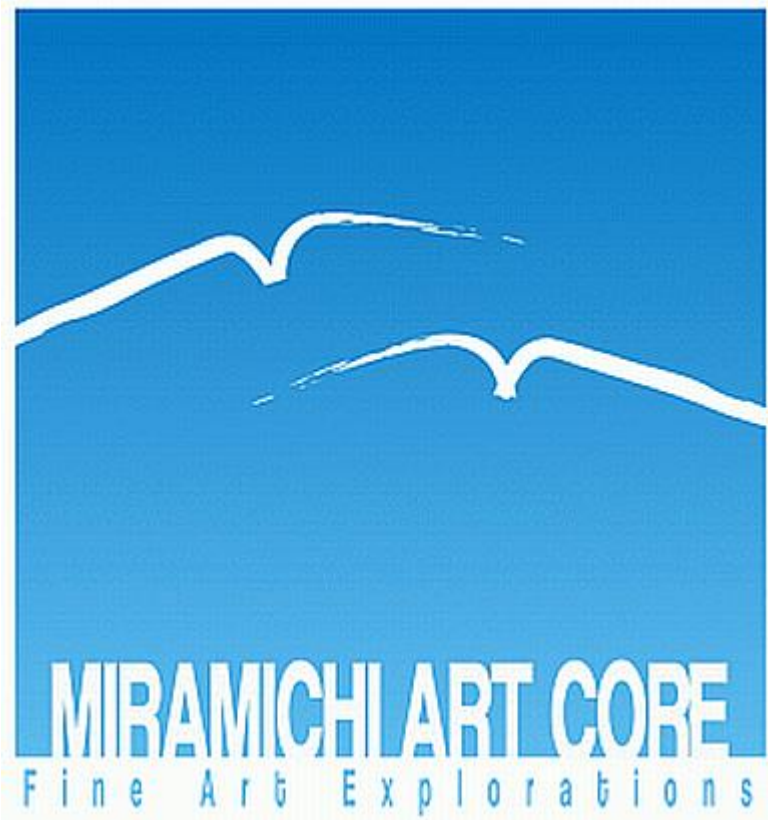


Constituion  
and By-Laws

2010



**Miramichi  
Art Core**

# Table of Contents

|   |          |
|---|----------|
| <b>PART A - CONSTITUTION .....</b>                              | <b>4</b> |
| <b>ARTICLE 1. NAME.....</b>                                     | <b>4</b> |
| <b>ARTICLE 2. PURPOSE OF ASSOCIATION .....</b>                  | <b>4</b> |
| <b>ARTICLE 3. LIMITATIONS.....</b>                              | <b>4</b> |
| SECTION 3.1 PURPOSE .....                                       | 4        |
| SECTION 3.2 USE OF FUNDS.....                                   | 4        |
| SECTION 3.3 DISSOLUTION OF THE ORGANIZATION .....               | 4        |
| <b>ARTICLE 4. MEMBERSHIP.....</b>                               | <b>4</b> |
| SECTION 4.1. DISCRIMINATION.....                                | 4        |
| SECTION 4.2. ACCESS TO MEMBERSHIP.....                          | 4        |
| SECTION 4.3. CLASSES OF MEMBERSHIP.....                         | 4        |
| <b>Active Member.</b> .....                                     | 5        |
| <b>Active Exhibiting members.</b> .....                         | 5        |
| SECTION 4.4. DUES.....  | 5        |
| SECTION 4.5. OTHER FEES.....                                    | 5        |
| SECTION 4.6. MAINTENANCE OF MEMBERSHIP .....                    | 5        |
| SECTION 4.7 REIMBURSEMENT OF FEES .....                         | 5        |
| SECTION 4.8 ADHERENCE TO EXHIBITING GUIDELINES .....            | 5        |
| SECTION 4.9 MEMBERSHIP YEAR.....                                | 5        |
| <b>ARTICLE 5. OFFICERS AND BOARD .....</b>                      | <b>5</b> |
| SECTION 5.1 OFFICERS .....                                      | 5        |
| SECTION 5.2 TERMS OF OFFICE.....                                | 5        |
| SECTION 5.3 OFFICER VACANCY.....                                | 6        |
| SECTION 5.4. THE BOARD .....                                    | 6        |
| <b>ARTICLE 6. DUTIES OF OFFICERS .....</b>                      | <b>6</b> |
| SECTION 6.1 PRESIDENT .....                                     | 6        |
| SECTION 6.2 VICE-PRESIDENT.....                                 | 6        |
| SECTION 6.3 SECRETARY.....                                      | 6        |
| SECTION 6.4 TREASURER.....                                      | 6        |
| <b>ARTICLE 7. STANDING COMMITTEES .....</b>                     | <b>6</b> |
| SECTION 7.1 SELECTION OF COMMITTEE CHAIRS/CO-CHAIRS .....       | 6        |
| SECTION 7.2 SPECIAL (ADHOC) COMMITTEES .....                    | 7        |
| SECTION 7.3 RESPONSIBILITIES OF COMMITTEE CHAIRS/CO-CHAIRS..... | 7        |
| <b>ARTICLE 8. MEETINGS.....</b>                                 | <b>7</b> |
| SECTION 8.1 REGULAR MEETINGS.....                               | 7        |
| SECTION 8.2 ORDER OF BUSINESS.....                              | 7        |
| SECTION 8.3 ANNUAL MEETING .....                                | 8        |
| SECTION 8.4 SPECIAL MEETINGS.....                               | 8        |
| SECTION 8.5 QUORUM.....   | 8        |

|  |           |
|--|-----------|
| SECTION 8.6 VOTING.....  | 8         |
| <b>ARTICLE 9. AMENDMENT .....</b>                              | <b>8</b>  |
| SECTION 9.1. AMENDMENTS TO CONSTITUTION AND/OR BY-LAWS.....    | 8         |
| SECTION 9.2 REVIEWS .....                                      | 8         |
| <b>ARTICLE 10. RULES OF ORDER .....</b>                        | <b>8</b>  |
| <b>PART B-BYLAWS .....</b>                                     | <b>9</b>  |
| <b>BL-1 EXHIBITING GUIDELINES .....</b>                        | <b>9</b>  |
| WHO CAN EXHIBIT.....   | 9         |
| OBLIGATIONS AND RESPONSIBILITIES OF EXHIBITING MEMBERS.....    | 9         |
| CRITERIA FOR HANGING ART .....                                 | 9         |
| COMMISSIONS TO MIRAMICHI ART CORE .....                        | 10        |
| <b>BL-2 MEMBERSHIP FEES.....</b>                               | <b>10</b> |
| <i>ACTIVE MEMBERS.....</i>                                     | <i>10</i> |
| <i>ACTIVE EXHIBITING MEMBERS .....</i>                         | <i>10</i> |
| <b>BL-3 ORDER OF BUSINESS .....</b>                            | <b>11</b> |
| <i>Regular meetings.....</i>                                   | <i>11</i> |
| <i>Annual meetings.....</i>                                    | <i>11</i> |
| <i>Special meetings.....</i>                                   | <i>11</i> |
| <b>BL-4 EXHIBIT LIABILITY WAIVER - MIRAMICHI ART CORE.....</b> | <b>12</b> |

**CONSTITUTION AND BYLAWS OF THE  
MIRAMICHI ART CORE**

## **Part A - Constitution**

This part provides the general operating principals of the organization. Generally this part will not change from year to year after initial approval although it can be changed by a 2/3 vote of the membership at an annual meeting.

### **ARTICLE 1. NAME**

This organization shall be called the **Miramichi Art Core** herein referred to as MAC.

### **ARTICLE 2. PURPOSE OF ASSOCIATION**

The purpose of this organization shall be to provide a forum for the discussion and exchange of ideas and information related to the visual art world; to educate the general public; to open up avenues for members to show their work in order to promote and gain recognition; and to offer constructive criticism and encouragement to members in the pursuit of individual and joint art endeavors

### **ARTICLE 3. LIMITATIONS**

#### **SECTION 3.1 PURPOSE**

The organization shall participate only in those activities which are in keeping with the purpose and objectives stated in this Constitution.

#### **SECTION 3.2 USE OF FUNDS**

Funds of the organization shall be used for MAC-related purposes upon approval of the members.

#### **SECTION 3.3 DISSOLUTION OF THE ORGANIZATION**

Upon dissolution of this organization, after all fines and obligations are met, the remaining assets shall be distributed to a Miramichi not-for-profit charity organization approved by a two-thirds (2/3) vote of the current active membership.

### **ARTICLE 4. MEMBERSHIP**

#### **SECTION 4.1. DISCRIMINATION**

This organization shall not discriminate against applicants on the basis of race, color, gender, age, religion, or national or ethnic origin.

#### **SECTION 4.2. ACCESS TO MEMBERSHIP**

Membership is open to any adult who is an artist, a past artist, or a supporter of the visual arts.

#### **SECTION 4.3. CLASSES OF MEMBERSHIP**

#### 4.3.1 Active Member.

The class of membership shall be a voting membership of any adult, that wish to attend MAC meetings and functions, but that do not wish to exhibit. The annual membership dues for this class of membership shall be \$10 per year. This fee shall be paid not later than March 30 for the current year.

#### 4.3.2 Active Exhibiting members.

All paid-up active members that wish to attend to exhibit their art and that are willing to assist with the setup and operation of the exhibiting space. The annual exhibiting membership fee shall be \$30 per year in addition to the normal membership fee. This additional exhibiting fee shall be paid not later than May 1 of the current year.

### SECTION 4.4. DUES

The annual dues for all classes of membership shall be reviewed annually and determined by a vote of the members.

### SECTION 4.5. OTHER FEES

Members may be assessed other additional fees as determined by a majority vote of the current active members. Such fees shall be paid not later than 30 days after such vote.

### SECTION 4.6. MAINTENANCE OF MEMBERSHIP

Members wishing to maintain an active membership in MAC must attend a minimum of 3 meeting per calendar year. Those that have paid their annual membership fee, but have not maintained their active membership must pay a further \$10 reinstatement fee.

### SECTION 4.7 REIMBURSEMENT OF FEES

Inactive members shall not be entitled to have a membership fee reimbursement.

### SECTION 4.8 ADHERENCE TO EXHIBITING GUIDELINES

Exhibiting members must agree to follow the guidelines which govern exhibits and shows organized by MAC as detailed in the By-Laws **Section BL-1 - Exhibiting guidelines**. These guidelines may be revised when such changes are approved by a vote of the members.

### SECTION 4.9 MEMBERSHIP YEAR

The membership year shall begin on January 1 and end on December 31.

## ARTICLE 5. OFFICERS and BOARD

### SECTION 5.1 OFFICERS

The officers of this organization shall be President, Vice-President, Secretary, and Treasurer.

### SECTION 5.2 TERMS OF OFFICE

The term of office for the President, Vice-President and Secretary shall be two (2) years. The term of office for the Treasurer shall be (3) years. Officers shall be elected at the Annual Meeting and shall assume office at that time. No officer shall be eligible to serve more than two (2) consecutive terms in the same office unless the additional term is approved by a two-thirds (2/3) vote of members present.

## SECTION 5.3 OFFICER VACANCY

In the event of a vacancy in office, the President shall appoint a replacement, for the period remaining for the office, with the approval of the other remaining officers.

## SECTION 5.4. THE BOARD

The Board shall consist of the current officers and the chairs of each of the standing committees.

# ARTICLE 6. DUTIES OF OFFICERS

## SECTION 6.1 PRESIDENT

The president shall preside at all meetings of the organization.

## SECTION 6.2 VICE-PRESIDENT

The vice president shall assist the President and assume the duties of the President in his/her absence. The Vice-President shall assume the position of President at the end of the president's term of office.

## SECTION 6.3 SECRETARY

The Secretary shall keep all records of the MAC and shall keep minutes, including roll calls, of the Board and of all general and special meetings. The Secretary shall send out notices of meetings, shall attend to all correspondence of the MAC, and shall file any required certificates.

## SECTION 6.4 TREASURER

The treasurer shall be the custodian of the funds of the MAC, shall receive all monies, and shall make payments of all approved expenses. The Treasurer shall keep accurate accounts, present financial reports at membership meetings, prepare an annual report, prepare an annual budget, and submit all records for annual audit. The Treasurer shall file all necessary forms.

## SECTION 6.5 PAST PRESIDENT

The past president shall assist the president. This position is intended to help the Association more effectively make the transfer to a new president and to provide some additional experience within the officers of the Association.

# ARTICLE 7. STANDING COMMITTEES

## SECTION 7.1 SELECTION OF COMMITTEE CHAIRS/CO-CHAIRS

Miramichi Art Core may have the following committees. It is not expected that all committees will be operational all of the time. However, when formed these guidelines provide a guided for operation of the committees in effect.

The chairs or co-chairs of all committees shall be selected at the annual meeting by a vote of the membership shall serve for a two (2) year term and shall, upon appointment become a member of the Board.

Standing Committees shall include the following:

- a. Exhibiting, Hanging/Receiving Committee,
- b. Art News Committee,
- c. Publicity Committee
- d. Web-site Committee,
- e. Education and workshop Committee,
- f. **Adhoc Committees**

Chairs/Co-Chairs of all standing committees shall report on their activities and submit a short written report presented at the Annual Meeting.

## SECTION 7.2 SPECIAL (ADHOC) COMMITTEES

Special committees may be appointed by the Officers as needed.

## SECTION 7.3 RESPONSIBILITIES OF COMMITTEE CHAIRS/CO-CHAIRS

a.) Exhibiting, Hanging/ Receiving Committee: – responsible, with the assistance of other members

- for the procuring and scheduling of art shows for MAC members
- the coordinating, receiving, hanging, and pick up of artwork at MAC exhibits.
- determining the eligibility of members for participation in each show. (Exhibits shall be operated in accordance with the **“Exhibiting Guidelines” in BL-1**)

b.) Art News Committee:- responsible for publishing and circulating news of MAC and activities relevant to members.

c.) Publicity Committee:- responsible for news-releases, media information, information to new members, brochure, and articles and pictures relevant to MAC activities.

d.) Website Committee: - responsible for the development, maintenance and operation of the MAC website in accordance with the wishes of the active members.

## ARTICLE 8. MEETINGS

### SECTION 8.1 REGULAR MEETINGS

A minimum of six (6) meetings shall be held each year. Meetings shall be held on the third Saturday of the month, unless changed by a vote of the members at the previous meeting. Additional meetings may be called by the President or Executive Board.

### SECTION 8.2 ORDER OF BUSINESS

The Order of Business at regular, annual and special meetings of the organization shall be as detailed in the current bylaws.

### SECTION 8.3 ANNUAL MEETING

The Annual Meeting shall be held in the month of May for the purpose of electing officers, filing of annual reports, and transaction of any other business. Active Members shall be notified via email or phone call at least two (2) weeks prior to the date of the meeting.

### SECTION 8.4 SPECIAL MEETINGS

Special meetings shall be called upon the request of the President, or upon request of at least two (2) members of the Executive Board, or upon request of fifty (50) percent of the members of MAC. Notice of special meetings, stating the purpose of the meeting and by whom it was called, shall be sent out by the Secretary to each member at least two (2) weeks in advance of the meeting.

### SECTION 8.5 QUORUM

Seven (7) members shall constitute a quorum at any regular meeting. 50% of the current active members shall constitute a quorum for the annual meeting. A quorum must be present before any new business can be transacted.

### SECTION 8.6 VOTING

Voting shall be by a voice and a printed ballot shall be used where it appears that the votes for or against a motion are unclear via a voice vote.

## ARTICLE 9. AMENDMENT

### SECTION 9.1. AMENDMENTS TO CONSTITUTION AND/OR BY-LAWS

The constitution and/or bylaws can be amended by a two-thirds (2/3) vote of active members.

### SECTION 9.2 REVIEWS

The constitution and/or bylaws shall be reviewed and amended where needed, upon a vote of the active members, at the annual meeting.

## ARTICLE 10. RULES OF ORDER

Roberts Rules of Order shall be the parliamentary authority for all matters of procedure not covered by these bylaws.

## Part B-Bylaws

This part contains the day-to-day operating guidelines for our organization. It is expected that these bylaws will be amended when required as the association grows and changes.

### *BL-1 Exhibiting Guidelines*

These guidelines are provided to assist the Exhibiting Committee in the performance of their responsibilities. The application of these guidelines are intended for use when an art exhibit is organized and/or operated by the Miramichi Art Core are not intended to interfere with exhibits arranged by Art Core members on their own and not sponsored by MAC.

#### WHO CAN EXHIBIT

Each member must meet the following criteria before being accepted as an exhibiting member for gallery display or for exhibits organized and coordinated by the Miramichi Art Core.

1. Only paid-up “Exhibiting Members”, as of May 31 in the current calendar, year shall qualify to participate. Those that join as Exhibiting Members after this date may be included in “non-gallery” displays only, that are organized by MAC in the current year.
2. Each “Exhibiting Member” must sign the “Exhibit Liability Weaver” form (BL-4 ) before any art will be accepted for hanging.
3. Each “Exhibiting Member” must provide an up-to-date “artist statement” or biography suitable for inclusion in a display binder provided by Miramichi Art Core for review by the public.
- 4.

#### OBLIGATIONS AND RESPONSIBILITIES OF EXHIBITING MEMBERS

Each exhibiting member must be prepared to assist and share equally with other exhibiting members the:

1. exhibit preparation,
2. organization of the exhibit facility and display space
3. keeping the gallery open for their scheduled supervision period
4. sale of exhibited member art, collection of money from sales, and recording of sale details
5. clean-up of the exhibit facility
6. task of finding a replacement for their supervision period when for some reason they will not be able to complete their scheduled time
7. assisting the Publicity Committee in generating interest in the exhibit
8. making sure that the exhibit space is secured at the end of their supervision period.

#### CRITERIA FOR HANGING ART

The following list outlines the *minimum* criteria for having work accepted for hanging.

1. All work must be original to the artist. This may include prints of original work completed by the artist.
2. Artistic Works accepted for hanging will include:
  - a. Oil, acrylic, watercolour, casein, tempera, Pastels and encaustic work
  - b. Mixed media paintings
  - c. Drawings or sketches completed in ink, pencil, charcoal, pastels or other media

d. Woodburnings

e. Photographs

3. All work must be presented in a professional manner. This includes, but may not be limited to the following:
  - a. All works in oils or acrylics must have a suitable frame and a secure method of hanging the work for display. Generally this will be a wire for hanging or some other type of hanging fastener. If the work is completed on a "gallery type canvas" then a frame need not be used but a secure means of hanging the work must be attached to the canvas.
  - b. All watercolours, prints, drawings, or sketches must be framed, covered with glass, and include a secure method of hanging.
4. The total number of pieces selected for gallery display must be within the calculated gallery space assigned to each gallery member. This space is based on the total gallery wall space divided by the number of paid-up "Exhibiting Members", as of May 31 in the current year.

#### COMMISSIONS TO MIRAMICHI ART CORE

1. A commission of 10% shall be collected by the Miramichi Art Core from the sale of all art placed by exhibiting members. Money collected through the sale of art shall be deposited to the Miramichi Art Core
2. Any payments due artists shall be made by cheque to the exhibiting member at the end of each two week period.

#### BL-2 MEMBERSHIP FEES.

##### ACTIVE MEMBERS

The annual fee for Active Members shall be \$10, effective January 1, 2010

##### ACTIVE EXHIBITING MEMBERS

The annual fee for Active Exhibiting Members shall be based on the Active members fee plus an additional fee of \$30, effective January 1, 2010

## BL-3 ORDER OF BUSINESS

### Regular meetings

1. Call to order, approval of agenda
2. Reading and approval of the minutes of the prior meeting,
3. Reports
4. Business from the minutes,
5. Monthly Art Challenge
6. New Business, and
7. Adjournment.

### Annual meetings

1. Call to order, approval of agenda
2. Reading and approval of the minutes of the last annual meeting,
3. Business arising from the minutes,
4. Reports,
5. New Business, and
6. Adjournment.

### Special meetings

1. Call to order, approval of agenda
2. New Business, and
3. Adjournment.

## BL-4 EXHIBIT LIABILITY WAIVER - MIRAMICHI ART CORE

Name of Artist: \_\_\_\_\_

(Please print name)

I understand and agree that:

- I have expressed an interest to display art work at a Gallery operated by the Miramichi Art Core
- I am aware that Miramichi Art Core does not insure or agree to be responsible for any theft, damage, or loss of any of my art work. I freely choose to exhibit in the Gallery and I agree to accept any and all loss, theft, or damage resulting directly or indirectly from my participation in these activities.
- In return for the benefits of displaying my work, I agree both, not to sue or to hold the Miramichi Art Core, its officers, its employees, its agents, and its volunteers for and from liability and responsibility for any loss, theft, or damage connected with my participation in the Gallery exhibitions.
- I understand that this release is intended to protect Miramichi Art Core, its officers, its employees, its agents, and its volunteers from any claim of negligence (the failure of reasonable care.)
- I understand that this is a release from liability, a hold harmless agreement, and an assumption of risk agreement.
- I understand that this is a legally binding contract between the Miramichi Art Core and me and that it is binding on myself, my heirs, or anyone making a claim.
- I have carefully read this agreement and fully understand its content. I sign of my own free will.
- I give Miramichi Art Core permission to use photos taken in the gallery for promotional purposes for Miramichi Art Core.

Signature \_\_\_\_\_

Date \_\_\_\_\_