

ARTICLES OF INCORPORATION OF THE SASKATOON JAZZ SOCIETY

1. DEFINITIONS

“Society” means the Saskatoon Jazz Society.

“Board” means the Board of Directors.

“Member” means a Regular or Honorary member.

2. NAME

The name of this organization is the Saskatoon Jazz Society.

3. PURPOSE

The purpose of the Society is to foster, promote and present the art of jazz music in the community.

4. TYPE

A. The Society is a non-profit, charitable organization under the provisions of *The Non-profit Corporations Act, 1995*.

B. The Society is a registered charity as defined by the Government of Canada.

5. FISCAL YEAR

The fiscal year of the Society ends on August 31.

6. MEMBERSHIP

A. The Society shall have two classes of membership: Regular and Honorary.

B. A member may have his/her membership revoked by the Board when the Board determines that his/her conduct is detrimental to the Society or its members.

October 4, 2017

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7. DIRECTORS

- A. The affairs of the Society shall be managed by a Board of Directors of no fewer than seven (7) and not more than sixteen (16) qualified individuals elected at the annual general meeting of members.
- B. No person shall be eligible to be elected a Director unless that person is a member of the Society and a resident of Saskatchewan.
- C. No person employed by the Society shall be eligible to be elected a Director.
- D. Directors shall serve a two-year term unless otherwise determined at the annual general meeting of members.
- E. The Board, following the election of directors at the annual general meeting of members shall meet as soon as possible after the meeting to appoint officers, specifically President, Vice-President, Secretary and Treasurer.
- F. A quorum of the Board shall be a majority of the directors.

8. MEETINGS OF MEMBERS

- A. All meetings of members shall be advertised to the members no more than 50 days and no fewer than 15 days before the meeting.
- B. Each Regular member shall have one vote at any meeting of members. Each Honorary member shall have one vote at any meeting of members subject to the conditions specified in *The Non-profit Corporations Act, 1995*.
- C. A quorum at any meeting of members is those members present at the meeting.
- D. A member must be present at a meeting of members to vote at that meeting.
- E. The Board shall determine the date of the annual general meeting of members, which shall be held no more than ninety (90) days after the fiscal year end.

9. RULES OF PROCEDURE

All meetings of the Board or of members shall be conducted according to the Democratic Rules of Order.

10. AMENDMENTS

- A. Amendments to these articles shall be made according to the provisions of *The Non-profit Corporations Act, 1995*.

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- B. Bylaws shall be made, amended or repealed according to the provisions of *The Non-profit Corporations Act, 1995*.

11. DISSOLUTION

Subject to *The Non-profit Corporations Act, 1995*, in the event of dissolution of the Society, its property and assets shall, after payment of all liabilities, be donated to one or more recognized charitable organizations in Canada as may be decided by the members in a general meeting of members.