

THE ONTARIO SOCIETY OF ARTISTS CONSTITUTION

Revised 2021

Article I

General

- (a) The name of this society shall continue to be the Ontario Society of Artists.
- (b) Its object shall be the encouragement of the visual fine arts.
- (c) The Ontario Society of Artists shall continue to be a non-profit organization.
- (d) The rules according to parliamentary practice shall govern the Society in all cases to which they are applicable, and in which they are not inconsistent with the rules or the by-laws of the Ontario Society of Artists.

Article 2

Membership

- (a) Members shall be visual artists practicing in the fine arts, residing in Ontario at the time of their election.

Article 3

Officers

- (a) Only members of this Society are eligible to become officers.

- (b) The officers of the Society shall be the president, the vice-president, the treasurer, and the secretary.
- (c) The president, or in his/her absence the vice-president, shall preside at all meeting of the Society. If both be absent, a chair shall be chosen from the members present at the meeting.
- (d) The president may appoint a deputy to act for him/her where this constitution specifically so provides.
- (e) The president and the vice-president shall be *ex-officio* members of all committees except the selection committees, of which the president or his/her deputy shall act as chair.
- (f) The treasurer shall be custodian of all funds of the Society. S/he shall ensure that the Society's money is deposited to the credit of the Society in a chartered bank or trust company in Ontario. None of the Society's funds shall be paid out except by cheques signed by any two of: the president, the vice-president, and the treasurer.
- (g) The treasurer shall be responsible for:
1. keeping books of account which shall be open to inspection by members at any reasonable time
 2. furnishing a brief financial statement at ordinary business meetings
 3. furnishing, upon request, given a time prior thereto, a full financial report to a meeting called for the purpose of considering one.

(h) The secretary shall be responsible for the performance of all secretarial duties required by the Society.

(i) An auditor shall be appointed to audit the accounts of the Society. For accounting purposes, the fiscal year is to end on April 30.

Article 4

The Executive Council

(a) There shall be an executive council composed of the president, the vice-president, the treasurer, the secretary, and eight elected members. Any past president may be a member of the executive and retain voting privileges. The immediate past president has the right to sit on the Executive and be a member of one or more committee(s). In addition to the powers expressly conferred herein, it shall have power to act in all business which does not necessarily come before the Society for action.

In particular, the Executive Council may:

1. suspend or cancel the membership of any member whose fees are in arrears for up to one year.
2. re-instate any former member
3. approve expenditures of up to \$1,000. - beyond the approved budget
4. approve the appointment of all staff and their remuneration.

Article 5

Meetings

(a) There shall be an annual general meeting. At this meeting, the president shall report on the Society's activities of the past year, and the treasurer's financial report and budget shall then be presented.

The officers and the executive council shall then be elected.

(b) In addition to the Annual General Meeting, a general meeting of the Society shall be held a minimum of two (2) times a year.

(c) The executive council shall have a minimum of eight (8) monthly meetings a year, and also as directed by the president.

(d) The president

1. may at his or her discretion call a special meeting of the Society

2. shall do so upon a request signed by five (5) members. The business to be considered at a special meeting shall be described in the notice thereof.

Article 6

a) New Members Nominating Committee

1. There shall be a New Members Nominating Committee chair appointed by the Executive Council. The chair must be a member other than the president.

2. There will be a New Members Nominating Committee selected annually from members of the Society who are in good standing.

3. The New Members Nominating Committee of five (5) members will represent a wide range of artistic disciplines, and will be

responsible for pre-selecting from all of the applicants those whose work and achievements and motivation are consistent with the quality we are seeking. The committee will recommend the pre-selected applicants for final jurying by the general membership.

4. To provide continuity, the Chair of the New Members Nominating Committee will serve as a member of the following year's committee, in a role other than as chair.

Revision to Article 6 part b)3 accepted by membership at the General meeting on June 10, 2018

b) New Membership Election

1. Any artist residing in Ontario may apply for membership.

2. The Society will publish annually an invitation for membership, and applicants shall provide representative examples of their work and other materials as specified in the published invitation.

3. There will be a general members meeting at which the pre-selected applicants are presented by the New Members' Nominating Committee and which the applicants' original work is presented digitally for viewing, along with their biographies and artists' statements. Open discussion and voting by ballot will follow. Ballots will be counted by a minimum of three (3) members of the New Members' Nominating Committee. Membership will be offered to those applicants who gain more than fifty percent of the votes of the members present.

4. In addition, an artist who has shown work in two (2) or more Annual Open Juried Exhibitions in the past five (5) years, will be

accepted for final jurying as described in clause 3.

5. The chair of the New Members Nominating Committee shall notify, by mail, each successful candidate of his or her election to the Society. Upon payment of the annual fee within three (3) months of his or her election, a candidate shall be confirmed as a member. A copy of the Constitution shall be given to the new member.

Article 7

Elections

(a) All officers shall be elected by ballot from among the membership of the Society at the Annual Meeting. Nominations for these officers shall be closed one (1) month before the meeting. Should any office become vacant during the year, it shall be filled by election by secret ballot at a special meeting called for that purpose, provided that reasonable notice has been given stating the vacancy proposed to be voted upon at such a meeting.

(b) Form of office shall be as follows:

The president, vice-president, treasurer and secretary shall be elected from the membership for the term of two (2) years with a maximum of three (3) successive terms for any one office. Re-election for the same office can occur after an absence of one (1) term.

(c) There shall be eight (8) board members elected /or volunteering from the membership for a two-year term. In addition at least two (2) new members shall be invited to join the board each year.

Article 8

Membership

(a) The annual membership fee shall be due and payable on the first day of May in each year. The amount of the fee shall be proposed by the executive council and approved by two thirds of the members present at a general meeting, or a special meeting called for that purpose.

(b) Special levies, when required to provide additional funds for the conduct of the affairs of the Society, shall be proposed by the executive council and approved by two thirds of the members present at a special meeting called for that purpose.

(c) A life member shall be:

1. every member on reaching age 70, after being a member in good standing for 20 years

(20 years as of 2022 New Membership. All others prior to that year will be grandfathered)

2. any member where extraordinary circumstances exist, following the recommendation of the executive council and when approved at the General Meeting by a two thirds majority of members present. A life member shall retain all the privileges of membership, including the holding of office, but shall not be liable for annual fees and special levies.

(d) Honorary membership can be conferred on a person other than an elected member for extraordinary services to the Society or to visual arts, following the recommendation of the executive council and when approved at the General Meeting by the two thirds majority

of the members present. Honorary membership does not carry voting privileges.

Article 9

Annual Exhibitions

- (a) There shall be an annual open juried exhibition.
- (b) The conditions governing the Annual Exhibition shall be decided by the executive council. The executive council will choose a chair of the Annual Exhibition.

Article 10

Quorums

- (a) Ten (10) members shall be a quorum for a general meeting, except where this Constitution otherwise requires.
- (b) Fifteen (15) shall be a quorum for:
 - 1. the Annual Meeting
 - 2. any meeting called to consider amending the Constitution or by-laws, the levy of moneys upon members, or the expenditure of sums of money exceeding \$1,000. - beyond the approved budget.
- (c) Six (6) voting members shall be a quorum for meetings of the executive council.

Article 11

Procedure

(a) A notice in writing of the time and place of any meeting shall be sent to the membership by the secretary a reasonable time before the meeting, and shall include the purpose or agenda for which the meeting is called.

(b) The order of business at the meetings shall be:

1. signing of names by members present in the attendance book
2. presenting of minutes of the previous meeting for approval
3. reports of committees
4. accounts
5. new members proposed
6. correspondence
7. unfinished business
8. notices of motion
9. general business

(c) All motions shall be in writing with the names of the mover and seconder thereon. Voting shall be by a show of hands (except for the election of members and officers). In the case of a tie, the chair shall cast a deciding vote, except where this constitution otherwise provides.

Article 12

Notice of Motion

Where this Constitution requires that procedure by way of notice of motion be followed, the procedures shall be as follows:

1. the matter which is to be the subject matter of the notice of motion shall be stated at an ordinary business meeting. The proposer shall

indicate what s/he intends to do by way of notice of motion.

2. a notice of the proposed motion shall be sent with the notice of the next ordinary meeting thereafter.

3. the subject matter of the notice of motion shall be entitled notice of motion and described briefly. This notice of motion may be incorporated in the notice calling the meeting.

Article 13

Amendments

The Constitution or any part thereof may be amended or suspended by notice of motion at a special meeting of the Society called for that purpose when approved by a two thirds majority of the members present.

Article 14

Annual Report

An annual report shall be distributed to all members.