

Governance Committee Update

Proposed Change to the SCSA Board of Directors

The Saskatchewan construction industry has undergone radical change in the last two decades. While the construction environment has changed, a corresponding change has not occurred in the structure of governance of the Saskatchewan Construction Safety Association (SCSA). In some cases, the lack of modern governance reflecting current best practices has prevented the Board of Directors from responding quickly to change and leveraging current technology.

In order to provide better service to our members, and mitigate risks to the organization, the Governance Committee will be proposing a number of changes to SCSA governance at the 2018 Annual General Meeting.

The following should be considered a summary of the proposed changes:

- Among the changes proposed is a modernization and update to SCSA bylaws. The current bylaws do not reflect changes made to the Non-Profit Corporations Act, dated 1995, and place the SCSA Board and Association at a compliance risk. A new set of bylaws has been drafted by the Governance Committee and legal counsel has been sought. The new set of bylaws will relieve the legal risk to the Association posed by the old bylaws and will promptly allow the Association to benefit from current technologies like teleconferences and online meetings that were not readily available when the SCSA was established.
- Second the current composition of the SCSA Board is larger than current best practices favour. A board size of approximately 30 member decreases member engagement and does not facilitate ease of communication. At times, a board of this size has made quorum at board meetings problematic to obtain. To address this challenge, the Governance Committee will recommend decreasing the number of board members to 12 individuals.
- A smaller board size will drive a need for a change in the way board members are selected.

The Governance Committee will propose that the new Board draws 2 members from each of the Residential, Commercial, and Industrial Sectors; 2 from Open Workforce; and 2 from Organized Labour. The Board is also proposing two strategic appointments that will be selected based on either the specific needs of the Board or the business climate. For example, the strategic appointments could be representatives with expertise in the areas of law, finance, First Nations engagement, human resources, or key projects in the construction sector. This proposed board composition will provide more paths for engaged people to become members of the Board, and place a greater emphasis on feedback from sub-committees. By placing a more formalized role on sub-committees, the Board is accommodating those engaged individuals who to want to contribute to, or influence, the work of the Board in a positive way. It is expected that the proposed changes will allow for more voices at the Board of Directors and more opportunity for industry to be heard at the SCSA Board table. NOTE: a reduction in the size of the Board is not specifically intended to remove members from their seats on the Board. The new Board will be drawn from members of the current Board. Individuals interested in a Board appointment in the

future will have an opportunity to participate.

- To help establish a more effective board, the Governance Committee has also recognized the need for more education of Board Members. The Governance Committee has drafted a Governance Manual which clearly defines the role of an engaged and effective Board Member. The Governance Manual will help ensure that Board Members understand their role, the limitations of their role, expected conduct of a Board Member, conflict of interest guidelines, relationships with SCSA staff and management, and key processes of the Board of Directors. Existing and new members of the Board will agree to the rules established in the Governance Manual and will start their term on the Board with a clear understanding of their role and the responsibility attached to it.

In closing, the process to change the governance of the SCSA Board of Directors has been a lengthy one, with work extending more than a year. Between now, the last quarter of 2017, and the Annual General Meeting in February 2018 there will be a number of opportunities for consultation and feedback before the vote to approve these recommendations. The Governance Committee is committed to an open and transparent process for establishing changes to the Board.

YOU ARE INVITED

SCSA

AGM 2018

ANNUAL GENERAL MEETING
THURSDAY FEBRUARY 15 12PM - 2PM

QUEENSBURY CONVENTION CENTRE
1700 ELPHINSTONE ST. REGINA, SK

To RSVP or for more info, e-mail: Sherry Torgerson
eadmin@scsaonline.ca

VISIT US ONLINE AT WWW.SCSAONLINE.CA

Please watch the SCSA web site and e-Newsletter for specific information about feedback sessions, how to ask questions, or how to get involved in the process.

All members are encouraged to review the information provided by the Governance Committee, ask questions, provide feedback and vote at the Annual General Meeting.