



The Fredericton Society of Artists

Founded 1949

INTRODUCTION

The Fredericton Society of Artists was organized by twelve (12) painting members of the Fredericton Art Club.

They were – Mary Hashey, Maxine Hughson, Evelyn Manuel, Marguerite McNair, Mary Miller, Inez Haines, Marion Brown, Evelyn Wright, Mary Estey, Hazel MacLeod and Helen Kinghorn.

The Original mandate “to foster the practice of painting and graphic arts in Fredericton, and to co-operate with other organized bodies in support of similar interests,” and even to this day, this mandate is still valid for the Fredericton Society of Artists.

To meet this criteria, regular monthly meetings are held (except during the months of July and August) where members are encouraged to bring in a piece of art for discussion and critique by a professional or by their fellow members. Also these meetings provide us with benefits of fellowship with others who share our passion for this highly solitary activity of drawing, painting, etc...

Annually, we host a Spring and Fall Exhibit, where our Members Artistic endeavours are on display to the public and available for sale.

Throughout the year, we are invited to participate in juried exhibitions and various workshops, which again further encourages the creativity of individual Members.

In essence, we are a group of artistic people, who share a common interest, who assist and encourage others, regardless of their talent, age or experience to join us in the development of their artistic endeavours.

INTERPRETATION

Unless the context otherwise requires, the interpretations contained within these By-Laws are as follows:

- a. Member: a person who has completed The Fredericton Society of Artists application form and whose membership fees are paid.
- b. Masculine words include the feminine.
- c. Singular words include the plural.



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ARTICLE 1 – ORGANIZATION

Name:

101 – This organization shall be known as the “Fredericton Society of Artists”.

(1) Herein after called “ The Society”.

Purpose and Objectives

102 – The aim of this organization is foster the practice of painting and graphic arts in Fredericton, and to co-operate with other organized bodies in support of similar interests. It is encouraged of each member that he, or she, bring a piece of his, or her work to each general meeting. Exhibitions shall be held at the discretion of the membership, and at least once a year.

The Purposes and Objectives of the Society shall be:

- a. To constitute an association of those individuals and others, who support the purposes and objectives of The Society, which the association shall be democratic and non-sectarian, and shall not be affiliated to or connected directly or indirectly with any political party or organization;
- b. To further among themselves the spirit of friendship, mutual assistance, to foster and encourage the practice of the many mediums of fine arts;
- c. To encourage and where possible, promote, engage in, support and co-operate with other organized bodies in the pursuit of their artistic endeavors;

- d. To raise and co-ordinate funds to provide for the administration, operation, exhibits and workshops of The Society, and that these and other funds raised for such purposes are used in the interest of The Society; and
- e. To enhance and engage in activities which will be to the credit and benefit of the public and which will encourage and promote the positive reputation of The Society.

Policy

103 – The Policies affecting The Society and its members, shall be governed by the Rules and Regulations established by the By-Laws of The Society.

104 – No Society Officer or member shall make public any statement, oral or written as to the policy of The Society, in connection with any question or matter, unless or until such policy has been approved at a General and/ or Special Meeting, and/or by the Executive Committee of the Society.

- (1) If required, the President and/ or the Vice-President shall be the official spokesperson for The Society.

Financial and Fiscal Year

105 – The Financial and Fiscal Year of The Society commences the first (1st) of September of the current year to the thirty-first (31st) of August of the following year.

106 – Membership shall be open to those individuals who are in sympathy with and who subscribe to the Purposes and Objectives of The Society.

- (1) Also, Membership with The Society carries with it the expectation that members will assist with organizing activities by volunteering and/ or serving on Committees and assisting with events when requested, to ensure the success of The Society.

107 – Application for Membership shall be on a form approved and supplied by The Society. The Application Form shall be signed by the applicant and together with the Enrolment fee, shall be submitted to the Treasurer or to the President (and/ or his Representative).

(1) If unable to attend a particular meeting, the Application form and Enrolment fee can be mailed to the Treasurer of The Society.

(2) The Enrolment fee may be paid by cash and / or cheque made payable to The Fredericton Society of Artists

108 – The following guidelines shall apply for Membership:

Membership shall be open to individuals who are in sympathy with, and subscribe to the purpose of the organization.

a. Upon completion of the application form and annual fee for enrolment, returning and new members will be allowed:

(1) To participate in all the activities scheduled by The Society; and

(2) Those activities scheduled by other organizations, where The Society was requested to participate throughout the current fiscal year of The Society.

b. Potential and / or prospective members are encouraged to attend our meetings and participate in our critiques, however, they cannot bring in a piece of art to be critiqued; If space is available, prospective members may attend and participate in any workshops of The Society, upon payment of a non-member fee.

109 – The annual Enrolment Fee of The Society shall be determined from time to time by the Executive Committee and shall be subject to approval by two thirds (2/3) of those Members in attendance at the General Meeting of The Society.

110 – All monies received by The Society from all sources, shall be deposited forthwith in a designated account in a chartered bank or credit union which has been authorized and approved by the Executive Committee.

111 – All expenditures payable by The Society shall be paid by cheque and signed by (2) duly authorized signing officers, as established by the Executive Committee.

(1) At no time shall a blank cheque be signed. Ideally, all expenses and receipts should be presented during an Executive meeting and cheques issued at that time.

112 – With the exception of normal operating expenses, and any budget expenses any other or additional expenses, before being implemented or any commitment is made by The Society, the expenditure shall be reviewed and considered by the Executive Committee, and shall be subject to approval by two thirds (2/3) of those members in attendance at the General Meeting or any Special Meeting convened to consider the expenditure.

113 – It shall be the policy of this Society, than any thefts and/ or misappropriations of The Society's property or funds shall be reported to the local police authority for consideration and prosecution as a civil criminal conviction in Court.

Audit

114 – An audit of all financial books of record shall be carried out annually upon completion of the Financial and Fiscal Year of The Society and by an independent auditor as recommended by the Executive Committee.

(1) If possible, with the assistance of the Treasurer, the Auditors should consist of the Vice-President and another knowledgeable member of the Society.

115 – The report of the auditors shall be presented to the members of The Society for consideration at the General Meeting within 60 days after the end of the Financial and Fiscal Year of The Society.

Indemnity Clause

116 - By virtue of their office, any Officers, Executive Committee members and/ or Committee members of The Society, who in the execution of their duties and responsibilities shall not be held liable for any possible damage, legal suit, loss or bodily injury to which they are made a party by reason of being or having been an elected or appointed official of The Society, if:

- a. They acted honestly and in good faith with a view to the best interest of The Society; and
- b. They had reasonable grounds for believing that their conduct and/ or actions were lawful.

ARTICLE II – THE EXECUTIVE COMMITTEE

General

201 – There shall be an Executive Committee which shall conduct the affairs of the Society for a period of two (2) years from the date of election to office and they :

- a. shall have general supervision of the affairs of The Society between its business meetings;
- b. make suggestions for the general welfare, improvement and endeavour of The Society; and
- c. shall perform such other duties as assigned to them by the membership at a General Meeting.

202 – A majority of the Executive Committee shall constitute a quorum at an Executive Meeting.

203 – The Executive Committee shall normally meet on the third (3rd) Tuesday of each month, during the Financial and Fiscal Year of the Society, except during the months of July and August, or at the call of the President for:

- a. the transaction of current business
- b. the examination and discussion of any suggestions made to them as it concerns the welfare, administration and operation of The Society and
- c. any other business as may be introduced.

204 – Any member of the Executive Committee absent for three (3) consecutive Executive Meetings, without just cause, shall be removed from the Executive Committee.

205 – Under NO circumstances shall an Executive Committee member transact business or perform any service for which a fee, a salary, and / or a commission is paid by The Society.

Executive Committee Members

206 – The Executive Committee of this Society shall consist of:

- a. The immediate Past President;
- b. The President;
- c. A Vice-President;
- d. A Treasurer; and
- e. A Secretary

207 – Their tenure of office shall be for two (2) years from the date of election to office, however, if they desire

- a. they may be re-elected to another one (1) year term in the same office and
- b. No officer of the Executive shall hold the same office for more than (3) consecutive years.

(1) Normally in almost all organizations a reasonable rotation in office is desirable and it is recommended that an Executive Committee Member should not exceed beyond a third term in the same office. However, in some circumstances or organizations, it may not be feasible or possible, therefore if there are no candidates willing to assume the office and if the incumbent is willing to continue in that office they may be re-elected for another term.

Vacancies

208 – For any reason, whenever a vacancy occurs within the Executive Committee, the following shall apply:

- a. In the event that the Immediate Past President's office becomes vacant, the office may be filled for the remainder of the term by the appointment of a former President, so selected by the Executive Committee;
- b. In the event that the President's office becomes vacant, the Vice-President automatically becomes President for the remainder of the unexpired term;
- c. In the event that the Vice-President's office becomes vacant, the Executive Committee shall select a member of the Executive Committee to temporarily fill the position, and depending on the length of term remaining, this vacant office will be permanently filled by election at the next General Meeting of The Society;
- d. In the event that the President and Vice-President's offices become vacant at the same time, the Immediate Past President will temporarily assume the office of the President, and depending on the length of term remaining, these vacant offices will be permanently filled by election at the next General Meeting of The Society; and
- e. In the event that the Treasurer and/ or Secretary's office becomes vacant, the Executive Committee shall select a member of the Executive Committee to temporarily fill the vacant position, and depending on the length of term remaining, the vacant office will be permanently filled by election at the next General Meeting of The Society.

209 – Attached as Appendix I are the Terms of Reference outlining the Duties and Responsibilities of the Executive Committee Members.

ARTICLE III – COMMITTEES

301 – The Standing Committees of this Society shall be:

- a. Exhibits and Hanging;
- b. Internet and Website;
- c. Membership;
- d. Phone, Newsletter and E-Mail;
- e. Programs;
- f. Publicity;
- g. Social; and

h. Workshops.

302 – Prior to the September and/ or October General Meeting, the President in consultation with the Executive Committee shall:

- a. Appoint a Chairperson for each of these individual Committees from those members of The Society, who have volunteered and have shown a special interest to serve on a particular Committee, and ensure that these Committees are aware of their responsibilities.
- b. In addition, Committee Chairpersons may seek the assistance of other Society members in their Committee endeavors.

303 – In consultation with The Society's Executive, other Committees, Standing or Special, shall be appointed by the President from time to time, when necessary to carry out the affairs of The Society.

- (1) The membership at the General Meeting may request that a Special Committee or an individual be appointed to carry out a specific or special activity of The Society.

304 – The term of office for each Chairperson and each member of the Standing or Special Committee shall be concurrent with that of the elected members of The Society.

305 – Other than by expiration of term of office, the appointment of a Chairperson or any or all members of a Standing or Special Committee may be dismissed for just cause, by the President and/ or Executive Committee.

- (1) If need be, others may be appointed by the President and/ or the Executive Committee to fill the vacant positions.

306– The President may appoint, with the approval of the Executive Committee any member of The Society, to act in the interest of The Society on any Committee, inside or outside The Society, requiring such representation.

- (1) Such member's term of office shall expire once a new slate of Executive Members takes office, or the President deems to ensure continuity that the appointed member should remain or continue to serve as the representative of The Society.

307 – At the discretion of the President, Committee Chairpersons and/ or other Society Members may be requested to attend any Executive Committee Meetings.

308 – Under NO circumstances shall a Committee Chairperson and/or a Committee Member of this Society sign any contract or binding agreement that would commit The Society to financial responsibility without first securing the approval of the President and/ or Executive Committee.

309 – The President shall be an ex-officio member of all Committees, except the Nominating Committee.

310 – Attached as Appendix II are the Terms of Reference outlining the Duties and Responsibilities of these Standing Committees.

ARTICLE IV – NOMINATIONS AND ELECTIONS

Nominations

401 – April General Meeting, the President will ask for volunteers and/ or shall appoint a Nominating Committee of three (3), a chairperson and two (2) members, who have signified that they do not intend to run for office, to name a slate of candidates for the offices to be filled on the Executive Committee by election at the June Annual Social and General Meeting of The Society.

- (1) Those candidates so nominated shall have consented to stand for election.

402 – To be elected President or Vice-President, the candidate for office must have completed one (1) full year as a member of The Society and have actively participated throughout the fiscal year in the affairs and activities of The Society.

403 – The Nominating Committee cannot nominate themselves for any position on the Executive Committee.

- (1) However, once their report has been given at the June Annual Social and general Meeting, they may then be nominated from the floor.

Elections

404 – Once the Nominating Committee Chairperson report of selected candidates is presented, additional nominations may be made from the floor by the membership in attendance for any office that has to be filled.

- (1) Candidates nominated from the floor must be in attendance at the meeting, unless they have previously signified in writing that they would be willing to accept an office in The Society and they would be absent or unable to attend the meeting.

405 – Voting shall be by secret ballot when necessary and the Nominating Committee shall be the Scrutineers, and in the event that a Nominating Committee Member or Members have been nominated from the floor, the President will appoint a replacement or replacements from the membership in attendance to act as a Scrutineer or Scrutineers.

ARTICLE V – MEETINGS

General Meetings

501 – General Meetings of The Society are held for the purpose of carrying out the objectives and affairs of The Society, and wherever practical, the Order of Business shall be:

- a. Firstly, to consider any general business of The Society;

- b. Followed by a presentation and critique of individual members artistic endeavours, and/ or other planned activity.

502 – These General Meetings are normally held at seven (7) pm, on the fourth (4th) Tuesday of each month commencing in September until August the following year, with the following exceptions:

- a. The December General Meeting is the Annual Christmas Social evening, time and location to be decided at a previous General Meeting.
- b. The General Meeting in June of each year shall be known as the Annual Social and general Meeting for the:
 - (1) elections of Executive Members for the upcoming year;
 - (2) any other business that has to be considered prior to the summer recess; and/ or
 - (3) preceded or followed by a Social event.
- c. There will be NO General Meetings during the months of July and August, however, The Society may be invited to participate in other organizations activities, exhibits, etc. during these months.

503 – Where practical, the Membership of The Society shall be notified or reminded of the upcoming General Meeting and/ or other pertinent information concerning them or The Society, either by the Newsletter and/ or telephone call, and/ or E-mail.

Special Meetings

504 – The reason for Special Meetings (or called Meetings) is to deal with important matters that may arise between regular meetings and that urgently require action by The Society before the next regular General Meeting.

505 – A Special Meeting may be called by:

- a. The President;
 - b. or by at least three (3) members of the Executive Committee; and / or
 - c. at the request of at least eight (8) members of The Society.
- (1) Other than the President, the request shall be in writing, dated and signed by the members requesting the Special Meeting and once completed shall be submitted to the President to call the meeting.

506 – The purpose of the Meeting shall be stated in the call within fourteen (14) days upon receipt of the signed request, and where feasible, all members shall be notified of the Special Meeting at least seven (7) days prior to the holding of said meeting. Except in case of an emergency, at least three (3) days shall be given.

- (1) In the event that the President ignores the request, the matter or the subject can be introduced at the Society's next General Meeting.

507 – One third (1/3) of the Membership shall constitute a quorum for the General Annual and Special Meetings.

508 – In all matters of procedures "Robert's Rules of Order" shall apply and in the event that the above does not provide a solution, the Executive Committee shall exercise its discretion to resolve the situation.

ARTICLE VI – BY-LAWS AMENDMENTS

601 – These By-Laws:

- a. Shall not be amended or altered except upon a "Notice of Motion" which has been filled at a previous General Meeting of The Society. Such notice shall:
 - (1) state the change desired; and
 - (2) shall be signed by the Member presenting the same.

602 – These By-Laws and all amendments thereto, shall become effective only upon approval of the Membership of The Society.

- (1) At least two thirds($2/3$) of the Members present at the General and / or Special Meeting in favor of such proposed alterations and amendments, are needed to make them effective provided that the members have been notified thirty (30) days in advance of the meeting, and the proposed amendment circulated to them in writing.

603 – And further, these By-Laws shall be subject to review every two (2) years by the Executive Committee and / or a Special Committee established to conduct same.

The Society

GP Baianu

President

James Galt

Secretary

June 11, 2019

Date