



HEARTLAND HOSPICE

MOOSE JAW

BYLAWS



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HEARTLAND HOSPICE MOOSE JAW INC.

Bylaws

1. TITLE

These bylaws may be cited as the Bylaws of the *Heartland Hospice Moose Jaw Inc.*, (hereinafter “the Corporation”).

2. INTERPRETATION

In these bylaws, unless the context otherwise requires:

- 2.1 “Act” means *The Non-Profit Corporation Act* of the province of Saskatchewan from time to time in force and all amendments to it.
- 2.2 “Board” means the board of directors of the corporation.
- 2.3 “the Corporation” means *Heartland Hospice Moose Jaw Inc.*
- 2.4 “Director” means a member of the board of directors of the corporation.
- 2.5 “General Meeting” means an annual general meeting or a special meeting.
- 2.6 “Officer” means the president, vice-president and/or secretary-treasurer of the board.
- 2.7 Any word or expression used but not defined has, unless the context otherwise require, the same meaning as in the *Act*.
- 2.8 Words importing this singular include the plural and *vice versa*.
- 2.9 Words importing a male person include a female person and a corporation.

3. OBJECTS

3.1 The objects of the corporation are:

3.1.1 ** To provide compassionate, holistic care to those nearing the end of their physical life and to support, educate and empower hospice clients and their families through networking, public and professional education, advocacy and community involvement.

3.1.2 * Any profits or increases to values of property are to be used only to further the corporation’s activities, and not for financial gain or profit for the corporation’s members.

4. MEMBERSHIP

- 4.1** Any person interested in the objects of the corporation may become a member upon compliance with and subject to this by-law.
- 4.2** The classes of members shall be determined from time to time by the board. Membership shall not be transferable or assignable.
- 4.3** Membership, other than honorary life membership, shall commence on issuance of evidence of such membership and shall terminate on the expiry 12 months from the date of issuance.
- 4.4** The board may cancel any membership who, in the opinion of the board, fails to comply with any condition of membership.

5. ANNUAL MEETINGS

- 5.1** The annual general meeting must be held in every calendar year, within six months of the financial year-end of the corporation, and no more than 15 months after the holding of the last preceding annual general meeting.
- 5.2** Notice of the annual general meeting shall be sent not less than 15 days or more than 50 days before the meeting to each member entitled to attend the meeting and to the professional accountants. The notice shall specify the place, day and hour of the meeting.
- 5.3** A quorum at the annual meeting shall constitute all members present, including 51% of the directors.
- 5.4** Business transacted at an annual meeting includes:
 - a) The consideration of the financial statements;
 - b) The report of the directions and/or committees:
 - c) The report of the professional accountants:
 - d) The election of directors; and
 - e) The appointment of professional accountants, or re-appointment of the professional accountants.

6. GENERAL MEETINGS

- 6.1** General meetings of the corporations shall be held at the time and place, in accordance with the *Act*, that the directors decide, and shall be held as often as the business of the corporation requires.

- 6.2** The directors must call a general meeting upon the written request of at least 5 percent of the members.
- 6.3** A director is entitled to receive notice of and to attend and be heard at every meeting of members.
- 6.4** Notice of a general meeting shall be sent not less than 15 days or more than 50 days before the meeting to each member entitled to attend the meeting and to the professional accountants.
- 6.5** Notice of a general meeting shall specify the place, day and hour of the meeting and, in case of special business, the nature of the business in sufficient detail to permit members to form a reasoned judgment thereon.
- 6.6** The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 6.7** Any member may submit to the corporation notice of any matter that he proposes to raise and discuss at the meeting and notice of the proposal shall be given with the notice of the next meeting of the members.
- 6.8** Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
- 6.9 *Special Business is:**
- 6.9.1 All business at an extraordinary general meeting.
- 6.9.2 All business transacted at an annual general meeting, except:
- a. The consideration of the financial statements;
 - b. The report of the directors;
 - c. The report of the professional accountants;
 - d. The election of directors; and
 - e. The re-appointment of the incumbent professional accountants.
- 6.10 Quorum**
- 6.10.1 No business, other than the election of a chair of the meeting and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

- 6.10.2 If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 6.10.3 A quorum at a general meeting shall constitute all members present, including 51% of the directors.

6.11 Voting

- 6.11.1 At every meeting of members, each regular member is entitled to one vote on each question.
- 6.11.2 Directors may be elected by acclamation; otherwise election of directors will be by secret ballot. Officers shall be elected by acclamation; otherwise election of officers shall be by secret ballot.
- 6.11.3 Excluding the election of directors, voting at a meeting of members shall be by show of hands except where a ballot is demanded by a member either before or after a vote by show of hands.
- 6.11.4 Voting by proxy is not permitted.

7. BOARD OF DIRECTORS

7.1 Procedure for Selection

- 7.1.1 The board of directors shall consist of not less than 10 and not more than 12 directors.
- 7.1.2 The members shall elect directors at the first general meeting and at each succeeding meeting required an election of directors.
- 7.1.3 Directors may, by resolution, appoint someone for the unexpired term of a vacant directorship. A director so appointed holds office only until the conclusion of the next following annual general meeting of the corporation, but is eligible for re-election at that meeting.
- 7.1.4 The corporation may, by extraordinary resolution, at a meeting of member called for the purpose, remove any director or directors from office.
- 7.1.5 The office of director shall be vacated if the director:
- a. resigns his office by notice in writing;
 - b. ceases to be a member;
 - c. becomes of unsound mind or be found mentally incapacitated;
 - d. makes an assignment of is petitioned into bankruptcy; or

- e. is convicted of an offence contrary to the *Criminal Code of Canada* or the *Controlled Drugs and Substance Act* and the board determines that an acting director convicted of said offence would substantially undermine the reputation of the corporation.

7.2 Number of Terms

- 7.2.1 At the first general meeting, one-third of the directors shall be elected to serve a term of 1 year, one-third of the directors shall be elected to serve a term of 2 years and one-third of the directors shall be elected to serve a term of 3 years, following which a director may be re-elected. Thereafter, every director shall serve a term of 3 years expiring at the conclusion of the 3rd annual general meeting next following the annual general meeting at which elected.
- 7.2.2 At the end of each year of service, each director will be evaluated by the chairperson of the board.
- 7.2.3 The chairperson will be evaluated by the board at the completion of each term.

7.3 General Duties and Rights of Directors

- 7.3.1 The directors shall direct the activities and affairs of the corporation. In doing so, the directors shall have all of the powers afforded to it under the *Act* and by the articles and bylaws of the corporation.
- 7.3.2 The directors may obtain, collect, and receive monies and funds by way of donations, contributions of legacies or other lawful method, of any kind and description permitted by law and use the same for the purpose of the Corporation.
- 7.3.3 Every director and offices of the corporation shall act honestly and in good faith with a view to the best interests of the corporation and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- 7.3.4 The directors of the corporation shall direct without restricting the foregoing:
 - a. Make, or cause to be made for the corporation in its name, any kind of contract which the corporation may lawfully enter into and same as in hereafter provided, exercise all such other powers, and all such other acts and things as the corporation is authorized by its bylaws or otherwise to exercise and do;
 - b. Purchase, lease or otherwise acquire, alienate, sell, exchange, or otherwise dispose of rights, warrants, options, and any other securities whatsoever, land, buildings, or other property whether it be movable or

immovable, real or personal, or any right or interest therein owned by the corporation for such consideration and upon such terms and conditions as they may deem advisable;

- c. Raise or receive payment of money for the corporation, in such manner as they think fit;
- d. For the purpose of carrying out the objective of the corporation, by a majority decision of the directors, borrow in such a manner as they think fit, and in particular by issue of debentures;
- e. Invest in such a manner prescribed by law any monies of the corporation not immediately required for the day to day needs of the corporation.
- f. Cause to be employed any personnel and pay such salaries as the board deems fit for the purpose of the corporation and
- g. Exercise all the powers for the corporation as fully and completely as the corporation could in general meeting, subject always however to the provision of the bylaws.

7.4 Meeting of the Board of Directors

7.4.1 Notice

7.4.1.1 Every director shall be given by letter, telephone or otherwise at least 5 days' notice of every meeting of directors.

7.4.1.2 The directors may at any meeting decided to hold regular meetings by adopting a resolution stating the day, hour and place of the regular meetings and no further notice of those meetings shall be required.

7.4.1.3 A director may waive notice of a meeting by his attendance at a meeting or, if not in attendance, by so stating by letter, telephone or otherwise.

7.4.2 Quorum

7.4.2.1 A majority of voting directors constitutes a quorum at a meeting of directors.

7.4.2.2 The chair shall preside over all meetings of the directors, but if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the vice-chair shall act as chair; but if neither is present the directors present may choose one of their number to be chair at that meeting.

7.4.2.3 If all directors consent, a director may attend a meeting by telephone, or other communication that permits all participants in the meeting to hear each other.

7.4.3 **Voting**

7.4.3.1 Questions arising at any meeting of the directors shall be decided by a majority of votes.

7.4.3.2 In case of any equality of votes, the chair of the meeting shall have casting vote.

7.4.4 **Resolution in Lieu of Meeting**

7.4.4.1 Notwithstanding any of the foregoing provisions of this bylaw, a resolution in writing signed by all the directors entitled to vote on that resolution at a meeting of the directors on a committee of the directors shall be valid and effectual as if it had been passed at a meeting of the directors, duly called and constituted.

7.4.4.2 Directors may deal with time sensitive issues by telephone or email, providing all directors consent to the resolution, and all can participate.

7.5 **Committees**

7.5.1 The directors may elect a director to chair a standing or ad hoc committee. Committee members may be appointed by the directors and may be comprised of director and/or interested advisors to the corporation.

7.5.2 The directors may delegate any of their powers to committees consisting of director or directors as they think fit, with the exception the power to:

- a. approve financial statements;
- b. adopt, amend or repeal bylaws'
- c. submit to members questions or matters requiring the approval of the members;
- d. fill vacancy among the directors or in the office of the professional accountants.

7.5.3 A committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held next after it had been done.

7.6 **Conflict of Interest**

A director contracting with or interested in a proposed contract or arrangement with the corporation shall declare his interest at the meeting of the directors at which the question of entering into the contract of arrangement is first taken into consideration

or, if the director is not at the date of the meeting interested in the proposed contract or arrangement, at the next meeting of the directors held after he becomes so interested and, in a case where the director becomes so interested in a contract after it is made, the said declaration shall be made at the first meeting of directors held after the director becomes so interested. Said director shall forfeit his vote on any issue related to such conflict of interest.

7.7 Indemnity

7.7.1 The corporation shall indemnify a member or officer, a former member, or officer, or a person who acts or acted at the corporation request as a member or offices of a body corporate of which the corporation is or was a shareholder or creditor, and his heirs, administrators, and other legal representatives , from and against:

- a. Any liability and all costs, charges and suit or proceeding that is proposed or commenced against him for or in respect of the execution of the duties of his office; and
- b. All other costs, charges, and expenses that he sustains or incurs in respect of the affairs of the corporation, except where such liability related to his failure to act honestly and in good faith with view to the best interests of the corporation.

7.8 Resignation of Entire Board of Directors

In the event that the entire board should resign at any given time and for any reason, the chief executive officer shall have the right but not the obligation to continue the operations of the corporation for a period not exceeding three months, which time he or she shall have the power to invite and accept individuals as members and directors of the corporation and shall use his or her best efforts to do so.

8. BOARD POSITIONS

8.1 Chair

- 8.1.1 Presides over meetings, including committee meetings.
- 8.1.2 Sets the agenda in consultation with the executive director, where applicable.
- 8.1.3 Supervises all committees of the board.

8.2 Vice Chair

- 8.2.1 Presides over meetings when the chair is absent.

8.3 Secretary

- 8.3.1 Records accurate minute of each meeting.
- 8.3.2 Distributes minutes in an orderly and legible form in advance of the next meeting.
- 8.3.3 At each meeting, presents the previous meeting's minutes to the board.
- 8.3.4 If the board determines that it shall hold a membership with the Canadian Hospice Palliative Care Association, or similar organizations, file name of directors and officers to the same when required.

8.4 Treasurer

- 8.4.1 Supervises and/or keeps financial records.
- 8.4.2 Prepare and monitors the budget.
- 8.4.3 Arranges an annual financial accounting.
- 8.4.4 Prepares monthly financial reports for the board.
- 8.4.5 Analyzes and recommends investments and major acquisitions.
- 8.4.6 Response to queries regarding the corporation's financial situation and prepares financial statements to supporting organizations and individuals.

8.5 Executive Review

All executive positions on the board of directors shall be reviewed at the first meeting following the conclusion of the fiscal year.

9. FINANCIAL AFFAIRS

9.1 Fiscal Year

The fiscal year of the corporation shall end on the 28th day of February of each year.

9.2 Budgets

Each year, on or before the commencement of the new fiscal year, a budget setting forth details of the estimated revenues and expenditure of the corporation for the ensuing fiscal year shall be prepared and submitted to the directors.

9.3 Signing Authorities

- 9.3.1 The chair, vice-chair and secretary-treasurer shall be the authorized signing authorities for the corporation. All cheques, bills of exchange or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall signed by any 2 of the authorized signing Officers of the corporation in such a manner as shall from time to time be determined by resolution of the directors. Any one of such signing officers may alone endorse notes and drafts for collection on account of the corporation through its bankers and endorse notes and cheques for deposit with the corporation's bankers for the credit of the corporation.
- 9.3.2 Any cheques written by the corporation exceeding a value of one thousand dollars in Canadian Dollars (\$1,000.00) shall require prior approval by the board.

9.4 Remuneration

No director or officer shall be entitled to any remuneration form the corporation save for reimbursement for reasonable expenses incurred in the exercise of his duty as a director or officer. Any said reimbursement shall be made with prior approval by the board.

9.5 Financial Disclosure

- 9.5.1 The directors shall place before the members at every annual general meeting:
- a. Financial statement for the year ended not more than 4 months before the annual meeting.
 - b. The report of the professional accountants.
 - c. Any further information respecting the financial affairs of the corporation.
- 9.5.2 The directors shall approve the financial statement and shall evidence their approval by the signature of one or more directors.
- 9.5.3 No financial stamen shall be release or circulated unless it has been approved by the directors and is accompanied by the report of the professional accountants.
- 9.5.4 The corporation shall, not less than 15 days before each annual meeting, send to each member financial statements and the report of the professional accountant, or may, in lieu thereof, publish a notice stating the documents are available at the office of the corporation and that any member may, upon request, obtain a copy free of charge by prepaid mail to his address or by calling at the office during usual business hours.

9.6 Professional Accountants

9.6.1 **Appointment**

9.6.1.1 The members shall, at each annual general meeting, appoint professional accounts, pursuant of Section 150(4.1) of *The Non-Profit Corporation Act*, to hold office until the next general meeting.

9.6.1.2 If an appointment of professional accountants is not made at an annual general meeting, the directors may appoint professional accountants for the current fiscal year, and fix the remuneration to be paid to the professional accountants for their services.

9.6.1.3 The board may remove the professional accountants before the expiration of his term by extraordinary resolution and new professional accountants may be employed in their place for the remainder of their term.

9.6.2 **Professional Accountants' Reports:**

9.6.2.1 Whether or not the professional accountants have obtained all pertinent information and what explanations he has requires, and

9.6.2.2 Whether, in the professional accountants' opinion, the balance sheet referred to in the report is properly drafted so as to present fairly the state of the corporation's affairs as the date of the balance sheet and the result of its operations for the year ended on that date.

9.6.3 **Rights of Professional Accountants:**

The professional accountants of the corporation shall have the right of access to all records, documents, books, accounts, and vouchers, of the corporation and are entitled to require from the directors and officers of the corporation such information and explanation as may be necessary for the performance of duties of professional accountants.

9.6.4 **Attendance of Meetings:**

The professional accountants of the corporation are entitled to attend any meeting of the members of the corporation at which any account that have been examined or reported on by them are to be laid before the members for the purpose of making any statement of explanation they desire with respect to the accounts.

9.6.5 **Terms of Appointment:**

The right and duties of professional accountants of the corporation shall extend back to the date up to which the last accounting of the corporation's books, accounts, and vouchers was made.

9.7 Remuneration

9.7.1 The remuneration to be paid to the employees of the corporation shall be in such amount as the board may from time to time determine.

9.7.2 Directors may not receive any remuneration for their position with the corporation (in any capacity) except reimbursement of any *bona fide* disbursement they may incur.

10 SEAL

The corporation shall have a corporate seal of such design as the board sees fit and said seal shall be affixed to all documents requires execution under seal. The seal shall be kept by the secretary or other person appointed by the board.

11 BOOKS AND RECORDS

11.1 The board shall cause to be prepared minutes made in books for that purpose:

- a. of all appointments of officers made by the board;
- b. of the names of the board members present at each meeting of the board and any committees; and
- c. of all resolutions and proceeding of all general meeting, meetings of the board and any committee.

11.2 Any such minutes shall be signed by the chair of the meeting at which the minutes were made and any other director who was present at said meeting.

11.3 The books of the corporation shall be open to inspection by any director at any reasonable time. No Member, not being a director, has any right to inspect any book or record do the corporation.

12 DISSOLUTION

12.1 In the event of dissolution of the corporation, all its remaining assets after payment of liabilities shall be donated to a Canadian charitable organization operating in Moose Jaw as may be determined by the board.

13 INSURANCE

The board shall at all times obtain and maintain liability insurance, in an amount as the board deems fit, for the purpose of protecting the corporation and its directors and officers from legal action against them.

14 AMENDMENTS TO BYLAWS

- 14.1 The director may be resolution amend, repeal or make any bylaws that regulate the actives and affair of the corporation.
- 14.2 The director shall submit any bylaws or any amendments or repeal thereof to the next meeting of members and the members may, by ordinary resolution, confirm, reject, or amend the bylaws, amendment, or appeal.
- 14.3 Any bylaws, or an amendment or repeal thereof is effective from the day of the resolution of directors until confirmed, confirmed as amended, or rejected by the members.
- 14.4 If any bylaws or any amendment or repeal thereof is rejected by the members and is not submitted to the next meeting of members, the bylaws amendment of repeal thereof ceases to be effective and no subsequent bylaw, amendment or repeal living substantially the same purpose or effect shall be effective until confirmed or confirmed as amended by the members.
- 14.5 Every bylaw, amendment or repeal thereof shall state an effective date, which shall not be more than 30 days from the day on which the bylaw amendment or repeal is made.
- 14.6 Every bylaw and every amendment or repeal thereof shall be distributed to the membership before its effective date.

Effective Date: November 12th, 2014

Dated at the City of Moose Jaw, in the Province of Saskatchewan, this 12th day of November, 2014.



Delmer Wagner – President



David Howick – Vice President

* Clauses that are repetitive of the *Act* and cannot be changed.

** Clauses that are included in the articles, and can be changed only by amending the articles. This can only be done by special resolution, passes by a majority or not less than two-thirds of votes cast at a general meeting of members, of which not less than 15 days' notice specifying the intention to propose the resolution has been given.



HEARTLAND HOSPICE MOOSE JAW

Bylaw Amendments

Resolution #1 - Dale Toni

TITLE of RESOLUTION: Bylaw Amendment – Number of Terms

PURSUANT TO: Heartland Hospice Moose Jaw Inc. Bylaws (November 2014)

WHEREAS: Section 7.2.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.1 provides:

At the first general meeting, one half of the directors shall be elected to serve a term of 2 years and one half of the directors shall be elected to serve a term of 3 years, following which a director may be re-elected. Thereafter, every director shall serve a term of 3 years.

WHEREAS: It is desirable to amend Section 7.2.1 to provide for one-third of the directors being elected in each year to serve a 3 year term;

THEREFORE, BE IT RESOLVED THAT: Section 7.2.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.1 be repealed and the following substituted therefor:

At the first general meeting, one third of the directors shall be elected to serve a term of 1 year, one third of the directors shall be elected to serve a term of 2 years and one third of the directors shall be elected to serve a term of 3 years, following which a director may be re-elected. Thereafter, every director shall serve a term of 3 years expiring at the conclusion of the 3rd annual general meeting next following the annual general meeting at which elected.

Resolution submitted October 15, 2020 by:

MOVER

Name: Dale Toni

Email Address: dandctoni@sasktel.net

Phone Number: 306-693-3244

SECONDER

Name: Marina Harder

Email Address: calypso@sasktel.net

Phone Number: 306-694-1346

Resolution #1

Dale Toni



TITLE of RESOLUTION: Bylaw Amendment – Procedure for Selection

PURSUANT TO: Heartland Hospice Moose Jaw Inc. Bylaws (November 2014)

WHEREAS: Section 7.1.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.1.1 provides:

The board of directors shall consist of not less than 10 and not more than 12 directors.

WHEREAS: It is desirable to amend Section 7.1.1 to the board of directors shall consist of not less than 9 and not more than 12 directors.

THEREFORE, BE IT RESOLVED THAT: Section 7.1.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.1.1 be repealed and the following substituted therefor:

The board of directors shall consist of not less than 9 and not more than 12 directors.

Resolution submitted May 6, 2021 by:

MOVER

Name: Dale Toni

Email Address: dandctoni@sasktel.net

Phone Number: 306-693-3244

SECONDER

Name: Dr. Kerri Hetherington

Email Address: kerrihetherington@me.com

Phone Number: 306-630-6815

Resolution #2

Dale Toni

TITLE of RESOLUTION: Bylaw Amendment – Number of Terms

PURSUANT TO: Heartland Hospice Moose Jaw Inc. Bylaws (November 2014)

WHEREAS: Section 7.2.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.1 provides:

At the first general meeting, one third of the directors shall be elected to serve a term of 1 year, one third of the directors shall be elected to serve a term of 2 years and one third of the directors shall be elected to serve a term of 3 years, following which a director may be re-elected. Thereafter, every director shall serve a term of 3 years expiring at the conclusion of the 3rd annual general meeting next following the annual general meeting at which elected.

WHEREAS: It is desirable to amend Section 7.2.1 to each director is eligible to serve a total of 3 terms after which they must step down for a minimum of 1 year before being eligible to be reappointed as a director

THEREFORE, BE IT RESOLVED THAT: Section 7.2.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.1 be repealed and the following substituted therefor:

At the first general meeting, one third of the directors shall be elected to serve a term of 1 year, one third of the directors shall be elected to serve a term of 2 years and one third of the directors shall be elected to serve a term of 3 years, following which a director may be re-elected. Thereafter, every director shall serve a term of 3 years expiring at the conclusion of the 3rd annual general meeting next following the annual general meeting at which elected. Each director is eligible to serve a total of 3 terms after which they must step down for a minimum of 1 year before being eligible to be reappointed as a director.

Resolution submitted May 6, 2021 by:

MOVER

Name: Dale Toni

Email Address: dandctoni@sasktel.net

Phone Number: 306-693-3244

SECONDER

Name: Dr. Kerri Hetherington

Email Address: kerrihetherington@me.com

Phone Number: 306-630-6815

Resolution #3

Dale Toni



TITLE of RESOLUTION: Bylaw Amendment – Amendments to Bylaws

PURSUANT TO: Heartland Hospice Moose Jaw Inc. Bylaws (November 2014)

WHEREAS: Section 14.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 14.1 provides:

The director may be resolution amend, repeal or make any bylaws that regulate the actives and affair of the cooperation.

WHEREAS: It is desirable to amend Section 14.1 to the director may by resolution amend, repeal or make any bylaws that regulate the activities and affairs of the corporation.

THEREFORE, BE IT RESOLVED THAT: Section 14.1 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 14.1 be repealed and the following substituted therefor:

The director may by resolution amend, repeal or make any bylaws that regulate the activities and affairs of the corporation.

Resolution submitted May 6, 2021 by:

MOVER

Name: Dale Toni

Email Address: dandctoni@sasktel.net

Phone Number: 306-693-3244

SECONDER

Name: Dr. Kerri Hetherington

Email Address: kerrihetherington@me.com

Phone Number: 306-630-6815

Resolution #4

Dale Toni



TITLE of RESOLUTION: Bylaw Amendment – New Section Addition

PURSUANT TO: Heartland Hospice Moose Jaw Inc. Bylaws (November 2014)

WHEREAS: Section 7.2.2 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.2 provides:

At the end of each year of service, each director will be evaluated by the chairperson of the board

WHEREAS: It is desirable to amend Section 7.2.2 to if an elected director ceases to be a director for any reason, the board may, if it considers necessary, fill the vacancy until the next annual general meeting of the members; then a director shall be elected to hold office for the remaining in that term, or a new full term, depending on the unexpired term of the director.

THEREFORE, BE IT RESOLVED THAT: Section 7.2.2 of the Bylaws of Heartland Hospice Moose Jaw Inc. Bylaw 7.2.2 be repealed and the following substituted therefor and subsequent renumbering within the section

If an elected director ceases to be a director for any reason, the board may, if it considers necessary, fill the vacancy until the next annual general meeting of the members; then a director shall be elected to hold office for the remaining in that term, or a new full term, depending on the unexpired term of the director.

Resolution submitted May 6, 2021 by:

MOVER

Name: Dale Toni

Email Address: dandctoni@sasktel.net

Phone Number: 306-693-3244

SECONDER

Name: Dr. Kerri Hetherington

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