## ITEM I: Bylaws: Governance Sub-committee report

The fact that all federally incorporated non-profits are obliged to re-incorporate by October 2014 gives FSC an opportunity to update its structures, review its mission statement and build its membership. This is a complex process under rules that we did not design and will therefore take a year to 18 months to go through. At this Assembly, a report of the Steering Committee Sub-committee on governance will be shared and discussed and the governance subcommittee should be mandated to continue its work, possibly with more precise directions. In addition to the AGM itself, this topic will be discussed during in a special working session: New Federal Rules for Non-Profits and the Future of FSC to be held on Friday morning at 11 am (WB314).

As the Governance Committee started to work on preparations for changing our by-laws to conform to the new Not-For-Profit requirements, we realized that Food Secure Canada is in a unique situation of being both an organization and a social movement -- or perhaps an organization that convenes (or acts as secretariat to) a social movement. Organizations are, of necessity, somewhat static, while social movements are fluid; but to be true to our principles we need to ensure that everyone has a real voice in the direction of the movement and that the organization has the resources it needs to do its job.

In addition to conforming to the new legislation on non-profits, we need to figure out ways to simultaneously strengthen and grow our membership and solidify our institutional base. Our current thinking on the way forward is summarized in the report from the Governance Sub-committee, which held several meetings over the summer and fall of 2012. In Edmonton, we would welcome an initial discussion about some of the proposals that are being explored as well as new ideas. As you will see, the two most important topics that the Governance Committee has tackled thus far are (1) replacing the Steering Committee with a Board of Directors and (2) further elaboration of membership rights and responsibilities and delegation of voting powers to a smaller group for a very limited number of topics.

The more <u>detailed report</u> from the governance committee can be found with other AGM documents on our website.

Join members of the FSC Governance Committee for a Discussion on our Future

New Federal Rules for Non-Profits and the Future of FSC

Friday 2 October 2012, 11 am, RM WB314

All federally incorporated non-profits and charitable organizations must update their bylaws and constitutions by October 2014 to bring them into compliance with the new federal Not For Profit Act. This is framed as improving "transparency, accountability, and efficacy" but in fact has real impacts on our sector. Food Secure Canada's membership is navigating these waters and beginning a process of updating our bylaws at the Steering Committee level. Join members of the Steering Committee Governance Sub-Committee and our lawyer Holly Solomon, to discuss the new rules and the implications for our movement in general, and specifically FSC. This discussion will provide important background and context for the discussion that will be held at our AGM on Sunday and over the coming year.