THE OTTAWA GUILD OF POTTERS

The Ottawa Guild of Potters ByLaws
(Revised 10 May 2016)

Note – This version has been approved by the executive and has been ratified by the General Membership on
May 10, 2016 AGM.

THE OTTAWA GUILD OF POTTERS BYLAWS

1. **NAME** The name of this organization shall be The Ottawa Guild of Potters.

2. **TYPE** The Ottawa Guild of Potters shall be a non-profit organization.

3. **PURPOSE** The purpose of the Guild shall be:

   (a) To encourage the growth and development of the art of pottery.

   (b) To encourage and maintain a high standard of artistic expression and craftsmanship in that art.

   (c) To act as a medium for the exchange of ideas and technical information relating to that art and other related areas of artistic expression.

   (d) To organize and promote pottery and ceramic exhibitions, sales, demonstrations and workshops; and

   (e) To invest the monies of the corporation not immediately required for the objects of the corporation in any securities which , under the Trustee Act or any other Act, Trustees may invest trust funds.

4. **MEMBERSHIP:** Membership of the Guild shall be open to any persons interested in pottery.

5. ORGANIZATIONAL STRUCTURE:

The Ottawa Guild of Potters will consist of an Executive Board, to be referred to below as 'the Executive', and the General Membership. The members of the Executive, to be referred to as Executive Officers, are elected at the Annual General Meeting by the General Membership and are responsible for the operation of the Guild. Executive Officers must be Regular Members in good standing.

The Executive may strike committees as required to accomplish the Guild's goals.

6. POLICY DOCUMENTS

The operation of the Ottawa Guild of Potters will be governed, by the Guild's Bylaws.

7. OFFICERS

a) The Executive Officers of the Guild shall be:

1. Past President
2. President
3. Vice-President
4. Secretary
5. Treasurer
6. Chair of Communications and Promotions Committee
7. Membership Secretary
8. Chair of the Workshops and Presentations Committee
9. Chair of the Sale Committee
10. Chair of the Education and Standards Committee
11. Chair of the Exhibition Committee

b) These officers shall form an Executive, which shall be responsible for conducting the routine business of the Guild.

c) Any vacancies occurring in any Executive position subsequent to the Annual General Meeting Elections shall be filled by a majority vote of the remaining Executive subject to the ratification by the members at a subsequent General Meeting.

d) The Executive may appoint special committees as required during the year.

e) Signing authority: The president has signing authority for all accounts belonging to the Guild. The Treasurer has signing authority for the

general Guild account. The Treasurer of the Sale committee has signing authority for the Sale Committee account. Funds, are expected to be spent according to agreed-upon budgets.

8. DISSOLUTION

In the event of the dissolution of the Ottawa Guild of Potters, all its remaining assets, after payment of liabilities, shall be distributed by the existing Executive to another not-for-profit organization operating in the area which the existing Executive, in consultation with the General Membership, feels will further the Guild's aims and objectives in the future.

GUIDELINES

1. **MEMBERSHIP** Application for membership, should be made to the Membership Secretary stating name, address, and telephone number of the applicant. Membership will commence upon payment of the appropriate fees.

2. **FEES**

a) The Guild fiscal year commences April 1 and ends March 31st of each year or on such date as the Executive may from time to time determine by resolution.

b) The annual fees are to be set by the Executive subject to ratification by the members at the Annual General Meeting.

c) Persons joining the Guild after January 1st shall pay half of the annual fees for the remaining portion of the Guild year. This applies to new members only.

d) No refund of fees shall be made if a member leaves the Guild during the course of the year.

e) Family memberships shall be available. The first member of the family shall pay full fees and each additional family member shall pay half fee.

Family memberships will have only one vote on Guild motions

f) Fees shall become due April 1st of each year.

g) Any person who is in arrears in either his/her membership fees or other debts to the Guild shall not be allowed to participate as a member in Guild activities.

3. DUTIES OF MEMBERS

a) The duties of members are to uphold the aims of the Guild, and to conform with the By-Laws, and any other regulations of the Guild.

b) The Guild being a co-operative organization, members are expected to participate actively in Guild functions. Members should devote a portion of their energy to work on the Executive and its committees, or other Guild activities: The duration of any member serving continuously in any specific role on a committee or sub-committee of the Guild or other volunteer position shall be ordinarily limited to 3 years. If a member wishes to serve for longer than 3 years, subsequent terms should be confirmed by a vote of the membership at the AGM.

c) Any member who fails to comply with the constitution and other rules and regulations of the Guild, or acts in a manner detrimental to the Guild, may be expelled from membership by a majority vote of the Executive, subject to the right of appeal to the Executive and to the General Membership.

4. GENERAL MEETINGS OF MEMBERS

a) The quorum for a General Meeting shall be 20% of the current membership, calculated to the next whole number.

b) In order that legislation may be passed at a General Meeting a quorum must be present. However, this limitation shall not apply to legislation proposed in writing and distributed to the membership mailing list at least seven days prior to the meeting.

c) Notice of all General Meetings indicating time, place and date, shall be included in a written communication to all members to be distributed at least seven days prior to the meeting and called by the President or any two Executive members .

d) The meeting shall be chaired by the President or, in that person's absence, the Vice-President or another executive member.

e) The person chairing the meeting shall not vote on motions, except in the case of a tie vote, in which case the chairperson will cast the deciding vote.

f) At least four General Meetings shall be held during the year.

5. ANNUAL GENERAL MEETING

The May meeting shall be the Annual General Meeting (AGM), to be held just after to the end of the fiscal year. The business transacted at the AGM shall include:

(a) receipt of the agenda
(b) receipt of the minutes of the previous AGM and subsequent special meetings;
(c) consideration of the financial statements
(d) report of the review of financial statements

(e) reappointment or appointment of a new reviewer of financial statements
(f) election of Executive members
(g) such other or special business as may be set out in the notice of meeting.

Additional agenda items can be included on the agenda only if a written request has been presented to the Secretary prior to the giving of notice of the AGM so the item can be included in the notice.

6. EXTRAORDINARY GENERAL MEETING

An extraordinary General Meeting may be called at any time by the President or at the written request to the President by five of the general members or three executive members.

7. ELECTIONS

a) Each March, the Past President will seek out new potential Board members for nomination. If the Past President is not available, the Vice President will assume this role.

b) The list of nominations and motions shall be distributed in writing at least seven days prior to the annual General Meeting along with the agenda

c) Additional nominations must be accepted from the floor at the Annual General Meeting.

d) The members of the new Executive shall be elected by a majority vote of the members present.

e) The Executive shall be elected for the term of one year. The duration of any member serving continuously in a specific Executive position shall be limited to 3 years.

8. CHANGE OF BYLAWS

a) The By-Laws may be amended by a majority vote at the Annual General Meeting or at an Extra-ordinary General Meeting called for that purpose.

b) Proposed changes of the By-Laws must be proposed and seconded and be circulated in written form to all members together with notice of the meeting, and be mailed at least 14 days prior to the meeting.

9. EXECUTIVE MEETINGS

a) Meetings of the Executive shall be called by the President at approximately monthly intervals during the year.

b) At least seven full days notice of proposed meetings are to be given to all executive members.

c) An Executive Meeting will normally be held prior to a General Meeting, and may be called at any time by the President or if formally requested by letter to the Secretary by at least two members of the Executive.

d) The quorum for an Executive Meeting shall be six Executive Officers. No binding decisions shall be made at an Executive Meeting without a quorum..

e) The meeting shall be chaired by the President or, in that person's absence, the Vice-President.

f) The chairperson shall not vote, however, he/she shall have a casting vote in the event of a tie.

10. DUTIES OF OFFICERS

PAST PRESIDENT - The Past President provides continuity for the new Executive, strikes and chairs the nominating committee, and informs the executive of meetings.

PRESIDENT - The president shall represent the Guild both in liaison with other organizations, the City and in other public capacities. He/she shall normally chair meetings of the Guild and the Executive.

VICE-PRESIDENT - The Vice-President shall substitute for the President in any of the Guild functions in the event of that person's absence.

SECRETARY - The Secretary shall maintain records of proceedings and meetings and have custody of all documents and records pertaining to the Executive. The Secretary shall also conduct correspondence on behalf of the Guild. The Secretary shall prepare and submit Annual Return to CRA on a yearly basis.

TREASURER - The Treasurer shall submit a financial report to the Annual General Meeting of the Guild and shall give a financial statement at each General Meeting. The Treasurer shall handle the Guild's day-to-day financial business (with the exception of any business which pertains only to the Sales), shall maintain the Guild's financial records as per the principles of accepted accounting practice, and keep the Executive informed of the Guild's financial situation. The Treasurer shall prepare and submit the Corporate Tax Return to CRA on a yearly basis.

MEMBERSHIP SECRETARY - The Membership Secretary accepts applications for membership, and maintains a comprehensive membership list. The Membership Secretary also sends out renewal notices each spring and provides a membership list to the Executive by the date of the first Executive meeting each new fiscal year.

COMMUNICATIONS AND PROMOTIONS COMMITTEE CHAIR - This executive member will be responsible for the organization and management of the Communications and Promotions Committee which is charged with the coordination of the OGP promotions (including sale promotion), newsletter communications, website and the OGP brand/poster/advertising.

WORKSHOP AND PRESENTATIONS COMMITTEE CHAIR - This executive member will be responsible for the management of the Workshops and Presentations Committee which is charged with planning and coordinating members' workshops, outside workshops, and presentations by guest speakers at monthly General Meetings.

EDUCATION AND STANDARDS COMMITTEE CHAIR – This member of the Executive is responsible for the management of the Education and Standards Committee which is charged with helping members maintain a high standard of work at all Guild sales and other events.

SALE COMMITTEE CHAIR – This member of the Executive is responsible for the management of the Sale Committee which is charged with the organization and operation of the Guild's two annual Sales.

EXHIBITION COMMITTEE CHAIR – this member of the Executive is responsible for the management of the Exhibition Committee which is charged with the organization and operation of the Guild's annual Spring Exhibition.

11. FINANCIAL SIGNING AUTHORITY

The signing authority for financial transactions is either the President or the Treasurer of the Ottawa Guild of Potters.

12. FISCAL YEAR

The Ottawa Guild of Potters' fiscal year will be from April 1 to March 31.