

FCA TORONTO BY-LAWS

Statement of Founding Principles

- The Toronto Chapter of the Federation of Canadian Artists (FCA) will be known as **FCA Toronto**.
- FCA Toronto is an autonomous, independent, volunteer association that operates in compliance with the Constitution and Bylaws of the FCA and its standards of conduct and code of ethics
- The mission of **FCA Toronto** mirrors that of the FCA at the national level, namely to:
 - advance the knowledge and appreciation of art and culture
 - offer exhibition, education, and communication opportunities in the visual arts
 - support and promote professional FCA member artists

1. Membership

1.1 Eligibility Rules

Membership in **FCA Toronto** is open to any visual artist:

- Who works in a medium that the national FCA accepts for exhibition purposes
- Who is an Active or Signature Status member of the national FCA in good standing
- Who is willing to comply with the By-Laws and Policies of **FCA Toronto**, plus those of the FCA
- Whose application has been accepted by the Executive of **FCA Toronto**, and
- Who has paid the prescribed chapter fees for the current year.

To be a member with **FCA Toronto**, an artist need not be a resident of Toronto or the Greater Toronto Authority. Artists living outside of Toronto are welcome to apply and participate in the Chapter's activities so long as they meet the criteria above.

All memberships with **FCA Toronto** will be registered with the FCA's head office in Vancouver.

1.2 Rights of Members

- All members in good standing shall be entitled to attend chapter meetings, to vote in general meetings, and to participate in the activities of the chapter.
- A member in good standing is one who has paid the prescribed fees of both FCA Toronto and the FCA for the current year, and who is not otherwise under any suspension.

- Provision shall be made for voting in person, and via web conference or email to encourage active participation.

1.3 Membership Fees

- FCA Toronto will prescribe an annual fee to cover operational costs that is distinct from the FCA fees artists pay directly to the FCA.
- The Chapter's Executive Committee will be responsible for determining the amount, timing and method of payment for fees, whether fees may be prorated, and any penalty for late payments.

1.4 Resignation

- A member may resign from the Chapter at any time with immediate effect.
- Non-payment of dues will constitute resignation.

1.5 Expulsion

The Expulsion process for FCA Toronto members who are not on the current Executive Committee will be as follows:

- A member may be expelled by a special resolution at an Executive Committee meeting.
- The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to respond before the special resolution is put to a vote.
- The decisions are final. There is no appeal process.
- Membership fees and exhibition fees will not be refunded in the case of expulsion.

2 Executive Committee

1. Composition

- The Executive Committee must consist of no fewer than five (5) officers to manage the business of the Chapter's affairs.
- Elected positions for the Executive Committee shall consist of five elected volunteer Executive Officers: President, Vice-President, Secretary, and Treasurer and Exhibition Chair.
- At its discretion, the Executive Committee may appoint up to two non-voting Members-At-Large, each of whom will have the authority of an officer.
- The immediate Past President shall also be a voting, ex-officio member of the Executive Committee.
- Executive Committee members are not entitled to any remuneration.

- The Executive may appoint any regular Chapter member in good standing to fill any vacancy occurring on the Executive between Annual General meetings.
- Any Executive Officer may be removed from office by special resolution for a cause considered sufficient by the majority at a General Meeting.

2.2 Extent of Executive Committee Powers

- The Executive shall have power to carry on the routine business of the Chapter and apply its policies.
- All expenditures in connection with the Chapter's affairs shall be authorized or confirmed by the Executive. The nature of and limit on expenditures that the Executive may authorize will be specified by chapter policy.
- When policies are to be amended, expired or replaced, they shall be referred to a General Meeting for discussion and resolution by members.

3 Executive Officers and Their Duties

3.1 President

- The President shall preside at all Annual General Meetings, Specific Meetings, and Executive Meetings of the Chapter.
- The President shall act as liaison between the Chapter and the Head Office of the FCA.
- The President has the responsibility of coordinating the work of the various committees and may be assisted in this by another member of the executive.

3.2 Secretary

- The Secretary shall conduct the correspondence of the Chapter, prepare and keep minutes of all meetings, and make these available to members upon request. Should the Secretary be unable to attend a meeting, the Executive can arrange for a substitute.
- Draft copies of the minutes should be sent to the President for approval prior to
- distribution. Should the Secretary be unable to attend a meeting, the Executive can arrange for a substitute.

3.3 Treasurer

- The Treasurer will have an overall responsibility for the Chapter's Bookkeeping and banking, keeping an accurate account of all money received and disbursed for the Chapter's account.
- Prepare an annual financial report for the Annual General meeting.
- The Treasurer shall be responsible for the collection of the accounts receivable, the payment of accounts payable, and other financial matters pertaining to the Chapter.
- At the request of the Executive, the Treasurer can submit interim financial statements.

- Chapter's Bookkeeping and Banking can include:
 - 1. tracking exhibition expenses and revenue.
 - 2. tracking operating expenses like web costs, bank fees, and insurance premiums.
 - 3. reconcile our accounts with our bank statements every few months to ensure nothing was missed or incorrectly categorized.

3.3 Website coordinator

- Manages and coordinates all aspects of the Federation of Canadian Artists Toronto's website (FCA Toronto).
- Liaison with technical support when required: for example, server host (paid) for the website.
- Liaison with the Treasurer for the necessary paid services required to operate a website: hosting, domain name renewal, paid apps...
- Update required apps (paid and free) that maintains the security of the FCA Toronto's website.
- Update and refresh information on the website, for example, but not limited to: call for entry, exhibitions and member information.
- Liaison with the Membership Coordinator to keep the membership information up to date.

Liaison with the Social Media Coordinator and the Graphics Coordinator to maintain that the image of FCA Toronto is projected throughout all social channels.

3.4 Exhibition Coordinator

- Searches for suitable Galleries, public or commercial to host FCA shows and liaises with such galleries. Other possible events might be available too such as participation in the Sunnybrook Hospital Fundraiser. Goal is for 2 shows/annum that will offer the opportunity to members to earn points towards signature status applications.
- For official FCA show status, submits a jury application form to FCA headquarters to organise a team of suitable jurors (2 SFCA and 1 AFCA) and to set up and receive the submissions. For this, all dates must be decided several months ahead.
- May select other local juror(s) for live jurying to determine the award winners (possible curators and gallery owners).
- Requests our graphic design/communication/social media people to advertise the submission information for shows. The design for flyers will be sent to members to advertise the show.

3.5 Social Media Chair

- Prepare posts to promote FCA Toronto shows and events in our social media pages.
- Receive FCA National jury results and organize in an excel file from the PDF file provided.

- Prepare posts to promote each show, the artists and prize winners, using the posters provided.
- Prepare posts that display each artwork selected, including useful information such as artist name, artwork name, size and media, links to the online show and art gallery, and schedule daily posts in Facebook and Instagram
- Manage social media posts from FCA Toronto members
- Communicate with FCA National Art Avenue manager to promote our shows and events in the Art Avenue magazine.

4. Meetings

4.1 Annual General Meeting

- The Annual General meeting (AGM) of the Chapter shall be held online not later than November 30 in each year at a time and place decided by the Executive.
- members will be advised in writing at least 45 days prior to the AGM.
- To be eligible to vote in an annual general meeting, members must be members in good standing of FCA Toronto for at least 30 days prior to the meeting date.
- The AGM agenda shall include the consideration of:
 - the financial statements
 - the appointment of the auditor or waiver of such appointment
 - the election of the Executive Committee

4.2 Special Meetings

- The Executive Committee may choose to hold special meetings throughout the year as needed
- The President may call a Special Meeting of the Chapter due to extraordinary situations arising.
- Advanced notice of meeting dates and places will be given to the affiliates at least 7 days prior to the meeting date.

4.3 Quorum

- To achieve a quorum at any General or special meeting, at least 10% of the affiliates in the Chapter must be present. (either in person or online remotely via web conference, or via proxy) and be in good standing.

4.4. Executive Committee Meetings

- There shall be an Executive Committee meeting held at least once every other month.

- The time, place and format of the meeting shall be at the discretion of the President, who must provide Executive Committee member advanced notice at least 7 days prior to the meeting date.
- Participation remotely via teleconference or web conference is acceptable as an alternative to participation in person.
- A vote of the majority shall prevail. Should the vote among Executive Officers be split evenly, the President shall have the deciding vote.
- The Secretary of the Chapter shall maintain appropriate minutes of all meetings and these shall be made available upon request by any affiliate.

5. Nominations and Elections

5.1 Elections and Terms of Office

- All elected Executive Officers will serve a term of two (2) years.
- Terms for President and Secretary will end on even years, but office holders are eligible for re-election at the AGM.
- Terms for Vice-President and Treasurer will end on odd years, but office holders are eligible for re-election at the AGM.
- Any officer may be re-elected to the same or other office.

5.2 Nominations

- Not less than one month prior to the AGM, the Executive shall appoint a nominating committee of not less than two members.
- The nominating committee shall nominate at least one eligible member for each office on the Executive.
- The list of such nominations shall be circulated to Chapter affiliates not less than 10 days before the AGM.
- Other nominations duly made and seconded by affiliates in good standing may be submitted in writing to the Secretary prior to the AGM or made orally at the meeting.

5.3 Eligibility for Executive Office

- Any member of the Chapter, including members of the nominating committee, shall be eligible for nomination if he/she is an affiliate in good standing and has consented to the nomination.
- Candidates for all Executive positions shall also satisfy two further conditions:
 - They are FCA members with Exhibiting status, or AFCA or SFCA signature status.

- They have been a member with the Chapter for at least 2 years prior to the nomination

7 Finance and Accountability

7.1 Finances

- The Chapter shall open up a bank account that will be maintained by the Treasurer.
- The Chapter shall be self-supporting in all activities. Borrowing powers may be exercised only by special resolution of the Chapter.
- Any net revenues generated from chapter membership fees, submissions fees, sales commissions from local and online exhibitions, and workshops shall go to the treasury of the Chapter.
- All expenditures for local and online exhibitions, workshops, publicity, meetings, and other operating expenses shall be paid for by the Chapter out of the treasury.

7.2 Accountability

- A report of the Chapter's finances shall be prepared by the Treasurer and presented at the Annual General Meeting.
- The financial statements of the Chapter may be inspected by any chapter affiliate at such time and place as the Executive may designate.

8. Amendment of By-Laws

- These By-Laws may be amended only by special resolution of the Chapter at the AGM by affiliates who are present and entitled to vote.
- A resolution to amend the By-Laws must be passed by a majority of 66 and 2/3 percent.
- Advanced notice of an intention to propose the special resolution must be communicated to the chapter affiliates at least 21 days prior to the date of the general meeting.

9. Rules

In all matters of procedure not specified in the By-Laws of the Chapter, Roberts Rules of Order shall apply.

10 Dissolution

Upon dissolution of the Chapter, any assets remaining after paying debts and liabilities are to be disbursed to the Federation of Canadian Artists in Vancouver, British Columbia, which is a registered charity, No.118913920RR0001.