeting and ownership linkage with pertinent organizations as required.

- 2.5. Late January/early February – Full board spending plan meeting and ownership linkage with pertinent organizations if required.
 - 2.6. Mid/late March – Business meeting. Agenda will include approval of spending plan for Culture Section of the Trust, SaskCulture budget, and annual Ends Monitoring Report.
 - 2.7. Mid/late May – Business meeting. Agenda will include audit, nominations, as well as the board’s annual self-evaluation and draft meeting/linkage plan for the new board.
 - 2.8. Where appropriate, or necessary, a conference call or video-conference will be utilized to conduct a board meeting
3. Ongoing Meetings:
- In addition, the Board will annually determine a set of priorities that provide opportunities/means to link with the ownership for the purpose of being informed on issues that impact the Ends. These opportunities are set as required and should include:
- 3.1. Communities of Interest: Meetings with Communities of Interest mechanisms or, if appropriate, a group of COIs, a minimum of every three years.
 - 3.2. Partners: Board-to-Board meetings, either full board or smaller board teams with those organizations that we partner or contract with to discuss shared outcomes if required. Where possible these meetings will be scheduled in conjunction with regular board business.
 - 3.3. External Representation of SaskCulture at other conferences/events: for profile and to connect with broader public policy. The events being focused on will change from year to year based on Ends priorities. Fiscal and time costs will also have to be considered when determining which events board members will attend. SaskCulture usually have staff members at each of these.
 - 3.4. Membership Events - The priorities for membership events will be as follows:
 - Those where multiple members are involved.
 - Those where a major announcement is taking place.
 - Those where others that SaskCulture should connect with are in attendance (i.e. government officials).
 - Those where the organization is facing some challenges or seems to be disconnected from our cultural network.

Staff will evaluate the profile of the membership event as a means of setting priorities. As events are identified, information will be provided to the Board. When the office receives an invitation to an event that is not prioritized, that information will be provided to the Board members in that locale and Board members can attend if they wish. In those cases where Board members are not requested to attend in an official capacity, the Board member would not expect to be reimbursed for any incurred costs.
 - 3.5. Community Outreach during Culture Days.
4. Creative Kids Canada charity: With responsibility for this independent charity the Board, in its role as the Board of the CKC, will set aside a portion of time to provide oversight to the charity as follows:
- 4.1. Time on the orientation agenda to ensure familiarity with the work of the charity.
 - 4.2. A minimum of two times per year for business meetings of the charity in conjunction with regularly scheduled Board meetings; and

- 4.3. An annual meeting of the charity in June of each year.
5. The work of the board is to prepare for, attend and actively participate in board meetings.
6. Based on the outline of the annual schedule, the board delegates to the Chair the authority to fill in the details of the meeting content. The detailed agenda shall be prepared jointly by the Board Chair and the CEO. Potential agenda items shall be carefully screened to ensure that they relate to the Board's job description, rather than simply reviewing staff activities. Screening questions shall include:
 - 6.1. Clarification as to whether the issue clearly belongs to the Board or the CEO.
 - 6.2. Identification of what category an issue relates to - Ends, Executive Limitations, Governance Process, Board-Executive Linkage.
 - 6.3. Review of what the Board has already said in this category, and how the current issue is related.
7. Throughout the year, the Board will attend to Consent Agenda items as expeditiously as possible. When an item is brought to the Board via the Consent Agenda, provided that compliance with all of the criteria in Executive Limitations has been demonstrated, the Board will not discuss the item prior to approval. An exception will be made only if a majority of the Board votes to remove the item from the Consent Agenda for discussion.
8. Following an in-camera session the Board will provide any direction, information, work, and motions that were made, as well as any necessary qualifications, for inclusion in the formal minutes of the meeting.
9. Electronic Votes: In extraordinary circumstances, as determined by the CEO in consultation with the Chair, the Board may vote on a motion via email. In such circumstances the following process will be followed:
 - 9.1. The motion and any necessary background information will be sent from the CEO to the full Board via email.
 - 9.2. Board members will vote using reply all, indicating yes or no to the proposed motion. The CEO will track responses.
 - 9.3. The timeline to respond will be determined by the CEO, in consultation with the Chair, based on the time sensitivity of the issue and will be clearly stated in the email.
 - 9.4. A motion will require fifty percent plus one Board member responses to pass.
 - 9.5. All votes completed by email will be ratified at the next meeting of the Board and will be recorded in the minutes of that meeting.
 - 9.6. If it is determined that extensive discussion is needed concerning the motion the Chair will request the Board come together by teleconference.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Code of Ethics and Conduct	Number:	GP-9
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	June 2016

The objective of the SaskCulture Board of Directors' Code of Ethics and Conduct is to promote a climate of integrity within the organization and to assist individual Board members who may be called upon to make decisions of an ethical nature.

Directors shall:

1. Act at all times in the best interest of SaskCulture. In all decisions made by directors of the Board, the well-being of SaskCulture shall supersede personal or affiliate interests.
2. Embrace and demonstrate a culture of mutual respect amongst all directors and staff in activities including meetings and events.
3. Act and be seen to act in an ethical manner. Ethics are based on the underlying values of integrity, honesty, fairness, respect, loyalty, cooperation and accountability.
4. Comply with the SaskCulture conflict of interest policy; including regular disclosure of all perceived, actual or potential conflicts of interest (see GP-11 Conflict of Interest Policy).
5. Not use their affiliation with SaskCulture to benefit their personal interest or that of a third party.
6. Not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
 - 6.1 When interacting with the CEO or with staff, directors shall recognize the lack of authority vested in individuals, except when explicitly Board-authorized.
 - 6.2 When interacting with the public, media or other entities, directors shall recognize the same limitation and the inability of any director(s) to speak for the Board, except when explicitly Board authorized.
 - 6.3 To express concerns about the CEO or staff performance outside official policy (BC-3 & 5).
 - 6.4 When approached by an employee bypassing management, directors shall advise employees to first utilize reporting lines within management to bring their concerns to the Board.
7. Directors will respect the confidentiality appropriate to issues of a sensitive nature.
8. Directors shall be familiar with the incorporating documents, by-laws, regulations, and policies of the organization as well as the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.
9. Directors shall be properly prepared for Board deliberation.

10. Directors shall take part in educational activities which will assist them in carrying out their responsibilities (GP-12).
11. Directors shall attend meetings on a regular and punctual basis. Absence of a director from more than sixty percent (60%) of regular Board meetings and commitments without satisfactory justification shall be cause for a request for resignation.
12. Directors who may have objections to the behaviour of another Board member may address such issues privately with that director before taking the issue to the Chair who shall then privately attempt to resolve the issue. If the issue remains unresolved, the Chair will refer the matter to the 'Officers' for a discussion and resolution.
 - 12.1 If the issue is not resolved the Board member in question would follow the Harassment and Grievances policy and process in place for SaskCulture.
13. Any individual director with concerns about the code of ethics and conduct of the Board or a member of the Board, may at any time bring the issue forward to the entire Board for discussion and resolution.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Conflict of Interest	Number:	GP-10
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	June 2017

A conflict of interest occurs when a Director attempts to promote a private or personal interest, which results in an interference with the objective exercise of his/her responsibilities with the organization or a gain or advantage by virtue of his/her position with the organization. Conflicts of interest may be real, potential, or perceived. Directors shall avoid conflict of interest with respect to their fiduciary responsibility. The underlying purpose of this policy is to create transparency in the decision making process.

1. There must be no self-dealing or any conduct of private business or personal services between any Director and the organization, except as procedurally controlled to assure openness, competitive opportunity, and equal access to otherwise “inside” information.
2. If a director cannot act in the interests of SaskCulture without acting against the interests of another organization of which they are a director, then they should resign from one of the organizations.
3. When the Board is to decide upon an issue, about which a Director has a conflict of interest, that Director shall absent herself or himself without comment from not only the vote, but also from the deliberation.
4. Directors must not use their position to obtain employment in the organization for themselves, family members, or close associates. Should a Director desire employment, he or she must first resign.
5. Directors will annually disclose and update on an ongoing basis their involvements with other organizations, with vendors, or any associations which might produce a conflict.
6. In situations where a conflict is perceived to exist by others, if the individual Director does not perceive a conflict, the vote of the Board shall be decisive.
7. No Director shall accept any gift or service which could be viewed as payment for services rendered through his/her position. Gifts which are the normal exchange between friends, the normal exchange of hospitality between persons doing business together, or tokens exchanged as part of protocol are acceptable.
8. Individuals who exercise regulatory, inspectionary and/or discretionary control over others must not give or appear to give preferential treatment to family members, friends, current or former business associates or any organization that they are presently or were formally associated with.
9. Directors shall manage their private affairs so that neither they nor their relatives, friends, current or former business associates benefit or appear to benefit from information not available to the public.
10. Directors shall not be:
 - 10.1 Board members or employees of voting member Boards;

10.2 On a Board, with the exception of SaskCulture, that receives major operating funding directly from Sask Lotteries Trust Fund;

10.3 Employed by a government agency or branch whose work involves policies or programs directly aligned with the distribution of Sask Lotteries Trust Funds for Sport, Culture and Recreation or employed by an agency that receives funds directly from the ministry that has oversight for the Sask Lotteries Trust Fund for Sport, Culture and Recreation; or

10.4 Applicants to SaskCulture for any program grants on behalf of any cultural organization or community.

11. Directors shall not be employed by a government agency or branch whose work involves policies or programs directly aligned with the distribution of Sask Lotteries Trust Funds for Sport, Culture and Recreation or employed by an agency that receives funds directly from the ministry that has oversight for the Sask Lotteries Trust Fund for Sport, Culture and Recreation.

12. In situations where more than one member of an immediate family* is interested in serving on the Board, only one member would be eligible to be a director due to the perceived conflict of interest.

13. A Director who abstains from participation due to conflict of interest is still included in determining quorum.

14. The minutes must record all declarations of conflict of interest.

* Immediate family includes, spouse (definition is not necessarily confined to the legal definition), or the parent, grandparent, child, brother or sister, niece/nephew or grandchild of the director or the director's spouse.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Investment in Governance	Number:	GP-11
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	December 2019

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

1. The Board recognizes that continual updating of skills and awareness of new issues are vital to a Director's contribution to the Board. Therefore, it is expected that:
 - 1.1 New Directors shall receive a complete orientation to ensure familiarity with cultural issues, the organization's structure and issues, and the Board's process of governance
 - 1.2 Candidates for Board of Directors shall be provided with information that clearly outlines the role of the Board, the necessary qualifications and the Board's expectations of Directors
 - 1.3 Directors shall have ongoing opportunity for continued training and education to enhance their governance capabilities.
2. Outside monitoring assistance will be arranged so that the Board can exercise sufficient control over organizational performance. This includes, but is not limited to fiscal audit.
3. The Board will establish governance process policies and a governance action plan which will serve as measurable standards against which the Board's performance can be evaluated.
 - 3.1 Under the leadership of the chairperson, at least annually the Board will conduct a self-evaluation. As a result of this evaluation, the Board will include in its governance action plan specific goals and objectives for improvement of identified areas.
 - 3.2 The Board will monitor its adherence to its own Governance Process policies regularly. Upon the choice of the Board, any policy can be monitored at any time. However, at minimum, the Board will both review the policies, and monitor its own adherence to them, according to the following schedule:

Policy		Frequency: Review Policy & Monitor Compliance	Meeting
GP-1	Governance Commitment	Every in-person meeting	Ongoing
GP-2	Board Values	Annual	September
GP-3	Governing Style (including orientation)	Every in-person meeting	Ongoing
GP-4	Board Job Contributions	Twice per year	September & May
GP-5	Officers Role	Twice per year	December & May
GP-6	Board Committee Principles and Structure	Annual	September
GP-7	Board and Committee Expenses	Annual	September
GP-8	Board Planning Cycle and Agenda Control	Every in-person meeting	Ongoing
GP-9	Code of Ethics and Conduct	Twice per year	December & May
GP-10	Conflict of Interest	Twice per year	September & May
GP-11	Investment in Governance	Twice per year	December & June
GP-12	Board Linkage with Ownership	Annual	March
GP-13	Board Linkage with Other Organizations	Annual	March
GP-14	Membership	Annual	March
GP-15	Governance Succession	Annual	December
GP-16	Communities of Interest	Annual	December

Note: Monitor for compliance will not be conducted as part of Board conference calls.

Quick reference:

September	December	March	May	June/AGM
GP-1	GP-1	GP-1	GP-1	GP-1
GP-2	GP-3	GP-3	GP-3	GP-3
GP-3	GP-5	GP-8	GP-4	GP-8
GP-4	GP-8	GP-12	GP-5	GP-11
GP-6	GP-9	GP-13	GP-8	
GP-7	GP-11	GP-14	GP-9	
GP-8	GP-15		GP-10	
GP-10	GP-16			

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board Linkage with Ownership	Number:	GP-12
Policy Type:	Governance Process	Date Approved:	February 2000
		Latest Revision:	

1. The “owners” of SaskCulture are defined as the people of Saskatchewan. The Board shall be accountable for the organization to its owners as a whole. The Board shall act on behalf of the owners as a whole, rather than being advocates for specific geographic areas or interest groups.
2. When making governance decisions, Directors shall maintain a distinction between their personal interests as “customers” of the organization’s services, and their obligation to speak for others as a representative of the “owners” as a whole. As representatives of the owners, Directors are obligated to identify and know what the owners want and need.
3. The Board shall gather data in a way that reflects the diversity of the ownership. It shall meet with, gather input from, and otherwise interact with the broad base of communities, and acknowledge diversity. It shall recognize that diversity assures a broad base of wisdom, and shall seek to make decisions considering that input.
4. Collection of input from the community may be accomplished through a variety of methods, including, but not limited to, community meetings, surveys, and community advisory committees.
5. The Board’s dealings with the media shall be directed through the Board Chair or the CEO.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board Linkage with Other Organizations	Number:	GP-13
Policy Type:	Governance Process	Date Approved:	February 2000
		Latest Revision:	March 2014

The Board shall ensure that SaskCulture’s interests are represented to governments and other relevant agencies. The Board shall identify other organizations with which it requires good working relationships in order to share and enhance its role as “owner representative” in determining the most appropriate Ends.

1. Relationships With Other Organizations

- 1.1 The Board shall establish mechanisms for maintaining open communication with other organizations regarding Ends. Such mechanisms may include, but are not limited to:
 - 1.1.1 Inviting representatives of the Boards of those organizations to Board meetings
 - 1.1.2 Meeting jointly with other Boards on occasion

2. Appointments to External Policy or Advisory Committees

- 2.1 Upon request for SaskCulture appointments to external committees, the Board will assess whether such representation is appropriate within the Board’s stated policies and current priorities. If this assessment is positive, the Board will appoint appropriate representatives. Issues of confidentiality, information sharing and SaskCulture support shall be discussed and agreed upon by the committee’s chair, SaskCulture’s appointee, and SaskCulture’s CEO.
- 2.2 SaskCulture’s appointee shall provide information reports as appropriate, to be determined by the Board at the time of appointment.
- 2.3 Since the SaskCulture appointee is representing the Board, the appointee shall be kept informed of current Board policies that might affect deliberations of the Committee in question. Any representations made on behalf of the Board shall adhere to the stated policies of the Board. Any issues requiring the statement of a new policy position on the part of the Board shall be brought to the Board for decision.
- 2.4 The following Board appointments are made annually to Sask Lotteries Trust Fund for Sport, Culture and Recreation within the framework of GP-14, Point 2:
 - i. **Trust Committee** – Past Chair, with Chair as alternate.
 - ii. **Community Funding Committee (Community Grant Program & Community Development Fund)** – 2 appointments with a municipal perspective, with at least one person being a SaskCulture Board member. Candidates should be available for work-week evening meetings in Regina of 1 – 2 hours.

iii. **Strategic Committee for Sport Culture & Recreation Districts** – 1 Board member.

2.5 From time to time there may be external Policy or Advisory Committees struck that will require Board representation for a specific action over a specified time-period. In such cases appointees will be subject to the points contained in this policy and shall be listed following this point in GP-14 for the duration of the assignment.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Membership	Number:	GP-14
Policy Type:	Governance Process	Date Approved:	April 2000
		Latest Revision:	June 2014

SaskCulture is comprised of community based organizations and individuals who have joined together voluntarily to further the course of culture.

Membership shall be open to all partnerships, corporations, cooperatives, unions, professional associations, organizations and individuals that support the principles and values of SaskCulture Inc.

As defined in the Constitution, there are three classes of membership in SaskCulture.

I. Voting Membership

Voting membership is open to:

1. Organizations:
 - 1.1 that offer provincial program delivery;
 - 1.2 that meet the performance criteria of SaskCulture's Cultural Policy as amended from time to time; and
 - 1.3 shall be one of the following:
 - 1.3.1 non-profit corporations or co-operatives that have primarily cultural objectives;
 - 1.3.2 unions and professional associations that have primarily cultural objectives;
 - 1.3.3 Boards, agencies or corporations, with primarily cultural objectives, that exist by specific legislation and are arms-length from government.
2. Districts for Sport, Culture and Recreation:
 - 2.1. that are non-profit organizations recognized by the Sask Lotteries Trust Fund for Sport, Culture and Recreation; and
 - 2.2. that facilitate the delivery of cultural activities, as well as sport and recreation, in communities throughout Saskatchewan.
3. Applicants for voting membership must endorse SaskCulture Inc.'s Principles and Values.
4. Applicants for voting membership must provide the following documents along with their payment and application form:
 - 4.1 Constitution or Act of Legislation or other documentation that explains the organization's mandate;
 - 4.2 Membership list or constituency that organization serves; and
 - 4.3 List of programs/services and their location.
5. Applicants for voting membership must demonstrate that the organization:
 - 5.1 Has an established presence throughout the province or is a District for Sport, Culture and Recreation;
 - 5.2 Has a unique cultural mandate and contributes to the course of Saskatchewan's culture as a whole;
 - 5.3 Has programs reflective of that unique mandate;
 - 5.4 Adds value to the cultural experience – that it is not a consumer, but rather a producer of culture;
 - 5.5 Has an effective communication network;

- 5.6 Provides programs/services to people who experience barriers to participating in cultural activity; and
- 5.7 Has a commitment to volunteer and/or community involvement.

- 6. Only Voting Members who have paid the applicable annual membership fee for that year shall be entitled to vote at all meetings of the Members.

II. Non-Voting Membership

Non-voting membership is open to:

- 7. Organizations or corporations:
 - 7.1. that have primarily cultural objectives; and/or
 - 7.2. that contribute to the course of Saskatchewan's culture; and
 - 7.3. that have a commitment to the development and involvement of volunteers and/or communities.
- 8. Individuals that endorse the principles and values of SaskCulture.
- 9. Organizational and individual applicants for non-voting membership must endorse SaskCulture Inc.'s Principles and Values.
- 10. Organizational applicants for non-voting membership must provide the following documents along with their payment and application form:
 - 10.1 Constitution, Act of Legislation or other documentation that explains the organization's mandate;
 - 10.2 Membership list or constituency that organization serves; and
 - 10.3 List of programs/services and their locations.
- 11. Organizational applicants for non-voting membership must demonstrate that the organization:
 - 11.1 Has primarily cultural objectives and/or contributes to the course of Saskatchewan's culture; and
 - 11.2 Has a commitment to volunteer and/or community involvement.

III. Honourary Lifetime Members

- 12. The Board of Directors may confer Honourary Lifetime Membership upon individuals who have had a significant impact on the work of SaskCulture. Honourary Lifetime Members shall be non-voting and exempt from the payment of membership fees.
- 13. Honourary Lifetime Membership is open to individuals that:
 - 13.1 Have made an extraordinary contribution to culture in Saskatchewan;
 - 13.2 Have met the majority of the performance criteria of SaskCulture's Cultural Policy as amended from time to time;
 - 13.3 Embody SaskCulture Inc.'s Principles and Values;
 - 13.4 Are not in a conflict of interest with SaskCulture at the time of appointment; and
 - 13.5 Upon completion of the nomination process.

Approval of Membership

- 14. The Board shall approve membership, excluding Honourary Lifetime Members, via the Consent Agenda, after receiving from the CEO assurance that the applicant meets the criteria in this policy.

Membership Fees

- 15. Membership fees shall be set by the Board.
- 16. A member that is sixty (60) days in arrears of payment of annual membership fees shall automatically be suspended as a member.

17. A membership that has been suspended for two (2) consecutive years shall be required to submit all application documents along with payment for approval by the Board.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Governance Succession	Number: GP-15
Policy Type:	Governance Process	Date Approved: April 2000 Latest Revision: June 2017

In keeping with the Board's commitment to excellence in governance, the Board shall strive to solicit from the membership candidates for positions on the Board who have characteristics which will enable them to govern, not to manage, the organization. These characteristics include:

1. General Criteria
 - 1.1 Commitment to linking with the ownership. Understanding that they stand in for an ownership of diverse people; willing to actively seek to access and understand that diversity
 - 1.2 Commitment to the ongoing development of cultural literacy
 - 1.3 Ability and willingness to deal with vision and the long term, rather than day-to-day details
 - 1.4 Interest in and capability to discuss the values underlying the actions taken in the organization, and to govern through the broader formulations of these values
 - 1.5 Willingness to delegate the implementation of values to others
 - 1.6 Ability and willingness to participate assertively in deliberation, while respecting the opinions of others
 - 1.7 Willingness and commitment to honour Board decisions once they are made
 - 1.8 Commitment not to make judgements in the absence of previously stated criteria
 - 1.9 Ability to start and end every analysis and evaluation with the standard of what is right
 - 1.10 Willingness to serve as part of the Creative Kids Canada (CKC) charity for which SaskCulture is responsible
 - i. In serving as the Board for CKC, the Board of SaskCulture is responsible for oversight and leadership, not fundraising
2. Community of Interest Specific Criteria
 - 2.1 Arts
 - Demonstrated interest, experience and knowledge of the arts and the broader cultural community
 - Demonstrated knowledge and respect for the diversity of the arts
 - Knowledge of current issues facing the arts
 - Willingness to expand his / her knowledge of the arts
 - 2.2 First Nations
 - Demonstrated interest, experience and knowledge of First Nations and the broader cultural community

- Demonstrated knowledge and respect for the diversity of First Nations
- Knowledge of current issues facing First Nations
- Willingness to expand his / her knowledge of First Nations

2.3 Métis Nation

- Demonstrated interest, experience and knowledge of Métis communities and the broader cultural community
- Demonstrated knowledge and respect for the diversity of Métis communities
- Knowledge of current issues facing Métis communities
- Willingness to expand his / her knowledge of Métis communities

2.4 Multiculturalism

- Demonstrated interest, experience and knowledge of the multicultural community and the broader cultural community
- Demonstrated knowledge and respect for the multicultural diversity of Saskatchewan society
- Knowledge of current issues facing the multicultural community
- Willingness to expand his / her knowledge of multiculturalism
- Adherence to the values outlined in the Saskatchewan Multicultural Act (1997)

2.4 Heritage

- Demonstrated interest, experience and knowledge of heritage and the broader cultural community
 - Demonstrated knowledge and respect for the diversity within the heritage community
 - Knowledge of current issues facing heritage
 - Willingness to expand his / her knowledge of heritage
- For these purposes, heritage is defined as our social and natural inheritance: the objects, ideas, places, and traditions of intrinsic value which have shaped our present and will guide our future

2.5 Cultural Industries

- Demonstrated interest, experience and knowledge of cultural industries and the broader cultural community
- Demonstrated knowledge and respect for the diversity within cultural industries
- Knowledge of current issues facing cultural industries
- Demonstrated community involvement in a leadership capacity in the advancement of cultural industries in Saskatchewan

2.6 Member at Large

- Broad interest, experience and knowledge in the cultural community
- Demonstrated knowledge and respect for the diversity within the cultural community as a whole
- Cross disciplinary experience
- Knowledge of current issues in the cultural community
- Board experience in the non-profit community

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	General Executive Constraint	Number:	EL-1
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	June 2017

The CEO shall not cause or allow any practice, activity, decision or organizational circumstance which is either imprudent, illegal, or in violation of commonly accepted business and professional ethics

Further, without limiting the scope of the above statement by the following, the CEO shall not:

1. Allow the organization to operate outside the framework of the Governance Process policies applicable to the Board.
 - 1.1. Fail to ensure that staff and staff committees follow the same policies.
 - 1.2. Fail to ensure that the Creative Kids Canada charity adhere to the same policies.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Treatment of Consumers	Number: EL-2
Policy Type:	Executive Limitations	Date Approved: April 2000 Latest Revision: June 2014

With respect to interactions with consumers, or those applying to be consumers, the CEO shall not cause or allow conditions, procedures or decisions which are unsafe, disrespectful, undignified, unnecessarily intrusive, or which fail to provide adequate confidentiality and privacy.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Use application forms or procedures that elicit information for which there is no clear necessity
2. Use methods of collecting, reviewing, storing or transmitting client information that fail to protect against improper access to the information elicited
3. Fail to establish with consumers a clear understanding of what may be expected and what may not be expected from the service offered
4. Fail to inform consumers of this policy, or to provide a grievance process to those consumers who believe that they have not been accorded a reasonable interpretation of their protections under this policy
5. Fail to inform, assist, and advise eligible cultural groups with regards to access and accountability procedures for Sask Lotteries Trust Fund for Sport, Culture and Recreation
6. Fail to provide for arms length adjudication
7. Permit staff to adjudicate funds granted to the cultural community
8. Fail to have a Harassment and Grievance policy and procedure in place that is reflective of current legislation.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Treatment of Staff	Number:	EL-3
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	February 2006

The CEO shall not cause or allow working conditions for staff or volunteers which are unfair, undignified, unsafe, or which violate human rights and any pertinent legislation.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Operate without written personnel policies and procedures which at minimum clarify expectations and working conditions for staff, provide for effective handling of grievances, and protect against wrongful conditions.
 - 1.1 Fail to ensure policies and procedures are in place to address workplace harassment
 - 1.2 Fail to ensure that staff are informed of the performance standards by which they will be assessed
2. Discriminate against any staff member for expressing an ethical dissent.
3. Prevent staff from appealing to the Board when:
 - 3.1 Internal grievance procedures have been exhausted
 - 3.2 The employee alleges either (i) that Board policy has been violated to his or her detriment, or (ii) that Board policy does not adequately protect his or her human rights
4. Fail to ensure that there is an effective staff education and development process in place.
5. Fail to foster an environment in which there are effective working relationships.
6. Fail to acquaint staff with their rights under this policy.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Budgeting	Number:	EL-4
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	February 2007

With respect to SaskCulture's operations plan, budgeting for any fiscal year or the remaining part of any fiscal year shall not deviate materially from Board's Ends priorities in allocation of resources, risk fiscal jeopardy or fail to be derived from a multi-year plan.

Further, without limiting the scope of the above statement by the following list, the CEO shall not cause or allow budgeting which:

1. Plans the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period including an existing surplus, subject to point 3 below.
2. Contains too little information to enable credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
3. Allows the working capital to drop below a safety reserve of less than 10 % of the global trust grant received in that fiscal year.
4. Neglects to provide sufficient funds as determined annually by the Board for the Board's direct use during the year, such as costs of fiscal audit, professional fees, Board development, as well as Board and committee meetings.
5. Compromises funding amounts as adjudicated by the appropriate arms-length mechanism administered through SaskCulture.
6. Endangers the fiscal soundness of future years or ignores the building of organizational capability sufficient to achieve ends in future years.
7. Allows the organization's accumulated surplus to drop below 25% of the operational budget.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Management of the Culture Section of the Trust	Number:	EL-5
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	June 2018

The CEO shall not fail to ensure that distribution of funds from the Culture Section of the Sask Lotteries Trust Fund for Sport, Culture and Recreation is carried out in a fair and equitable manner, consistent with relevant government, Trust, and SaskCulture policy, as well as Board identified performance criteria.

Further, without limiting the scope of the above statement, the CEO shall not:

1. Fail to appropriately communicate information about what funding is available.
2. Fail to ensure that officers and directors' liability and bonding insurance is provided to eligible organizations at no administrative cost to them.
3. Fail to establish and appropriately communicate to potential applicants an administrative process for the acceptance and review of grants.
4. Fail to ensure that the process used for selection of grant recipients is fair, unbiased, transparent, accountable, and at arms-length from the Board and staff of SaskCulture.
 - 4.1 Fail to ensure that grants distributed under the Culture Section of the Trust are adjudicated by an arms-length peer assessment panel.
 - 4.1.1 In cases where grant programs are delivered through a contract with an external agency, the terms of the contract between SaskCulture and that agency must ensure this principle is adhered to.
 - 4.2 Fail to ensure that guidelines are established for all adjudicators/peer assessors which address their eligibility; provides for both continuity and rational turn-over of peer assessment panels; clearly specifies the panel's product; clarifies authority, expectations and time commitments; and provides the necessary operational procedures.
 - 4.3 Fail to ensure that adjudication mechanisms consider applications for funding in accordance with any policies and criteria established by the SaskCulture Board and Sask Lotteries Trust Fund.
5. Fail to require all recipients of funding to submit required follow-up materials.
6. Fail to ensure that any unused funds, or inappropriately spent funds, are returned to the Culture Section of Sask Lotteries Trust Fund.
7. Fail to ensure that the spending plan for any fiscal year, or the remaining part of any fiscal year, not deviate materially from the Board's Ends priorities in allocation of resources, risk fiscal jeopardy or compromise SaskCulture's responsibilities as manager for the CST. This includes:
 - 7.1 Not planning the expenditure in any fiscal year of more funds than are available for that period;

- 7.2 Allowing for an appropriate amount of the CST's annual proceeds to be allocated to Global Functions within SaskCulture as per the Spending Plan process;
- 7.3 Not allowing CST reserves to drop below the annual safety reserve of the CST as determined through the annual budget setting process of Sask Lotteries Trust Fund for Sport, Culture and Recreation;
- 7.4 Not allowing an allocation, to SaskCulture operations, of more than 20% of the budgeted revenue within the Culture Section of the Sask Lotteries Trust Fund for the Trust fiscal period being budgeted for;
- 7.5 Ensuring that at least 60% of SaskCulture's previous year's annual operating budget is set aside for SaskCulture's annual operations in the Spending Plan process unless SaskCulture's role as a global organization changes significantly; and
- 7.6 Not violating the requirements defined in the current lottery agreement.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Financial Condition	Number:	EL-6
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	January 2011

With respect to the actual, ongoing condition of the organization's financial health, the CEO shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board priorities established in *Ends* policies.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Indebt the organization in an amount greater than can be repaid by certain, otherwise unencumbered revenue, within 60 days.
2. Use any long-term reserves.
3. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain, otherwise unencumbered revenues within 30 days.
4. Fail to settle payroll and debts in a timely manner.
5. Allow the collection of accounts receivable to be undertaken in an untimely manner.
6. Allow tax payments or other government ordered payments or filings to be overdue or inaccurately filed.
7. Fail to follow accountability requirements of the Sask Lotteries Trust Fund for Sport, Culture and Recreation, the Non-Profit Corporations Act of Saskatchewan or other relevant legislation.
8. Fail to maintain internal controls to ensure the reliability, accuracy and adequacy of financial recording.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Asset Protection	Number:	EL-7
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	September 2011

The CEO shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Fail to insure against theft, fire and casualty losses to at least replacement value minus the deductible amount, and against liability losses to Directors, staff or the organization itself in an amount greater than the average for comparable organizations.
2. Allow unbonded personnel access to material amounts of funds.
3. Cause or allow organizational offices and equipment to be subjected to improper wear and tear or insufficient maintenance.
4. Unreasonably expose the organization, its Board or staff to claims of liability.
5. Make any capital asset purchase of greater than budget.
6. Make any purchase:
 - 6.1 Wherein normally prudent protection has not been given against conflict of interest
 - 6.2 Of over \$5,000 without having obtained comparative prices and quality
 - 6.3 Of over \$10,000 without a stringent method of assuring the balance of long term cost and quality
7. Fail to protect intellectual property, information and files from loss or significant damage, nor fail to ensure the security of the data.
8. Receive, process or disburse funds under controls which are insufficient to meet the Board-appointed auditor's standards.
9. Invest or hold operating capital in insecure instruments, including uninsured checking accounts and bonds of less than AA rating, or in non-interest bearing accounts except where necessary to facilitate ease in operational transactions
10. Acquire, encumber or dispose of real estate.
11. Fail to depreciate fixed assets over \$1,000 through a straight line method.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Compensation and Benefits	Number:	EL-8
Policy Type:	Executive Limitations	Date Approved:	April 2000
		Latest Revision:	March 2014

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the CEO shall not cause or allow jeopardy to fiscal integrity or public image.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Change his/her own compensation and benefits nor exceed a limit of \$5,000 on any one professional development/training or out-of province travel event without authorization of the Chair.
2. Establish current compensation and benefits which:
 - 2.1 Deviate materially from the geographic or professional market for the skills employed
 - 2.2 Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses of revenue
 - 2.3 Are discriminatory
3. Establish or change pension benefits.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Emergency Executive Succession	Number: EL-10
Policy Type:	Executive Limitations	Date Approved: April 2000 Latest Revision: December 2000

In order to protect the Board from sudden loss of chief executive services, the CEO shall not have fewer than two other staff members familiar with Board and chief executive issues and processes.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Public Image	Number:	EL-11
Policy Type:	Executive Limitations	Date Approved:	February 2000
		Latest Revision:	

The CEO shall not endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of Ends.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Fail to establish an effective corporate communications and public relations strategy.
2. Permit presentations to be made to the media which inaccurately portray Board policy.
3. Permit other staff members or volunteers to make presentations to the media regarding Board policy unless specifically designated.
4. Fail to make available and easily accessible to the public information regarding Board decisions.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Information Management	Number:	EL-12
Policy Type:	Executive Limitations	Date Approved:	February 2000
		Latest Revision:	

The CEO shall not fail to develop and maintain an effective information management process which assists the organization in effectively carrying out and evaluating the Board's Ends.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Fail to maintain an up-to-date prioritized plan for necessary information systems enhancements or acquisitions.
2. Utilize information systems which are incompatible with relevant provincial systems.
3. Fail to evaluate the effectiveness and efficiency of information systems.
4. Fail to ensure that technical support for the system will be available when needed.
5. Fail to meet legislated requirements for records retention, confidentiality, and freedom of information.
6. Fail to ensure that back-up and recovery plans are designed, documented and tested.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Partnerships **Number:** EL-13
Policy Type: Executive Limitations **Date Approved:** February 2000
Latest Revision: September 2019

The CEO shall not fail to develop and maintain partnerships as appropriate to achieve the Board's Ends, and to maximize efficiency and effectiveness in the use of resources.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Fail to take the initiative in developing appropriate partnerships to achieve the Board's Ends.
2. Fail to obtain appropriate input from stakeholders to achieve the Board's Ends.
3. Develop collaborative relationships with organizations whose practices are incompatible with achievement of the Board's Ends.
4. Fail to ensure that the organization maintains an ongoing partnership with the Saskatchewan Arts Board that includes:
 - 4.1. An annual review of the impact and results of their shared programming;
 - 4.2. Regular communications between management and staff of the two agencies regarding areas of mutual interest and any possible joint concerns or initiatives; and
 - 4.3. Joint meetings between the Boards of the two organizations as required and at least every three years.
5. Fail to ensure that the Board of Directors works to strengthen the cultural community by enabling and encouraging dialogue based Communities of Interest (COI) mechanisms for the purpose of assisting SaskCulture in achieving its Ends. Each COI mechanism will facilitate dialogue within that COI, between SaskCulture and that COI, and between different COIs. COIs support community gaps and are based upon:
 - 5.1. Organizations that speak for a particular segment of the cultural community from a programming perspective; or
 - 5.2. Organizations that are demographically based and that are not well represented within the membership.
 - 5.3. Each Community of Interest is unique and SaskCulture will work with each of them in a unique way based on the following principles:
 - i. COIs must be inclusive of more than the membership of SaskCulture by including non-members that are part of that sub-sector as well as members;
 - ii. SaskCulture members are welcome to participate in one or more COIs, but are not obligated to participate in any of them;

- iii. SaskCulture may provide some level of financial support to each COI, with the support being negotiated organization to organization annually, or through the eligibility list for the Culture Section of the Trust every three years. Organizations receiving their funding through the Trust will be adjudicated through the regular ECO process.
- iv. The direct accountability for each COI to SaskCulture is through the CEO, or designated staff member, rather than the Board.
- v. COIs may be asked to recommend members to the SaskCulture Nominations committee.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Global Functions	Number:	EL-14
Policy Type:	Executive Limitations	Date Approved:	February 2001
		Latest Revision:	June 2014

The CEO shall not fail to ensure that approval of funds under the Global Functions Block managed by SaskCulture Inc. is carried out in a fair and equitable manner, consistent with relevant Trust and Board policy:

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

1. Fail to evaluate any situation in which Global Functions funding is required against the following criteria:
 - Systemic nature of the event/project
 - Strategic value of the event/project in enabling SaskCulture to support its cultural policy and make progress toward the organization's ends
 - Critical need being addressed will improve the provincial delivery and support mechanism in culture
 - Event/project will strengthen SaskCulture's Tri-global lottery and/or other partnership
2. Fail to provide to the Board for approval any requests for Global Function support in excess of \$ 5,000
3. Fail to inform the Board of any support provided through Global Functions in the amount of \$ 5,000 or less at the next possible meeting by way of the consent agenda.
4. Exceed a maximum of \$10,000 for approval under each consent agenda.
5. Fail to require recipients of Global Functions support to submit required follow-up documentation.
6. Fail to ensure that in cases where the support is for critical need in the system it must be to critical need within the membership of SaskCulture.
7. Fail to ensure that funds allocated from Global Functions that are not used in a specified time frame are returned to the Global Functions Fund for other uses. The time frame specified at the initiation of the project can be extended at the discretion of the CEO to allow a reasonable time frame for project completion. However, funds for projects not completed within the specified timeframe, original or extended, are to be returned to the Global Functions Fund for reallocation. The CEO will report returns to the fund as part of the consent agenda at the next Board meeting.

the Board with a listing of any funds allocated from this fund on an annual basis but that listing will not include the names of the individuals that are funded.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Board-CEO Relationship	Number:	BC-1
Policy Type:	Board-CEO Relationship	Date Approved:	April 2000
		Latest Revision:	June 2017

The Board's sole official connection to the operational organization, and the Creative Kids Canada charity for which it has responsibility, for their achievements and conduct will be through the Chief Executive Officer.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Unity of Control	Number:	BC-2
Policy Type:	Board-CEO Relationship	Date Approved:	April 2000
		Latest Revision:	

Only officially passed motions of the Board are binding on the CEO.

Accordingly:

1. Decisions or instructions of individual Directors, officers, or committees are not binding on the CEO except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of Directors or committees requesting information or assistance without Board authorization, the CEO can refuse such requests that require, in the CEO's opinion, a material amount of staff time or funds or is disruptive.
3. Only the Board acting as a body can employ, terminate, discipline, or change the conditions of employment of the CEO.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Accountability of the CEO	Number:	BC-3
Policy Type:	Board-CEO Relationship	Date Approved:	April 2000
		Latest Revision:	

The CEO is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO.

Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the CEO.
2. The Board will refrain from evaluating, either formally or informally, any staff other than the CEO.
3. The Board will view CEO performance as identical to organizational performance, so that organizational accomplishment of Board stated Ends and compliance with Executive Limitations will be viewed as successful CEO performance. Therefore the CEO's job contributions shall be accomplishment of the Ends while maintaining compliance with the Executive Limitations.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name: Delegation to the Chief Executive Officer **Number:** BC-4
Policy Type: Board-CEO Relationship **Date Approved:** April 2000
Latest Revision:

The Board will instruct the CEO through written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies.

Accordingly:

1. The Board will develop policies instructing the CEO to achieve certain results, for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
2. The Board will develop policies which limit the latitude the CEO may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies.
3. As long as the CEO uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO. But as long as any particular policy is in place, the Board will respect and support the CEO's choices. This does not prevent the Board from obtaining information from the CEO about the delegated areas, except for individual client-identified data.
5. When the Board increases the level of detail of a policy, it does not limit the CEO from making any reasonable interpretation of the broader policy, so long as the interpretation includes the further detail. Consequently, monitoring data for subordinate level policies does not necessarily fully prove compliance with the policy from which it flows.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Monitoring Executive Performance	Number:	BC-5
Policy Type:	Board-CEO Relationship	Date Approved:	April 2000
		Latest Revision:	December 2019

Systematic and rigorous monitoring of CEO job performance will be solely against the only expected CEO job outputs: organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations.

1. The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled. Only information which does this will be considered to be monitoring. Monitoring will be as automatic as possible, using a minimum of Board time so that meetings can be used to create the future rather than to review the past.
2. A given policy may be monitored in one or more of three ways:
 - 2.1 Internal report: Disclosure of performance data by the on Board-stated criteria that are sufficiently clear, unbiased, and representative to cause a Board majority to be confident that a reasonable interpretation of Board policy has been achieved.
 - 2.1.1 “Clear” means that the data is not submerged in unnecessary incidental information or worded unclearly.
 - 2.1.2 “Unbiased” means that the integrity of the data must be demonstrable.
 - 2.1.3 “Representative” means that data is provided to monitor the complete criterion, not just a part of it or a single implication of it.
 - 2.2 External report: Discovery of compliance information by an impartial, external auditor, inspector or judge who is selected by and reports directly to the Board. Such reports must assess executive performance only against policies of the Board, not those of the external party, unless the Board has previously indicated that party’s opinion to be the standard.
 - 2.3 Direct Board review: Discovery of compliance information by a Director, a committee or the Board as a whole. This is a Board inspection of documents, activities or circumstances directed by the Board which allows a “prudent person” test of policy compliance. Such an inspection is only undertaken at the instruction of the Board, and with the CEO’s knowledge.
3. In every case, the standard for compliance shall be any reasonable CEO interpretation of the Board policy being monitored.
4. Upon the choice of the Board, any policy can be monitored by any method at any time. For regular monitoring, however, each *Ends* and *Executive Limitations* policy will be classified by the Board according to frequency and method.
5. A formal evaluation of the CEO by the Board will occur annually, based on the achievement of the Board’s *Ends* Policies and non-violation of its *Executive Limitations* policies. This formal evaluation will be conducted as a summative evaluation of previous regular monitoring data.

Policy		Method	Frequency	Meeting
EL-1	General Executive Constraint	Internal Report	Annual	September
EL-2	Treatment of Consumers	Internal Report	Annual	December
EL-3	Treatment of Staff	Internal Report	Annual	December
EL-4	Budgeting	Direct Inspection	Quarterly	
		Internal Report	Bi-annual	September & March
		External Audit	Annual	May
EL-5	Spending Plan of the CST	Internal Report	Annual	June
EL-6	Financial Condition	Direct Inspection	Quarterly	
		Internal Report	Bi-Annual	September & March
		External Audit	Annual	May
EL-7	Asset Protection	Internal Report	Bi-Annual	September & March
		External Audit	Annual	May
EL-8	Compensation and Benefits	Internal Report	Annual	December
EL-9	Communication and Support to Board	Direct Inspection	Ongoing	
		*Mgmt. Report	*Twice/Year	*
		Internal Report	Annual	December
EL-10	Emergency Executive Succession	Internal Report	Annual	June
EL-11	Public Image	Internal Report	Annual	March
EL-12	Information Management	Internal Report	Annual	June
EL-13	Partnerships	Internal Report	Annual	March
EL-14	Global Functions	Direct Inspection	Ongoing	
		External Audit	Annual	May
EL-15	Emergency Funding Situations	Internal Report	Annual	June
E-1	Cultural Community	Internal Report	Annual	May
E-2	People Value and Support Culture	Internal Report	Annual	May
E-3	Cultural Diversity	Internal Report	Annual	May
E-4	Allocation of Resources in Operations Plan	Internal Report	Annual	May
E-5	Allocations of Cultural Section of the Trust	Internal Report	Annual	May

Quick reference for internal reporting:

September	December	March	May	June/AGM
EL-1	EL-2	EL-4	E-1	EL-5
EL-4	EL-3	EL-6	E-2	EL-10
EL-6	EL-8	EL-7	E-3	EL-12
EL-7	EL-9	EL-11	E-4	EL-15
		EL-13	E-5	
			EL-4 (Audit)	
			EL-6 (Audit)	
			EL-7 (Audit)	
			EL-14 (Audit)	

As part of the ongoing monitoring of EL-9, pt 4 a detailed Management Report will be provided at least 2 times per year. By not defining the specific Meetings, this leaves the CEO some flexibility to manage the completion of these reports in relation to workloads.

**SASKCULTURE INC.
BOARD OF DIRECTORS POLICY**

Policy Name:	Review of CEO Contract	Number:	BC-6
Policy Type:	Board-CEO Relationship	Date Approved:	September 2007
		Latest Revision:	

With respect to the CEO's contract and compensation, the Board will:

1. Review the CEO's contract and salary every three years and establish compensation and benefits which reflect the geographic and professional market for the skills employed and which do not create obligations over a longer term than revenues can be safely projected
 - 1.1 The review will be conducted in conjunction with the monitoring of executive performance at the CEO's anniversary date
2. The review will be conducted by a committee of the Board chaired by the Chair
 - 2.1 The composition of the committee includes the Chair, the Past Chair and two Board members determined by the Chair