



Transition Plan and Timeline for Incorporation

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Target: Federal incorporation by September 1, 2026

Federal not-for-profit incorporation enables operating across provincial borders under the same name. Registration in each jurisdiction where the organization will carry on its activities is required regardless.

In the future, there may be value to also request registration for charitable status, but that is not the task currently, as it creates increased requirements for administration and financial reporting that are felt to be premature at this stage of the development of imagiNorthern.

Guiding Principles

- The transition is focussed on implementing the governance and decision-making model that has been tested and solidified through the governance framework review process and ratified at the Summit in February 2026.
- imagiNorthern continues to deliver work (including hiring Champions to work) under the Flin Flon Arts Council as fiduciary while incorporation process is underway.
- Incorporation requires founding directors, articles of incorporation, bylaws (adopted right after incorporation), initial resolutions, and basic governance policies.
- The incorporation and governing documents should consider Indigenizing the language and concepts in keeping with the recognition of the dominance of indigenous peoples across Northern Manitoba / Saskatchewan.
- Membership can be recruited in parallel, but voting membership should be activated at the right time (so the first AGM/board election process is clean).

Phase 1: Creating the Transition Engine (By March 31)

By March 23	Step 1: Appoint a Transition Lead and small Working Group • Lead (TBD – current imagiNorthern project lead, project manager or champions coordinator, or another experienced person) • Legal support liaison (Manitoba Legal Clinic for the Arts) • Finance/administration liaison (FFAC, e.g. Lyn Brown) • Governance liaison (Steering Committee continuity, e.g. Andria Stephens or Kristy Janvier) • If desired, Inga Petri/Strategic Moves can continue to support the transition (under a new contract)
By March 27	Step 2: Familiarization with the ratified governance model

	• Transition team reviews the community-developed governance and decision-making model outlined in the Summit 2026 report; and any other materials that informed the final governance model. • Identifies any remaining gaps for comprehensive initial bylaws to reflect the decisions made (e.g. staggered terms for board members; descriptions of committees; powers of the board and so on)
By March 31	Step 3: Confirm the “Operating Under FFAC” structure If it does not already exist, create a simple written agreement/MOU between imagiNorthern network and FFAC describing: • fiduciary role, payment processing, contracting rules • budget authority and approval thresholds • reporting relationship and frequency • risk management (insurance, liability, approvals) • how staff / champion hiring and supervision works (who directs day-to-day), based on the governance review outcomes • gradual transition/handover plan once imagiNorthern is incorporated

Phase 2a: Recruit the Founding Board (March 23 to April 24)

March 25 to April 18	Step 4: Use the Founding Board recruitment document to launch a targeted “Founding Board Call” • Promote widely through various marketing channels (email, social media, website) while also undertaking targeted outreach • Work toward a similar composition of the founding board as the governance model stipulates
By April 24	Step 5: Screen and confirm founding directors • Use a small selection panel (Transition Group), if needed • Collect signed: consent to act as director and conflict-of-interest disclosure.

Phase 2b: Draft and Finalize Incorporation Documents (April 1 to May 15)

April 1 to April 10	Step 6: Draft Articles of Incorporation (federal) • Name search: “imagiNorthern” and “imagiNorthern Network” (confirm name availability ASAP) • Implement the outcomes of the Governance Summit 2026, captured in the <i>Proceedings Report and Governance Model Ratification</i>
April 8 to April 24	Step 7: Draft Bylaws

	• Implement the outcomes of the Governance Summit 2026, captured in the <i>Proceedings Report and Governance Model Ratification</i> • Identify any other elements and work with the transition team and founding board members to finalize
April 27 to May 6	Step 8: Founding Board review and “near-final” approval • Output: Board approved draft package (Articles, bylaws, any initial resolutions) • Do one working session to avoid endless/ contradictory email edits

Phase 3 – Build Membership and Launch pre-incorporation membership drive (May 4 to July 17)

This is about building legitimacy and a ready base **without** creating confusion about who votes on what before the not-for-profit corporation exists.

Jointly have the transition working group and initial founding board collaborate on membership recruitment

May 4 to 15	Step 9: Develop promotional approach • Comprehensive update on the imagiNorthern website related to the steps toward an independent not-for-profit organization ◦ The Summit Report ◦ Governance Model ◦ Hiring of Champions ◦ Why join (Membership drive) • “Founding Membership” sign-up now, voting begins after incorporation ◦ fee can be set to zero dollars at the outset • Membership landing page and sing up form online ◦ name, community, category (voting membership for individuals / organizations), north-of-53 confirmation ◦ practice area ◦ if an organization, name and contact of the delegate ◦ opt-in to mandate, vision, values ◦ consent to receive communications ◦ associate member sign-up
May 18 to July 17	Step 10: Run a very active founding membership campaign • steady recruitment across communities:

	• Champion-facilitated sign-up drives in local communities across the North • Ask partner organizations to amplify (Creative Manitoba, UCN, Manitoba Arts Network, local arts and food organizations etc.) • a clear “why membership matters” message (governance voice, legitimacy, momentum)
By July 17	Step 11: Meaningful founding membership list • Use the list to keep the founding members informed and engaged in the process throughout

Phase 4 - File Federal Incorporation and Get the Corporation Established (July 20 to August 31)

July 20 to July 31	Step 12: Name search (see Step 6) and final compliance checks Deliverable: cleared name and ready-to-file package.
By August 14	Step 13: File federal incorporation Deliverable: incorporation filed and approved under Canada Not-for-profit Corporations Act.
By August 31	Step 14: Hold the first official meeting of directors (organizational meeting) The founding board does this work. Deliverable: initial resolutions: • adopt bylaws • appoint officers (Chair, Treasurer, etc.) • approve banking plan • approve fiscal year-end • approve conflict-of-interest policy • approve membership activation date • approve transition plan from FFAC fiduciary arrangement Corporation is operational by September 1

**Phase 5: Activate Membership, Transition Finances and Start “Year 1”
(September 1 to October 31)**

September 1 to 25	Step 15: Convert “Founding Sign-ups” into official members Output: membership register + formal welcome and confirmation of voting rights start date.
September 14 to 30	Step 16: Plan the first AGM / member meeting Deliverable: schedule and agenda • confirm board (or run first election if you choose) • present transition plan • outline current champions program and work done to date • discussion of financial management and fund development • present / approve first annual workplan and budget Note: the AGM can be held as stipulated within the bylaws. It can take place after the end of the fiscal year, or sooner if founding board members wish to be replaced by elected board members sooner.
October 1 to 31	Step 17: Transition Plan with FFAC finalized and activated Deliverable: written handover schedule • banking and signing authority • transfer of contracts where needed; or establishment of sub-contracts for optimal clarity • any grant amendments or funder notifications • end date for FFAC fiduciary role (or continuation for a short period if needed)