

## **Cine-Vic Society of Independent Filmmakers Constitution**

### **Mission Statement:**

“CineVic is an artist-run Society which provides independent Filmmakers and Media Artists with affordable and accessible equipment, programming, and development opportunities.”

### **Purpose of the Society is:**

- a) To provide artists with the support, resources and tools of filmmaking necessary for the creation and production of their work.
- b) To provide a creative and encouraging environment for artists to exhibit and engage in critical discourse about their work.
- c) To provide artistic and technical development opportunities to independent filmmakers.
- d) To provide the public with access to and an understanding and appreciation of independent filmmaking.
- e) To support artists in the promotion and dissemination of their works.
- f) To cooperate with other organizations, in furtherance of the above purposes.

# Cine-Vic Society of Independent Filmmakers Bylaws

## **1. Membership Policy**

Membership is open to anyone who demonstrates filmmaking or videography ability/techniques or interest in developing this ability in the art and craft of filmmaking and videography. Further, membership is open to those who are interested and actively support independent filmmaking and video making, and who will participate in and support the development of the CineVic Society. Membership runs April 1<sup>st</sup> to March 31<sup>st</sup>.

### **1.1 Memberships**

#### **Student Membership (SM)**

(\$30 + 3 volunteer hours or \$60 per year, due April 1st)

##### *Benefits:*

Discounts on workshops and room rental

Access to on-premises CineVic facilities

Access to some designated equipment intended to assist with advancing to Production Membership

Accumulate and utilize CineCredits

##### *Requirements:*

3 volunteer hours

Must be able to demonstrate ability to use equipment in an appropriate and safe manner

Must provide proof of current enrolment in post-secondary institution

Only valid for the first year of membership and only renewable at General Membership or Production Membership level.

#### **General Membership (GM)**

(\$60 + 5 volunteer hours or \$120 per year, due April 1st)

##### *Benefits:*

Discounts on workshops and room rental

Access to on-premises CineVic facilities

Access to some designated equipment intended to assist with advancing to Production Membership

Accumulate and utilize CineCredits

Full voting privileges

Eligibility to sit on Board of Directors

##### *Requirements:*

5 volunteer hours

Must be able to demonstrate ability to use equipment in an appropriate and safe manner

### **Production Membership (PM)**

(\$110 + 7 volunteer hours or \$220 per year, due April 1st)

#### *Benefits:*

Discounts on workshops and room rental

Access to on-premise CineVic facilities

Rental fee discount on all production equipment on and off premises

Accumulate and utilize CineCredits

Full voting privileges

Eligibility to sit on Board of Directors

#### *Requirements:*

7 volunteer hours

Must be able to demonstrate ability to use equipment in an appropriate and safe manner

Must submit a copy of a film or media artwork on which the prospective member served as producer, director, or cinematographer

### **Honourary Membership (HM)**

Honourary Members are those who have demonstrated distinguished membership or long standing service at CineVic or within the Canadian independent filmmaking community, one who personifies the spirit of CineVic, its mandate and constitution. Honourary Members will have voting privileges. Honourary Memberships are bestowed by motion by the Board of Directors.

## **1.2 Prospective Members**

All prospective members must complete a new member application and questionnaire form, and submit for approval by the Board of Directors.

## **1.3 Renewing Members**

Renewing Members are not required to complete an application form, but must provide CineVic with current contact information upon renewal. Renewing Members do not require approval from the Board of Directors and are not required to complete the new member volunteer requirements. A membership that has lapsed for longer than 12 months is no longer eligible for renewal; to reactivate the membership, the individual must fulfill new member requirements and procedures. Student Memberships are only valid for the first year of membership and are only renewable at General Membership or Production Membership level.

## **1.4 Member Responsibilities**

A member is considered to be in good standing if they:

- Have performed all required volunteer hours for their membership level.
- Respect the Society's policies and procedures.
- Pay annual dues in a timely fashion.
- Respect equipment rental agreements, and all other agreements put forth by the Society.
- Act with good conduct toward other members within the Society.
- Do not steal property or finances from the Society.
- Do not bring the Society into disrepute with personal misconduct or dangerous behaviour on productions using CineVic resources or for a CineVic sanctioned event.

## **1.5 Member Expulsion**

Members may be expelled or suspended by a vote of 75% of the Board of Directors if the member has: endangered the interest/reputation of the society, or safety of its members and/or is not in good standing.

## **1.6 Membership Procedures**

Prospective members must complete a new member application and questionnaire form, and pay the fees associated with their membership level. CineVic staff will coordinate scheduling of volunteer hours with the prospective member. Upon completion of volunteer hours, names of new members are presented to the Board of Directors for approval. If for any reason the membership is not accepted, all fees paid will be refunded to the prospective member.

Any prospective members applying for Production Membership must submit a copy of a media artwork on which they have served as producer, director or cinematographer. Staff will review all submissions and make recommendations to the Board of Directors.

# **2. Equipment Access Policy**

## **2.1 Access**

Access to and the use of all CineVic equipment is divided into three categories: members, non-members, and renters for CineVic sponsored events.

CineVic offers its equipment at non-member rates to outside productions merely to help further its mandates to its membership and the non-commercial public at large.

MEMBERS' rentals at member rates must be to CineVic members in good standing only. Only independent film and video productions where the CineVic renting member retains full creative control and copyright are eligible. Equipment must be signed out and picked up by a CineVic member in good standing. All equipment must be under the immediate control, supervision, and direction of the renting member or a CineVic member in good standing.

NON-MEMBERS' rentals are at non-member rates and may be checked out by anyone pending proof of insurance or appropriate deposit.

RENTERS FOR CINEVIC SPONSORED EVENTS must be the Director or Producer of CineVic sponsored events such as workshops or co-operative filmmaking ventures. Equipment must be signed out and picked up by the renter or a CineVic member in good standing. All equipment must be under the immediate control, supervision, and direction of the renter or a certified CineVic member in good standing.

CineVic reserves the right to suspend membership without refund if rental fees are in arrears, or for non-compliance with any terms and conditions of the equipment access policy. CineVic also reserves the right to suspend any member's or renter's access to equipment due to lack of competence, misuse or neglect of equipment. Appeals may be made in writing to the CineVic Board of Directors.

## **2.2 Liability**

CineVic cannot assume responsibility or liability or make representation for the performance of its rental equipment. The renter discharges CineVic from all damages whatsoever, resulting from the performance and/or malfunction of all equipment, whether or not there is fault or negligence on the part of CineVic.

CineVic equipment may not be leased or loaned to any other person, production or organizations, and the equipment shall remain at all times under the immediate control, supervision, and direction of the renter or a certified CineVic member in good standing.

Rental equipment may not be removed from British Columbia, nor taken from the ground in an airplane or boat without the prior consent from the Board of Directors.

The renter assumes full responsibility and liability for all rental equipment. Liability insurance is the renter's responsibility. CineVic insurance covers theft or damage to the equipment on premises. Before the equipment leaves the office, a liability waiver must be signed by the renter releasing CineVic from all liability for damages caused by and/or to CineVic equipment.

Should there be any damage to, loss of or theft of any equipment during the rental period, the renter agrees to compensate CineVic for any losses that CineVic insurance does not cover up to full replacement value.

Acceptance by CineVic of returned equipment does not constitute a waiver of the renter's responsibility for damage or loss.

### **2.3 Equipment Rental Procedure**

1. Equipment requests must be submitted at least 72 hours in advance of the desired rental time. The renter must indicate to the Equipment Coordinator the project, their own position, which items of equipment will be needed and when. The Equipment Coordinator must be able to verify that the renter or those who will be operating the equipment have been certified on the equipment.

Any rentals that are longer than one week will require prior approval from the Board of Directors.

2. Prior to renting equipment, renters must be able to demonstrate ability to use equipment in an appropriate and safe manner and be certified as competent in the use of CineVic equipment by the Equipment Coordinator.
3. Renters must confer with the Equipment Coordinator to finalize pickup and drop-off times for rentals.
4. All renters must read and sign an equipment rental agreement and liability waiver before checking out equipment.
5. When checking out equipment, renters are responsible for the careful inspection of each piece of equipment before it leaves the office, as the renter accepts full liability should there be any damage or malfunction after it has left the premises. If a piece of electronic equipment becomes

inoperable, no attempt should be made to repair it without consent of the Equipment Coordinator. All equipment must remain in the original packing cases during transportation and storage.

6. Renters are responsible to return all equipment in the same condition as it went out and at agreed to times. Renters are liable for one day's rental fees for each day late, and will have rental privileges revoked until such payment(s) are made. If the equipment is not used for the full rental period, the renter will only be charged for the number of days it was used, provided that it is returned to CineVic under the Equipment Coordinator's supervision at the end of that number of days. The renter is liable for all damages or malfunction (other than normal wear and tear). Equipment that is returned in a soiled condition will be subject to a \$10 cleaning fee per item. Renters whose lighting kit rentals are returned with one broken bulb will be exempted from having to replace the bulb. Further broken bulbs will require a \$35.00 dollar replacement fee.
7. Renters may not rent equipment for the use of others. Violation of this rule may result in renter being barred from future rentals, or if renter is a member, expulsion without refund.
8. The rental of CineVic equipment at member rates constitutes a form of assistance to the filmmaker by CineVic, and as such CineVic must be fully acknowledged and credited in the film or video production receiving such assistance. The CineVic logo must appear in tail credits for all productions produced through member rates. Logos are available at [www.cinevic.ca](http://www.cinevic.ca). The filmmaker must give CineVic a copy of the finished film for the film library in a timely fashion to ensure future rental privileges.

## **2.4 Fees**

All rental fees are due in full and in advance. Any member with outstanding fees will be considered a member not in good standing and may be suspended. No rentals will be made to anyone with outstanding fees due.

MEMBERS do not require insurance unless specified for designated items of equipment.

NON-MEMBERS' rentals will be charged at higher rates and the renter must provide proof of insurance before the equipment will be released for rental.

RENTERS FOR CINEVIC SPONSORED EVENTS will pay no fees and insurance is not required for renting.

## **2.5 Certification**

In order to access the equipment, a renter must display competency to the Equipment Coordinator. Members need to be certified on production equipment as well as on editing bays in order to access them. A member needs to work out with the Equipment Coordinator a time that is convenient to become certified on equipment safety. The certification is not intended to replace training regarding equipment use and techniques, but a way to communicate CineVic's expectations regarding equipment treatment and safety, as well as an opportunity for CineVic to ensure its requirements regarding competence are enforced.

## **3. Facilities Access Policy**

CineVic offers access to in-house equipment for members during and after office hours. CineVic also offers rental space for use by members at discount member rates.

### **3.1 Members**

Only members in good standing may access keys for after hours use. All members must abide by the following procedure for key privileges:

1. Sign out keys at least one day before event, during office hours and return keys within reasonable time period during office hours.
2. Signing out requires a signature on key waiver and on the separate key sign-out sheet along with a date expected to return keys.
3. Office staff must verify date that keys are returned, with initials on key waiver.

### **3.2 Board Members and Staff**

All Board members and staff are required to sign the necessary waiver regarding responsibility and liability to CineVic if on the premises during non-office hours. Board members and staff follow same procedure as outlined for members.

## **4. CineVic Library Resources**

CineVic offers a varied selection of scripts, books, magazines, film reels and videos for loan to all its members. CineVic also encourages its members to donate productions of their own to the library.



#### **4.1 Library Access Policy**

CineVic library resources are available to the general public. There is no fee charged on use of the library material; however, if material is not returned or returned damaged, there may be a charge imposed.

#### **4.2 Library Access Procedure**

1. Bring material to the office staff for sign out procedure.
2. Items are loaned for 4 weeks, whereupon material is to be returned.
3. If not returned, it is the office staff's duty to contact the individual with a reminder to return material.

### **5. CineCredits**

A CineCredit is a form of currency acknowledging time or effort spent by a member volunteering above and beyond the initial membership requirements.

#### **5.1 CineCredits Policy**

- One hour of volunteer time converts to one CineCredit, which will be accepted as the equivalent of fifteen dollars.
- CineCredits may be used for payment of equipment use.
- CineCredits may be used towards office space or room rental.
- Initial membership volunteer hours do not qualify for CineCredits.
- CineCredits are non-transferable and not retroactive.
- A maximum of 50 CineCredits may be earned per member per production.
- A maximum of 200 CineCredits may be held in a member's account at any one time.
- The first fifteen dollars of any equipment or room rental can not be paid by CineCredits.
- If a membership lapses for more than 12 months, the member's CineCredits will expire. CineVic members may apply to the board for an exemption to this rule for reasons of hardship or other reasonable barriers to member usage. Decision of the board on whether or not to grant exemptions is final.

#### **5.2 CineCredits Procedure**

1. CineCredits earned on member productions will be tracked and submitted by the production's producers and submitted to office staff within two weeks of the production's completion.

2. Use of CineCredits for rentals will also be recorded into member database.

## **6. Proposals**

All proposals for sponsorship must be submitted in writing to the Executive Director one month prior to the event or workshop and several months in advance for fundraising activities. The proposal will be accepted, rejected, or presented to the Board of Directors by the Executive Director.

## **7. Events**

CineVic offers workshops, lectures, screenings and a variety of special events throughout the year, both for its members and for the community at large. The purpose of such events is to expose and educate the Vancouver Island community to independent media arts.

### **7.1 Events Policy**

Events offered must be informative. All events will be made as accessible as possible financially and a number of free events are held throughout the year. Events are the responsibility of the Programming Board Member who, along with the office staff, organizes each event and gives due and timely notice about the events to the members and to the community at large.

## **8. Programs**

CineVic offers artists talks, commissioning, equipment orientations, artist residencies, training, film education and exhibitions. CineVic offers its programming to enhance aesthetic choices, technical development, increase exposure to exhibitions of Canadian film, and create critical discourse around works in all stages of development.

### **8.1 Programming Committee**

A permanent Programming Committee chaired by the Programming Board Member will meet to plan and evaluate programming on an annual basis. The Committee will develop a programming framework and a three-year outline for programs in the area of creative/artistic development.

Financial resources will be allocated to directly support new work by artists through juried grants (cash awards and free services) and other initiatives. The Executive Director will work with the Programming Committee to

develop grant applications to support these initiatives. Exhibitions and curated programs of work will be a priority, along with developing collaborative presentation projects with other arts organizations.

## **9. Board of Directors Roles, Duties, and Responsibilities**

It is important that Board members understand their fiduciary responsibilities and their corporate liability for the Society. Directors on not-for-profit organizations serve on a voluntary basis in a part-time capacity, often without the benefit of professional (legal and financial) advice. Sometimes important decisions can be made in a limited time frame without a complete understanding of the issues. This policy outlines some of the critical issues regarding liability of CineVic Society of Independent Filmmakers' Board of Directors.

Directors are not allowed to receive CineCredits in exchange for time spent carrying out their duties on the Board of Directors. This is in accordance with the B.C. Gaming Commission standards which states that a Director is too influential and therefore is not to receive remunerations or considerations for work he/she is performing voluntarily.

Board of Director meetings should follow Robert's Rules of Order.

### **9.1 Role:**

To represent the Society to the best of their abilities and work to further the Society's mission and mandate.

#### **9.1.1 Executive:**

(a) President: Elected chief officer of the Society. Chairs all Board of Director meetings. Works closely with the Executive Director with regard to major decisions and actions made on behalf of the Society. Represents the Society to the filmmaking community and community at large. Coordinates a yearly performance review for Executive Director.

(b) Vice-President: Assumes Presidential responsibilities when the President is unavailable.

(c) Secretary: Responsible for the recording and timely distribution of the official Board of Director Meeting minutes and for scheduling and notifying

Directors of all Board of Directors meetings.

(d) Treasurer: Monitors and reviews all revenue and expenditures on behalf of the Society.

### **9.1.2 Directors-at-Large**

(a) Production: Responsible for increasing the number and quality of member projects and/or work. Acts as a link between the membership and the Board of Directors regarding member production needs.

(b) Gaming: Acts as representative of the Society to the Gaming Policy and Enforcement Branch of the Provincial Government Ministry of Finance. Attends all required Charitable Gaming Fund and related association meetings. Ensures that all applications and reporting requirements are met within deadlines.

(c) Programming: Responsible for the coordination of regular Society exhibitions and workshops in order to further the Society's mission and mandate. Works closely with office staff, Executive Director, and Communications and Marketing Director on regular and ad hoc events to ensure quality control and good public relations with Society membership and community at large.

(d) Communications and Marketing: Responsible for the effective and efficient running of the Society newsletter, web site, and Communications policies and procedures. Works closely with office staff and Executive Director to ensure quality control and good public relations with Society membership and community at large.

(e) Fundraising: Responsible for coordinating annual and on-going efforts to raise money and/or goods and services for the Society's operation and programming.

### **9.1.3 Past President:**

Acts as advisor to the Executive and Directors at Large.

## **9.2 Duties of Directors:**

### **9.2.1 Duty of Care and Diligence**

Ask questions about the operation and management of the organization, read minutes and reports in advance of meetings.

### **9.2.2 Duty of Skill**

Use professional skills and experience at their disposal.

### **9.2.3 Duty of Prudence**

Be cautious and manage financial risk to the organization.

### **9.2.4 Duty of Trustworthiness**

Trusteeship of the membership fees, donations and grants received by the organization.

### **9.2.5 Conflict of Interest**

Declare and abstain from topic.

### **9.2.6 Duty to Speak in One Voice**

When a decision is made by the majority of Board members, all members are expected to support the decision even though they may have cast a dissenting vote.

## **9.3 Responsibilities**

To ensure compliance of the Society's bylaws and mandate through quality control of operations, communications, and all endeavors of the Society.

### **9.3.1 To the Society and its Membership**

- a) To act honestly, in good faith and in the best interest of the Society
- b) To avoid conflict of interest
- c) To exercise care and diligence in a "trusteeship" role
- d) To maintain confidentiality about personnel and financial information of the organization and its clients and members
- e) To follow sound administrative practices:
  - i. Make decisions at formal meetings.
  - ii. Keep minutes of all meetings, recording the names of dissenting Directors where decisions are contentious. The minutes should also describe discussion surrounding major decisions.
  - iii. Keep up-to-date financial records which are presented to the Directors on a regular schedule.
  - iv. Delegate authority in clear written policies

### **9.3.2 To Government**

- a) To ensure that proper taxes are paid (EI, CPP, GST, etc.).
- b) To follow safety guidelines (WCB).
- c) To ensure that there are no contraventions of the Criminal Law.

### **9.3.3 To the Employees, Contractors, Members, and Volunteers**

- a) Comply with Employment Standards Act.
- b) To adhere to the B.C. Human Rights Code.

## **9.4 Liability**

### **9.4.1 Of Individual Directors**

A Director is not likely to be held liable individually for a decision made by the Board of Directors. Therefore, it is important to ensure that actions as a Board member on behalf of CineVic Society of Independent Filmmakers result from approval and authorization by the Board in the form of a resolution. A Director has no authority to act individually outside that which has been agreed upon by the Board of Directors as a whole.

There are generally three ways in which Directors may incur personal liability:

1. Statutory Liability: Are those required by statutes, such as dealing with employees, the workplace and taxation. Directors may be personally liable for unpaid wages, benefits, and severance.
2. Contractual Liability: If Directors fail to get the approval of the Society before entering into contracts, they can be personally responsible for resulting contractual obligations.
3. Tort Liability: Covers civil wrongs such as negligence causing personal injury, assault and defamation. In practice, Directors are usually not sued for such wrongs unless it could be proven that they are involved personally in the commission of the Tort.

### **9.4.2 Of the Organization**

Cine-Vic Society of Independent Filmmakers is the legal entity which can enter into contracts and agreements and can sue and be sued in court. CineVic Society of Independent Filmmakers can be held liable for the actions of its employees during work hours even though the Board of Directors have no direct control over the following actions:

- Actions which are outside the purpose of the organization.
- Criminal activity or for breaking other laws (ie. Failure to file income tax returns or the annual report).
- Losses to the organization resulting from a breach of duty.

### **9.5 Advisory Board**

Members of CineVic’s Advisory Board may be selected by the Board of Directors and the Executive Director for their experience and expertise in the media arts, arts management, financial or legal affairs. Advisory Board members are not voting members of the Board of Directors and are not expected to attend Board of Directors Meetings. Members of the Advisory board will be called on from time to time to advise the Staff or Board of Directors of the Society.

Advisory Board members do not receive CineCredits for their work on the Advisory Board.

The Advisory Board will consist of between three and twelve members. The term of appointment is indefinite and members may step down at any point.

## **10. Executive Director Role and Responsibilities**

Selected by the Board of Directors and designated to carry out the work of CineVic Society of Independent Filmmakers to further the Society’s mission and mandate by carrying out the following duties and responsibilities:

- Preparation of grant proposals
- Development of solid strategic alliances
- Create and implement fundraising initiatives
- Effective and efficient management of daily operations
- Network and raise the profile of the Society to the membership, media arts community, and community at large
- Establish strong relationships within the organization as well as with members and the media arts community, and the business community at large
- Develop and implement fiscal budgets and forecasts, create monthly financial reports
- Timely reporting of information and issues to the Board of Directors
- Implementation of Board of Director recommendations
- Establish daily, weekly, monthly, quarterly task lists for each position, including housekeeping duties

- Assist the Board with the development of the strategic plan
- Ensure policies and procedures are properly enforced
- Assure effective delivery of services
- Use sound judgment to accept, reject, or forward to the Board of Directors any proposals for events, workshops, screenings, fundraising, etc.
- Signatory on behalf of the Society
- Perform timely banking and bill payments
- Authority to authorize spending up to \$1,500 per month on behalf of the Society (with the exception of equipment purchases)
- Authority to hire, promote, transfer, terminate employment, and handle disciplinary matters in accordance with legislation, the Society Bylaws, and Human Resources policy
- Responsible for performance evaluation of CineVic staff every 6 months
- Establish management practices which include all employees' constructive input and actions
- Establish group and individual accountabilities for self and all staff, related to the strategic plan
- Set SMART goals to achieve strategic plan initiatives; review monthly with Board
- Establish a schedule for staff that is flexible around events and workshops, as well as individual staff needs
- Ensure that all safety standards are adhered to
- Maintain individual skills, keeping up-to-date with the latest in non-profit management and fundraising techniques
- Any other such duties as may be required by the board or the position from time to time