

Cine-Vic Society of Independent Filmmakers

Schedule A

Mission Statement:

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

Purpose of the Society are to:

- 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 **By-Laws**

1. Membership

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 1st to March 31st.

1.1. Policy

Objective: To fulfill obligations set out within CineVic mandate

Membership Levels

General Membership (GM) (\$60 + 5 volunteer hours or \$120 per year due April)

Benefits:

Discounts on workshops and room rental

Access to on-premise CineVic facilities

Access to some designated equipment intended to assist for meeting

Production purposes

Accumulate and utilize CineCredits

Full voting privileges

Eligibility to sit on Board of Directors

Requirements: 5 volunteer hours

Production Membership (PM) (\$110 + 7 volunteer hours or \$220 per year due April)

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

Honourary Membership

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.

Prospective Members

CineVic is open to all who can respect the organization's by-laws and members. All prospective members must complete a new member questionnaire form, available on the CineVic website or at the office.

Renewing Members

If an individual's Membership lapses for longer than 12 months, that person must redo the new member requirements.

Member Responsibilities

A member is considered to be in good standing if he/she:

- Performs all required volunteer hours registered through the Outreach and Programming Coordinator in the current fiscal year.
- Respects the Society's policies and procedures.
- Pays annual dues in a timely fashion.
- Respects all other agreements put forth by the society (Rental agreements, etc).
- Acts with good conduct toward other members within the Society.
- Does not steal property or finances from the Society.
- Does not bring the Society into disrepute with personal misconduct or dangerous behaviour on productions using CineVic resources or for a CineVic sanctioned event.

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.

1.1.1 Membership Procedures

Prospective new members fill out and return to CineVic a new member questionnaire. Prospective New Members pay membership fees upon completion of the questionnaire. CineVic office staff will schedule volunteer hours. 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 funds will be returned to the Prospective Member.

Any prospective members applying for Production membership must submit a copy of a media art work on which he/she has been producer, director or cinematographer. Staff will review all submissions and make recommendations to the Board of Directors.

1.2 Equipment Rental Policy and Procedures

1.2.1 Equipment Policy

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.

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

MEMBERS' rentals must be to CineVic members in good standing. 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 certified CineVic member in good standing.

NON-MEMBERS' rentals 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.

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.

1.2.2 Equipment Procedure

1. Equipment requests must be submitted at least 72 hours in advance of the desired rental time. Indicate to the Equipment Coordinator the project, your 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.
2. Renters, member or non-member, must completely read the CineVic Equipment Rental Policy Information Booklet. Upon completion potential renters must fill out the Liability Wavier and submit it to the Equipment Coordinator to be filed.

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

3. CineVic's membership equipment access rates only apply to members who have creative control over their projects. The renter

must be a full member in good standing, and the Director and/or Producer of the project or the Producer and/ or Director of a CineVic workshop or CineVic sponsored co-operative filmmaking venture, if you are renting for a CineVic sponsored event. Non-member rates apply to members whose projects fall outside these parameters.

4. In order to access equipment, the renter must be certified by the Equipment Coordinator.
5. Renters must confer with the Equipment Coordinator to finalize pickup and drop-off times for rentals. Rentals are generally returned the morning after final day of use.
6. Renters are responsible to return all equipment in the same condition as it went out and on 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 constitutes a form of assistance to the filmmaker by CineVic, and as such CineVic must be fully acknowledged and accredited 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. The filmmaker must give CineVic a copy of the finished film for the film library in a timely fashion to ensure future rental privileges.

1.2.3 Fees

All rental fees are due in full and in advance- cash or cheque only. 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.

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.

1.2.4. 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 it's requirements regarding competence are enforced.

1.3 Access to Facilities

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

Access to office facilities and office space during after office hours requires following the regulations set out by CineVic regarding the Keys Policy.

1.3.1 Keys Policy

Only voting members in good standing can access keys for after hours use.

Members may use CineCredits towards payment of rental space.

1.3.2 Keys Procedure

Members

All members must abide by 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, with initials, return of keys and return keys to petty cash box in locked equipment closet.
4. Office staff must also verify, by initializing, date of return onto separate sheet next to calendar.

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.

1.6 CineVic Library Resources

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

2.6.1 Library Policy

Only members in good standing may have access to the library resources.

There is no fee charged on use of the library material; however, if material is returned damaged, there may be a charge imposed.

2.6.2 Library Procedure

1. Member brings material to the office staff for sign out procedure.
2. Member is given 4 weeks rental, whereupon material is to be returned.

3. If not returned, it is the office staff's duty to call member with a reminder to return material.

1.7 CineCredits

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

1.7.1 CineCredits Policy

- One hour converts to ten dollars.
- CineCredits may be used for payment of equipment use.
- CineCredits may be used towards room rental office space.
- Initial and renewal membership Bingo and volunteer hours do not qualify for CineCredits
- CineCredits are non-transferable and not retroactive.
- A maximum of 50 CineCredits may be given out per member per production.
- CineCredits not used within 2 years expire.
- The first fifteen dollars of any equipment shall be cash.
- CineVic members may apply to the board for a exemption to the two year expiry rule for reasons of hardship or other reasonable barriers to member usage. Decision of the board on whether to grant exemptions or not are final.

1.7.2 CineCredits Procedure

1. CineCredits on member's 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.

2. 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.

3. Events

CineVic offers free 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.

3.1 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 Coordinator- a 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.

4. 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.

4.1

A permanent Programming/Exhibition Committee chaired by the Board Member-At-Large (Programming) 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.

4.2

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 Programming/Exhibition 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.

5. 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. 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.

5.1

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

5.1.1 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 he/she is unavailable. Chairs all prospective member meetings on behalf of the Society.

(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.

(a) Production: Responsible for the effective and efficient running of the equipment policies and procedures by the equipment coordinator. Advises the Board of Directors, membership, and equipment coordinator on equipment purchases and major repairs. *Encourages members to complete work. Contacts members, finds out what they need to proceed, keeps lists of projects in pre-production, production, post-production and distribution. Works on annual challenges. Makes sure opening and closing credits are available for members' productions.*

(b) Bingo: Acts as representative of the Society to the B.C. Gaming Commission and the Bingo Association. Attends all required commission and association meetings. Coordination of Society members to ensure the Society fulfills charitable volunteer requirements. 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/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, Executive Director, and Events 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."*

5.1.3

Past President: Acts as advisor to the Executive and Directors at Large.

5.2 Duties of Directors:

5.2.1 Duty of Care and Diligence

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

5.2.2 Duty of Skill

Use professional skills and experience at their disposal.

5.2.3 Duty of Prudence

Be cautious and manage financial risk to the organization.

5.2.4 Duty of Trustworthiness

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

5.2.5 Conflict of Interest

Declare and abstain from topic.

5.2.6 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.

5.3 Responsibilities

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

5.3.1 To the Society and its Membership

To act honestly, in good faith and in the best interest of the Society

To avoid conflict of interest

To exercise care and diligence in a "trusteeship" role

To maintain confidentiality about personnel and financial information of the organization and its clients and members

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

5.3.2 To Government

To ensure that proper taxes are paid (EI, CPP, GST, etc.)

To follow safety guidelines (WCB).

To ensure that there are no contraventions of the Criminal Law.

5.3.3 To the Employees, Contractors, Members, and Volunteers

Comply with Employment Standards Act.

To adhere to the B.C. Human Rights Code.

5.4 Liability

5.4.1 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 your 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 person liability:

Statutory Liability: Are those required by statues, such as dealing with employees, the workplace and taxation. Directors may be personally liable for unpaid wages, benefits, and severance.

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.

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.

5.4.3 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 these 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.

5.5. Advisory Board

Members of CineVic's Advisory Board are 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.

6. Executive Director Role and Responsibilities

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:

- 1) Effective and efficient management of daily operations
- 2) Timely reporting of information and issues to the Board of Directors
- 3) Implementation of Board of Director recommendations
- 4) Implementation of current year strategic plan
- 5) Ensure policies and procedures are properly enforced
- 6) Preparation of grant proposals, development of solid strategic alliances, and implementation of services and fundraising initiatives
- 7) Network and raise the profile of the Society to the membership, media arts community, and community at large

8) Utilize sound judgment to accept, reject, or forward to the Board of Directors proposals for events, workshops, screenings, fundraising, etc.

9) Signatory on behalf of the Society

10) Development and implementation of fiscal budgets and forecasts, create monthly financial reports, perform timely banking and bill payments

11) Authority to authorize spending up to \$1,500 on behalf of the Society (with the exception of equipment purchases)

12) Authority to hire, promote, transfer, terminate employment, and handle disciplinary matters in accordance with legislation, the Society Bylaw's, and Human Resources policy

13) Responsible for yearly performance evaluation of CineVic staff.