

SOCIETIES ACT
CONSTITUTION AND BY-LAWS
OF
THE SUNSHINE COAST ARTS COUNCIL

ARTICLE 1 – NAME

The name of the Society is “THE SUNSHINE COAST ARTS COUNCIL”

ARTICLE 2 – MANDATE

The mandate of this Society is to provide and broaden opportunities for the citizens, artists and artisans of the Sunshine Coast to enjoy and to participate in local cultural activities.

The purpose of the Society is to nurture and broaden arts and culture opportunities through programs and events that seek to meaningfully engage with a wide range of audiences providing an opportunity for diverse communities to find connection with the arts. We focus on promoting cultural understanding and inclusiveness. We endeavour to make our organization safe for the artistic exploration or diverse perspectives and experiences. We seek to remove barriers to diversity within our organization and within the audiences and communities that we wish to serve in a respectful and supportive manner. To achieve this, we communicate with the membership and the public in an effective and proactive manner in response to the changing needs of the membership and communities of the Sunshine Coast. This will include financial responsibility, transparent decision making, sound human resource practices and role clarity among board, staff and membership. Also, we support a professional community of artists and seek robust and varied platforms to present their work.

ARTICLE 3 – PLACE OF OPERATION

The operations of the Society are to be chiefly carried on in the area known as the Sunshine Coast, from Howe Sound to Jervis Inlet, and the islands adjacent thereto, in the Province of British Columbia.

ARTICLE 4 – DISSOLUTION PROVISION

It is specifically provided that in the event of dissolution or winding up of the affairs of the Society, all its remaining assets, after payment of its liabilities, will be distributed to one or more recognized charitable organizations in British Columbia. This provision is unalterable.

BY-LAWS

ARTICLE 1 – MEMBERSHIP

- a) Membership in the Sunshine Coast Arts Council will include organizations, businesses and individuals engaged in or interested in cultural activities, subscribing to the above mandate and paying the annual dues set forth.
- b) On recommendation of the directors, Honourary Membership may be granted to a person for a period of one year by a two-thirds majority vote at a general meeting of the Society.

ARTICLE 2 – FEES

Annual fees for all classes of membership in the Sunshine Coast Arts Council shall be determined, from time to time, by the Board of Directors.

ARTICLE 3 – FISCAL YEAR

The Fiscal Year of the Society will end on the 30th day of June of each year.

ARTICLE 4 – OFFICERS AND DIRECTORS

- a) The officers of the Society will be: President, Vice-President, Secretary, Treasurer, and such additional officers as the directors may, from time to time, determine.
- b) There will be a Board of Directors with a minimum of five (5) members and a maximum of ten (10) members.

ARTICLE 5 – ELECTION OF OFFICERS AND DIRECTORS

- a) The Directors of the Society will be elected at the Annual General Meeting, one-half each year, will take office immediately and will hold office for two (2) years. Those who hold an Office but are terminating their position on the Board must remain in the position until new Officers are chosen at the next board meeting. The Directors may be re-elected to a maximum of three (3) times.
- b) At least four (4) weeks prior to the Annual General Meeting, the Directors will appoint a Nominating Committee, which will consist of two (2) members of the Society.
- c) The Nominating Committee will prepare a slate of directors for the ensuing year and will report the same at the Annual General Meeting. Nominations, from the membership, to the Committee may be made, in writing, up to two (2) weeks prior to the Annual General Meeting.
- d) Consent of a nominee for election, as a Director or Officer of the Society, must be obtained before their nomination.
- e) The BC Cultural Fund Advisory Committee will be informed of the names and addresses of the Directors, elected at the Annual General Meeting, and of any change of Directors.

ARTICLE 6 – REPLACEMENT AND REMOVAL OF OFFICERS

- a) Vacancies in offices and directorships may be filled by the Directors as they occur and as the Directors deem fit.
- b) The Society may, by extraordinary resolution, remove any officer or director before the expiration of their period of office and may, by ordinary resolution, appoint another member of the Society in their place. The extraordinary resolution will be a resolution passed by a majority of no less than two-thirds of the members present at a General Meeting of the Society, which not less than fourteen (14) days written notice has been given, stating the resolution to be presented.

ARTICLE 7 – DUTIES OF OFFICERS AND DIRECTORS

- a) The duties of the Officers and Directors of the Society will be such as are ordinarily performed and discharged by the respective Officers and Directors.
- b) The Board of Directors will be responsible for carrying on the business and activities of the Society.

ARTICLE 8 – MEETINGS

- a) The Annual General Meeting of the Society will be held within fifteen (15) months of the previous year's Annual General Meeting of the Society upon a date and at a time to be set by the Directors.
- b) Special General Meetings may be called by the Directors at any time.
- c) At least fourteen (14) days written notice of all Annual and General Meetings of the Arts Council will be given to the members, specifying the time and place of such meetings.
- d) At all General Meetings of the Society each individual member in good standing, who is personally present, will be entitled to one vote; and a delegated representative of each Organization/Business in good standing, if personally present, will be entitled to one vote.
- e) No business shall be transacted at any Annual or Special General Meeting unless a quorum consisting of fifteen (15) members will be present.
- f) Meetings of the Board of Directors will be held from time to time at the call of the President.
- g) At least seven (7) days notice will be given of all meetings of the Board of Directors.
- h) No business will be transacted at any meeting of the Board of Directors unless a quorum consisting of one-third (1/3) of members, of the board entitled to vote, will be present.
- i) If ten (10) members of the Society, in writing, request the calling of a Special General Meeting, specifying therein the object for which such a meeting is called, the President must call said meeting forthwith.

ARTICLE 9 – REVENUE AND EXPENDITURES

- a) All funds raised by donations, raffles, lotteries, admission charges and the sale of goods and services, or otherwise, by the Society or by any committee appointed by the Directors acting as such, will be considered general funds of the Society, and subject to the accounting procedures approved by the Board.
- b) Funds raised for declared and specific purposes will remain dedicated to those purposes. Notwithstanding the foregoing, and such funds which are found by the Board to be in excess of actual costs will be set aside for expenses arising from the declared project or for future projects of the same or a related nature.

ARTICLE 10 – BORROWING OF MONEY

The Directors may, upon a vote of two-thirds majority of membership attending General Meeting for specific purpose, raise or borrow any sum or sums of money for the purposes of the Society either at one time, or from time to time, at such rate of interest and in such manner and form, and upon such security as will be specified in such resolution; and for this purpose may mortgage, pledge, hypothecate and charge all or any part of the property of the Society now held or hereafter to be acquired; provided that in no case will debentures be issued by the Society without the sanction of an extraordinary resolution of the Society.

ARTICLE 11 – AUDITORS

The accounts of the Society will, as soon as practicable, after the end of the fiscal year be examined, and their correctness ascertained by one or more auditors, who will be appointed annually at the General Meeting.

ARTICLE 12 – INSPECTION

All books, accounts and records of the Society will be open for inspection by the Officers and Directors at all reasonable times and for inspection by members of the Society, in good standing, upon application to the Directors at such times and places as the Directors deem fit.

ARTICLE 13 – AMENDMENTS

The Constitution may be added to, altered or amended by a two-thirds majority of the members present at any Annual or General Meeting of the Society, provided that notice of such addition, alteration or amendment will be mailed/emailed to the members, in writing, at least fourteen (14) days prior to such a meeting.

ARTICLE 14 – SEAL

The Seal of the Society will be kept in the custody of the Secretary and will be affixed when necessary in the presence of any two (2) Directors.

ARTICLE 15 – ADDRESS

The address of the Sunshine Coast Arts Council, this Society, will be in the care of the Sunshine Coast Arts Council, Trail and Medusa Avenues, Post Office Box 1565, Sechelt, in the Province of British Columbia.