

# **Constitutional Summary for Soka Gakkai International Association of Canada Association de la Soka Gakkai Internationale du Canada**

## ***Introduction***

### ***History of SGI Canada***

Soka Gakkai International Association of Canada Association de la Soka Gakkai Internationale du Canada (“SGI Canada”) was established in 1975 as an organization devoted to peace, culture and education based on the humanistic Buddhist philosophy of Nichiren Daishonin. The Soka Gakkai was founded in Japan in 1930 by an educator named Tsunesaburo Makiguchi. He used the term *soka* (to create value) to indicate a way of life that recognizes the sanctity of life and strives to enhance its quality through appreciating diversity and the oneness of humans and nature. The word *gakkai* means “association,” indicating the shared pursuit of peace and happiness that is the core of Buddhist philosophy and practice.

SGI Canada’s activities have two aspects: Buddhist activities for Practitioners of Soka Gakkai Nichiren Buddhism and people interested in Nichiren Buddhism, and activities in the public domain to promote peace, culture and education in accordance with SGI Canada’s charitable objects.

SGI Canada has grown as an organization since it was incorporated in 1975 and now has approximately 7,000 Practitioners across Canada. The extent of SGI Canada’s growth has resulted in the need to establish proper constitutional documents that define SGI Canada’s purposes and beliefs as an organization and provide a legal foundation for SGI Canada’s future operations. In light of SGI Canada’s growth, a number of practices and traditions had not been documented in the past, but this needed to be done for the benefit of Practitioners of Soka Gakkai Nichiren Buddhism, and to provide guidelines and direction for the many volunteer leaders across Canada.

In addition, due to developments in the Canadian laws that relate to not-for-profit corporations, changes were needed to SGI Canada’s documentation to minimize the potential for legal intervention within SGI Canada’s operations. The constitutional documents were also needed in preparation for steps that were taken to comply with the new governing corporate statute that applies to SGI Canada, the *Canada Not-for-Profit Corporations Act*. As part of this organizational review, SGI Canada began upgrading its operational documents, including a child protection policy to protect children who participate in SGI Canada’s programs from abuse.

### ***What Are the SGI Canada Constitutional Documents?***

SGI Canada’s core beliefs and organizational structure are set out in its constitutional documents. The articles of continuance for SGI Canada contain the updated charitable objects for the organization. SGI Canada’s organizational structure is set out in its CNCA general operating bylaw. The bylaw describes the Board of Directors, which has the legal duty to manage SGI Canada as a corporation; the Executive Council, composed of the National level leaders of SGI Canada, including the General Director, the Senior Vice General Director and the Executive Advisor, when one is appointed; and the National Planning Committee, composed of representatives from each Region across Canada. The Corporate Members for SGI Canada are composed of the Directors and Executive Council members. The Corporate

Members have the ability to elect the Directors, review financial statements for SGI Canada, and approve other administrative and legal matters.

The CNCA general operating bylaw states that SGI Canada can adopt governance policies on governance matters, as well as board policies on operational matters, such as child protection and privacy.

The governance policies expand on SGI Canada's organizational structure and governance, described in the CNCA general operating bylaw, and these policies essentially serve as an extension of the bylaw. There are a number of governance policies on the following topics: a governance policy describing how a person can become a Practitioner, as well as the privileges and duties of Practitioners; a governance policy describing the privileges and duties of leadership in SGI Canada; a governance policy describing the levels and divisions of governance and leadership; as well as other policies described later in this Constitutional Summary. The general operating bylaw is accompanied by a list of the governance and board policies to help Practitioners and leaders keep track of the various policies.

The bylaw also contains the Statement of Faith, which reflects SGI Canada's doctrinal beliefs in accordance with the teachings of Nichiren Buddhism. The beliefs set out in the Statement of Faith reflect the faith identity of SGI Canada and reflect how SGI Canada is unique among Buddhist organizations.

### ***Why Are the SGI Canada Constitutional Documents Important and Necessary?***

Preparation of these constitutional documents was necessary because SGI Canada had grown to the size and level of organizational maturity where clear documentation is required in order to facilitate communications regarding SGI Canada's processes and procedures for everyone in the organization. SGI Canada's constitutional documents provide a framework for SGI Canada's activities; they clarify SGI Canada's identity as a Buddhist organization that follows the teachings of Nichiren Daishonin; and they establish a solid foundation for future generations of Practitioners of SGI Canada. The constitutional documents are also a helpful source of information for new individuals who wish to join SGI Canada. In addition, a new federal law, the *Canada Not-for-Profit Corporations Act*, had come into force on October 17, 2011. SGI Canada has complied with the requirements of the CNCA to file appropriate documents to continue under the CNCA. A certificate of continuance was issued by Industry Canada on October 24, 2014.

The process of preparing the CNCA bylaw and governance policies involved extensive discussions and consultations between the General Director, the Board of Directors, the members of the National Planning Committee and other leaders at SGI Canada, as well as SGI Japan (on a consultative basis) and the lawyers for SGI Canada.

We encourage everyone who is a part of SGI Canada to carefully read the general operating bylaw and the policies that are posted on this website, together with the document titled "An Introduction to SGI Canada's Constitutional Documents" and this Constitutional Summary. To help individuals understand the important concepts, an explanation of a few key aspects of the constitutional documents is provided in the sections below.

## ***Key Concepts within the Constitutional Documents***

### ***Practitioners***

As an organization that espouses the teachings of Nichiren Buddhism, SGI Canada is essentially an association of individuals who practise Soka Gakkai Nichiren Buddhism and encourage each other in their faith. For this reason, we have used the term “Practitioner” to describe each person who joins SGI Canada to further their practice of Soka Gakkai Nichiren Buddhism. The CNCA bylaw for SGI Canada recognizes Practitioners, and a separate governance policy has been prepared to explain what it means to become a Practitioner of SGI Canada.

All the individuals who were formerly referred to as members of SGI Canada in the past are now defined as Practitioners (terms such as this are capitalized throughout the documents for official identification). Individuals who are joining for the first time may qualify to become SGI Canada Practitioners if they are at least 18 years of age, profess belief in Soka Gakkai Nichiren Buddhism, have engaged in the daily Buddhist practice on a regular basis, have attended District meetings for a minimum of three months, understand the importance of subscribing to the primary SGI Canada publication, and have agreed in writing to adhere to the teachings of Soka Gakkai Nichiren Buddhism and to support the leadership of SGI Canada as expressed in the constitutional documents.

One of the privileges of becoming a Practitioner is the ability to receive a Gohonzon, the object of devotion in Soka Gakkai Nichiren Buddhism, which is essential to furthering each person’s practice of Soka Gakkai Nichiren Buddhism. One regular Gohonzon is conferred to each household of Practitioners. SGI Canada may confer the Omamori (portable) Gohonzon to those Practitioners who travel frequently or whose grown children or other family members live away from home in housing units with close quarters such as a dormitory. The Special (large) Okatagi Gohonzon may be conferred to individuals who have been Practitioners of Soka Gakkai Nichiren Buddhism for fifteen (15) years or more, whether through SGI Canada or other SGI Organizations in other countries. For individuals who have been practising since childhood, 15 years of practice is counted from the age of 16 (i.e. the minimum age for receiving a regular Gohonzon), making 31 the minimum age for receiving the larger Okatagi Gohonzon. The procedures that apply to the conferral of all types of Gohonzon are set out in the Board Policy on the Conferral of the Gohonzon.

The Governance Policy on Practitioners contains a list of Practitioner Standards that have been established in accordance with the teachings of Nichiren Buddhism and the spirit and tradition of the Soka Gakkai and the SGI. The Practitioner Standards essentially require that Practitioners must not engage in any actions that would harm other Practitioners, contrary to the principles of Nichiren Buddhism. These standards have been instituted to protect the organization and the people who belong to it and to prevent any Practitioner from harming other Practitioners around them while being involved in the activities of SGI Canada. Where a Practitioner engages in behaviour that is harmful to other Practitioners, the Practitioner would be required to enter into a process of informal dialogues with responsible leaders in order to attempt to resolve the matter.

In the rare case of an extreme situation where willfully negative behaviour cannot be resolved through informal dialogue and Practitioners and/or the organization are at risk of suffering severe harm, it may become necessary to consider a review of an individual’s status in the organization, whether as a Practitioner, a Leader, or both. Such a status review would be recommended if the General Director, after consulting with the senior leaders involved and the Board of Directors, determine that it is necessary in that situation in order to protect the other Practitioners. Before proceeding with the status review process, the General Director would be required to consult with the leaders involved in the informal dialogues in

order to obtain a more complete picture of what transpired. In addition, approval from both the Board of Directors and the Executive Council would be needed before proceeding with status review in order to provide checks and balances within the process in accordance with the principles of Nichiren Buddhism. If approved, the General Director would proceed with the status review process in accordance with the applicable Governance Policy.

### ***Junior Practitioners***

There is a Policy on Junior Practitioners, which describes how young people over the age of 12 and under the age of 18 can become Junior Practitioners of SGI Canada. In order to become a Junior Practitioner, youth who are aged between 13 and 17 will complete a simple introductory seminar for Junior Practitioners where the major tenets of Soka Gakkai Nichiren Buddhism, practice and study are reviewed and they must receive the written consent of their parents or legal guardians. Junior Practitioners aged 16 and over may have the privilege of receiving a Gohonzon if there are no other SGI Canada Practitioners in the family and therefore no Gohonzon in the household. They must also receive the written consent of their parents or legal guardians, provided that the requirements for household family support and establishment of a suitable altar in the home have been confirmed by the applicable District Leader. Junior Practitioners are eligible to participate in SGI Canada's programs for children and youth, as well as District meetings and all other regular activities for Practitioners. Junior Practitioners, when they become 18 years of age, can confirm their status as Practitioners and would then take on the duties and standards for Practitioners. The Governance Policy on Junior Practitioners also recognizes that children of all ages who are involved in the SGI Canada programs are an integral part of the SGI Canada family.

### ***Leaders***

SGI Canada's activities are carried out through volunteer leaders who give of their personal time and energy to provide spiritual encouragement and support to fellow Practitioners within the organization. Becoming a leader is a reflection of the development of a Practitioner's Buddhist practice for self and others. All leaders of SGI Canada have the purpose of serving the Practitioners and supporting the growth and welfare of SGI Canada as an organization.

### ***Levels and Divisions of Leadership***

SGI Canada is composed of multiple levels of leadership, which are largely based on geographical location. The first level is the District level, within which District Leaders and Group leaders work together to serve the needs of each respective District. District Leaders organize discussion meetings and study meetings for groups of people that are held in a District meeting place (a leader or Practitioner's home that has been established as an SGI Canada meeting place). Each of these meetings is held monthly. District Leaders contact, visit and help the Practitioners in their District to learn the Buddhist philosophy and develop their Buddhist practice. Group Leaders are asked to contact a designated group of Practitioners in the District to help them develop their faith, practice and study through encouragement and home visits. Group Leaders also work cooperatively with other Group and District Leaders in introducing new people to the District and helping to organize District meetings. The second level is the Chapter level, which is composed of several districts. Chapter Leaders help to oversee, organize and support the programs at the District level. Several Chapters combine to form an Area. Area Leaders have the responsibility of helping to organize and support programs at the District, Chapter and Area levels. The next level is the Regional level, which is composed of several Areas. Regions are generally composed of one or more provinces. Regional Leaders oversee and provide support to the Areas in their respective Regions. Regional Leaders also oversee the various leadership appointments and related personnel matters within their Regions. The National Leaders oversee and encourage the Regions and

leadership appointments at the Area and Regional levels. Leaders at each level serve to provide spiritual support, encouragement and guidance throughout the organization. All Leaders participate in District activities and work together to visit and encourage Practitioners.

While SGI Canada's leadership is divided by levels vertically, each level is also divided horizontally into divisions (also called groups) for men, women, young men and young women. In this regard, there are four divisional leaders for each District, Chapter, Area, Region and also at the National level. The divisional leaders, within each respective District, Chapter, Area, Region and at the National level, work together to support and assist the Practitioners.

The General Director oversees all of the programs of SGI Canada and works together with the Board of Directors, the National Planning Committee and the other National leaders to further SGI Canada's charitable purposes. The General Director regularly visits the locations where the organization exists across the country to meet with and encourage Practitioners and Leaders.

The National Planning Committee, also referred to as the NPC, is composed of the Regional and National leaders from across Canada. The NPC has the role of providing observations and recommendations concerning the operations and programs of SGI Canada, and serving as a forum for leaders to present and discuss Regional or Area interests.

Each Region has a Regional Personnel Committee that is composed of the four Regional Leaders, including the Regional Men's Leader, Women's Leader, Young Men's Leader Young Women's Leader. The Regional Personnel Committees have the duty to recommend leadership appointments at the District and Chapter levels within their Region.

SGI Canada's National Personnel Committee is the Executive Council. It is composed of the General Director, the Executive Advisor, the Senior Vice General Director, and the National Men's, Women's, Youth, Young Men's, Young Women's and Future Division Leaders. The Executive Council recommends leadership appointments at the Area, Regional and National levels. Area, Regional and National leadership appointment proposals are also presented to SGI in Japan for non-binding consultation.

All leadership appointments are subject to ratification by the Board of Directors.

### ***Brief Explanation of the General Operating Bylaw***

All Practitioners are encouraged to read the full text of the general operating bylaw, available on the SGI Canada website [www.constitution-sgic.org](http://www.constitution-sgic.org). A brief explanation of the key aspects of the bylaw is provided below.

Section 1.01 of the bylaw contains an explanation of all of the defined terms used throughout the bylaw, which are listed in alphabetical order. The definitions at section 1.01 also apply to all of the policies that are adopted in accordance with the bylaw. For example, the term "Act" is used to describe the corporate statute, the *Canada Not-for-Profit Corporations Act*, which applies to SGI Canada. As such, wherever the term "Act" is used throughout the bylaw and policies, this means the *Canada Not-for-Profit Corporations Act*. As well, the term "Constitutional Documents" is a defined term at section 1.01 of the bylaw, which describes the collective of the articles of continuance (including the purposes), the general operating bylaw, any other bylaws, the statement of faith, and any governance policies and board policies adopted by SGI Canada from time to time. The statement of faith for SGI Canada is enclosed at section 1.02(b) of the bylaw.

Section 2 of the bylaw addresses Corporate Members and section 3 of the bylaw addresses the Board of Directors. The Corporate Members are the members of the SGI Canada Executive Council and the Board of Directors. The Executive Council is composed of the National Leaders of SGI Canada, including the General Director, Executive Advisor, Senior Vice General Director, and the National Divisional Leaders. The Board of Directors, elected by the Corporate Members, has ultimate legal and fiscal responsibility for SGI Canada. The number of Directors can be anywhere from five to eleven. They serve one-year terms, which can be renewed for up to ten years.

The Board of Directors must meet regularly to supervise the overall management of SGI Canada, which includes, among other things, approving the annual budget, as prepared by the staff of SGI Canada, and making decisions on financial and legal matters. The Board has ultimate responsibility for all affairs of the organization and must ensure that SGI Canada operates in accordance with all applicable laws as well as the constitutional documents of SGI Canada. The Board is composed of individuals who have demonstrated long-term commitment and service to the organization. The Board members are leaders who are willing to carry the legal responsibilities and the personal liability exposure that accompanies this important position of service and fiduciary duty to SGI Canada. The Board members are covered by directors' and officers' liability insurance in case there should be lawsuits made against the organization and its board.

All Board members must not be paid directly or indirectly by SGI Canada and, as such, employees of SGI Canada are not allowed to sit on the Board. However, the General Director and the Administrative Director are entitled to attend Board meetings to discuss issues and make recommendations to the Board. However, they do not attend Board discussions involving employees' salaries.

Section 4 of the bylaw addresses the officers and employees of SGI Canada. Section 4.01 lists the mandatory officers of SGI Canada as follows: the General Director, one or more Vice General Directors (including a Senior Vice General Director), an Executive Advisor (when appointed) and the standard corporate officer positions of Chair of the Board, Vice-Chair of the Board, Secretary and Treasurer. For instance, the General Director serves as the Chief Executive Officer of SGI Canada and provides organizational input, direction and guidance to SGI Canada and works in cooperation with the Board of Directors in implementing the organizational input, direction and guidance. While the General Director may attend and participate at meetings of Directors, the General Director is an employee of SGI Canada and therefore the General Director may not serve as a Director or vote at Directors' meetings in accordance with Ontario laws that apply to all charities in Ontario.

Section 5 of the bylaw addresses the committees of SGI Canada that have the function of providing recommendations to the Board that are subject to the final approval of the Board of Directors.

Section 5.01 sets out the standard terms of reference that apply to all committees. However, the standard terms of reference in section 5.01 may be modified where the specific bylaw section (that applies to a particular committee) states something different from what is in section 5.01.

Section 5.02 addresses the Executive Council, which is composed of the General Director, the Executive Advisor, the Senior Vice General Director and the national level leaders (but not the assistant national level leaders). The Executive Council generally has the duty of providing spiritual direction to the Board on a consultative basis, making recommendations to the Board concerning the long-term direction of SGI Canada and approving leadership appointments at the area, regional and national levels, subject to final approval from the Board of Directors.

Section 5.03 addresses the National Planning Committee, which is composed of all National Leaders (including assistant national leaders), all Regional Leaders (but not the assistant Regional Leaders), Area

Men's and Women's Leaders (representing geographical parts of the country where there are Areas, but not yet Regions), the General Director, all Vice General Directors and the Executive Advisor. The National Planning Committee has the duty to provide observations and recommendations regarding the current programs of SGI Canada and to serve as a forum for leaders to discuss Regional or Area interests. Section 5.04 addresses the Regional Personnel Committees for each region, composed of all Regional Leaders for each Region (but not Vice Regional Leaders). The Regional Personnel Committees have the duty to approve leadership appointments at the district and chapter levels within each applicable region, subject to final approval by the Board.

Section 5.07 addresses the Nominating Committee, composed of between 2-4 directors, 2-4 Executive Council members, the General Director and the Chair of the Board. The General Director and the Chair of the Board determine which directors and Executive Council members are to join the Nominating Committee. The duties of the nominating committee involve preparing a slate of nominations for the election of directors, and to consult with SGI Japan regarding the director candidates in order to ensure suitability from the perspective of Soka Gakkai Nichiren Buddhism.

As mentioned earlier in this Constitutional Summary, the bylaw states that SGI Canada can adopt governance policies on governance matters, as well as board policies on operational matters, as set out in section 10 of the bylaw.

Section 11 of the bylaw, entitled "Waiver of Legal Action," generally states that acceptance of status as a Corporate Member, Director, Officer Committee Member, Practitioner, Leader or Volunteer means that each such person has "waived" or abandoned their rights to sue or take legal action against SGI Canada and its other Corporate Members, directors, officers, committee members, practitioners, leaders, employees and volunteers in relation to matters relating to the bylaws and policies, including waiver or abandonment of the right to sue where a person has been removed as a Corporate Member, Director, Officer Committee Member, Practitioner, Leader or Volunteer, in accordance with the bylaw. However, this waiver of rights in section 11 of the bylaw does not change any rights that are available under the CNCA and the CNCA regulations.

Sections 12 and 13 of the bylaw address standard corporate matters including the fiscal year end, the appointment of the auditor, the head office location and other such matters.

Section 15 of the bylaw sets out the requirements that apply where SGI Canada wishes to amend the articles and bylaw for SGI Canada. Section 15.03 states that SGI Canada must first seek nonbinding consultation with SGI Japan before amending the articles or bylaws, as much as it is possible to do so. The reference to "non-binding" consultation needs to be included in the bylaw in order to evidence compliance with Canadian laws that apply to Canadian charities, as Canadian charities must operate independently from foreign control.