



Proposed Bylaw Amendments

Presented at the Briarpatch AGM • June 23rd 2021 • 7:00pm

This document does not include the entire Briarpatch bylaws, only bylaws that include proposed changes for the membership.

Current Bylaws	Proposed Bylaws	Rationale
<p>2.1 Masthead</p> <p><i>Briarpatch</i> is a non-profit Canadian magazine that publishes six times yearly. On the cutting edge of Canada's alternative media movement, <i>Briarpatch Magazine</i> embraces complexity, controversy, and debate, exploring political, social and environmental issues from a radical, grassroots perspective. Fiercely independent, often irreverent and never irrelevant, <i>Briarpatch</i> shines a light on oppressive power structures and gives voice to those working for a sustainable society built on social justice and mutual aid.</p>	<p>2.1 Masthead</p> <p>Briarpatch is a Canadian non-profit that publishes a magazine called <i>Briarpatch Magazine</i> numerous times per year. On the cutting edge of Canada's alternative media movement, <i>Briarpatch Magazine</i> embraces complexity, controversy, and debate, exploring political, social and environmental issues from a radical, grassroots perspective. Fiercely independent, often irreverent and never irrelevant, <i>Briarpatch Magazine</i> shines a light on oppressive power structures and gives voice to those working for a sustainable society built on social justice and mutual aid.</p>	<p>Provides differentiation between Briarpatch as the non-profit organization, and the publication.</p> <p>Removes specific number of annual editions, to allow for flexibility depending on resources and capacity of the magazine.</p>
<p>2.2 Objectives</p> <p>A) To publish a magazine and related materials that reflects our masthead.</p>	<p>2.2 Objectives</p> <p>A) To publish a magazine and related materials that reflects our masthead;</p>	<p>We have heard that Saskatchewan roots are important to members of Briarpatch, but this is nowhere in our bylaws or constitution. This amendment makes that clear.</p>



<p>B) To strive to put our principles of social and environmental justice into practice in all decisions of the organization.</p> <p>C) To provide opportunities for growth and development in the field of independent media and grassroots activism.</p> <p>D) To serve as a resource for community action, empowerment, and social justice.</p>	<p>B) To strive to put our principles of social and environmental justice into practice in all decisions of the organization;</p> <p>C) To provide opportunities for growth and development in the field of independent media and grassroots activism in Saskatchewan and the Prairies; and</p> <p>D) To serve as a resource for community action, empowerment, and social justice.</p>	
<p>3. In the event of dissolution</p> <p>3.1 In the event of dissolution, the properties and assets of the Corporation shall, after payment of all liabilities, be donated to a recognized charitable organization as may be decided by a general meeting.</p>	<p>3. In the event of dissolution</p> <p>3. In the event of dissolution, the properties and assets of the Corporation shall, after payment of all liabilities, be donated to a recognized non-profit or a community mutual aid project as may be decided by a general meeting.</p>	<p>Briarpatch is not a charitable corporation under the Canadian government, so we felt it was odd to require this in case of dissolution.</p> <p>This allows for more flexibility, which would also ensure that assets could be donated to another similar magazine or publication, who may not be a registered charity.</p>
<p>Article 4. Membership</p>		
<p>4.2 The membership fee shall be determined by the Board of Directors and collected at the Annual General Meeting. This fee entitles members to one year membership in the Corporation.</p>	<p>4.2 The membership fee shall be determined by the Board of Directors and collected at the Annual General Meeting or upon registration of membership with</p>	<p>Provides flexibility to have new members join outside of the AGM.</p>



	Briarpatch. This fee entitles members to one year membership in the Corporation.	
None	4.3 The length of a membership shall be from the date of fees paid until the following Annual General Meeting.	To clarify the length of membership
Article 5. Directors		
<p>5.1 The affairs of the Corporation shall be managed and administered by a Board of Directors. The Board of Directors shall consist of eight to fourteen directors elected at the Annual General Meeting from among the membership.</p> <p>5.1a. No fewer than four directors must be women.</p> <p>5.1b. The Board of Directors shall elect a chairperson, secretary and treasurer.</p>	<p>5.1 The affairs of the Corporation shall be managed and administered by a Board of Directors. The Board of Directors shall consist of eight to fourteen directors, with the following thresholds:</p> <p>5.1a. The Board and membership shall make meaningful efforts to ensure that no fewer than four directors are women, trans people, non-binary people or Two-Spirit people.</p> <p>5.1b. The Board and membership shall make meaningful efforts to ensure that no fewer than four directors are Indigenous, Black or People of Colour.</p>	<p>Clarifying language of thresholds to ensure that a lack of meeting them does not lead to the organization dissolving for being in breach of bylaws.</p> <p>Addition of trans, non-binary and Two-Spirit people as gender equity groups</p> <p>Addition of BIPOC thresholds.</p> <p>Moving election of officers to a separate section.</p>
None	5.2 In the case where directors elected during a general meeting do not allow <i>Briarpatch Magazine</i> to meet the thresholds listed in 5.1, the Board shall	To add a description of what takes place if a threshold cannot be met, to still ensure accountability.



	not appoint interim directors unless they contribute to meeting any unmet thresholds.	
None	<p>5.3 Directors are elected at the Annual General Meeting from among a list of candidates recommended by the existing Directors, with exception to Directors identified in 5.4 who are appointed Directors upon the commencement of their employment term.</p> <p>5.4 The <i>Publisher</i> and <i>Editor</i> shall be considered Directors for the length of their employment with Briarpatch, unless they are dismissed as per 5.10.</p> <p>5.4a A dismissal from the Board shall not constitute dismissal from employment.</p>	<p>To add clear instructions about how people are elected</p> <p>To formalize the <i>Publisher</i> and <i>Editor</i> participation on the board of directors.</p>
8.3 The terms of office of all elected directors shall terminate at the annual general meeting.	5.5 The terms of Directors, with exception to 5.4, shall be for a period of two (2) years. The term limit for Directors shall be three (3) consecutive terms.	<p>Moved to proper section</p> <p>Increased length of terms.</p> <p>Introduced term limits for board members.</p>
5.2 The Board shall meet bi-monthly, with directors of the Board meeting as required in the interim. The date of a regularly scheduled meeting may be changed by a motion approved by the majority of the Board. Any two Directors may call other Board meetings as deemed necessary.	5.6 The Board shall meet, at minimum, once every two months, with directors of the Board meeting as required in the interim. The date of a regularly scheduled meeting may be changed by a motion approved by the majority of the Board.	To clarify what “bi-monthly” means, and to set a minimum instead of a standard to allow for more board meetings, if required.



	Any two Directors may call other Board meetings as deemed necessary.	
8.9 Voting on board decisions will be made by consensus decision making. Consensus decision making training will be made available to all board members as needed.	5.8 Directors shall make decisions using a consensus-based decision making model as determined by the Board.	Moved to proper section, and removal of requirement of training from bylaws and into a board procedure/manual.
5.3 Any vacancies that exist prior to the annual general meeting may be filled at a regular Board meeting.	5.9 Any vacancies that exist prior to the annual general meeting may be filled at a regular Board meeting by the current Directors.	To clarify who has the power to fill board vacancies.
5.7 Upon suspension or expulsion the director concerned shall vacate any office or position in the corporation held by him/her. There shall be a right of appeal to the membership at the next general meeting in the event of suspension or expulsion.	5.12 Upon suspension or expulsion the director concerned shall vacate any office or position in the corporation held by them. There shall be a right of appeal to the membership at the next general meeting in the event of suspension or expulsion.	Fixing pronouns.
Article 6. Officers (New Article)		
None	6.1 The Board of Directors shall elect, from amongst themselves, a Chairperson, a Secretary, and a Treasurer. 6.2 The Chairperson, Secretary, Treasurer, Publisher, and Editor shall be Officers of the corporation.	To clarify how these roles are elected. To appoint Publisher & Editor as Officers of the organization. (Similar to an E.D. acting as an Officer in other non-profits.)



Article 8. Standing Portfolios (*Was Article 7*)

7.1 The Board shall consist of the Personnel Portfolio and the Treasurer Portfolio.	8.1 The Board shall consist of the Personnel Portfolio and the Finance Portfolio.	To change from “Treasurer Portfolio” to “Finance Portfolio” to increase scope, and reduce confusion over Treasurer (Officer) and portfolio.
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Article 9. Annual & Special Meetings of Members (*Was Article 8*)

8.1 The annual meeting shall be held each year on a date set by the Board.	9.1 The annual meeting shall be held each year on a date set by the Board, within three months of the fiscal year end.	To include requirement from <i>SNPA</i> to host AGM following fiscal year end.
8.2 At every annual general meeting, in addition to any other business, the board releases their portfolio reports which are reviewed alongside the staff reports, the financial statement, the minutes of the previous annual meeting and the report of the auditor shall be presented. A review engagement or audit shall be approved for the subsequent fiscal year.	9.2 At every annual general meeting, in addition to any other business, the board releases their portfolio reports which are reviewed alongside the staff reports, the financial statement, the minutes of the previous meeting of members and the report of the auditor shall be presented. A review engagement or audit shall be approved for the subsequent fiscal year.	Clarification that minutes presented at a general meeting should be those of the previous meeting, and not only if it was an Annual General Meeting.
8.3 The terms of office of all elected directors shall terminate at the annual general meeting.	5.5 The terms of Directors, with exception to 5.4, shall be for a period of two (2) years. The term limit for Directors shall be three (3) consecutive terms.	Moved to proper section (Article 5).



8.4 Directors retiring from office shall be deemed to hold office until conclusion of the meeting at which they retire.	None/Removed	Removed as it contradicts that the terms of office are terminated at the AGM.
8.5 Notice of an annual meeting of the Corporation shall be posted in Briarpatch Magazine in the issue prior to the meeting.	9.5 Notice of an annual meeting of the Corporation shall be posted in <i>Briarpatch Magazine</i> in the issue prior to the meeting, and posted on the <i>Briarpatch</i> website.	Added requirement to post on the Briarpatch website.
8.6 A special meeting of the Corporation may be called by a majority of Directors as and when they consider it necessary. They shall call a special meeting when requested to do so in writing by no less than 10 per cent of the Corporation's members. Such requests shall state the purpose of such meetings.	9.6 A special meeting of the Corporation may be called by a majority of Directors as and when they consider it necessary. They shall call a special meeting when requested to do so in writing by no less than 10 per cent of the Corporation's members. Such requests shall state the purpose of the meeting.	Grammatical change
8.9 Voting on board decisions will be made by consensus decision making. Consensus decision making training will be made available to all board members as needed.	5.8 Directors shall make decisions using a consensus-based decision making model as determined by the Board.	Moved to proper section, and removal of requirement of training from bylaws and into a board procedure/manual.

It should be noted that the bulleting and numbering of each bylaw will change appropriately if adopted by the membership.