

POLICY AND PROCEDURE MANUAL

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OVERVIEW

The name of the society is “The Visions Art Tour Society”. The bylaws of The Visions Art Tour Society are those set out in Schedule B of the Society Act of British Columbia ([RSBC 1996] Chapter 433 or as amended) and are simply called the “Bylaws”. The purpose of this Policy Manual is to document the operating policies and procedures for The Visions Art Tour Society and all other important matters that are not set out in the Bylaws. In any case that this Policy Manual is in conflict with the Bylaws, the Bylaws shall supersede.

REVISION HISTORY

Date	Version	Author(s)	Purpose for Revision, Remarks
Sep. 2-17, 2008	DRAFT 0.1, 0.2, 0.3, 0.4	Sandra Greenaway, Norma Jackson, Sue Coleman, Joanne Kimm, Brad Grigor	Initial draft versions prior to presentation to Board
Sep. 18, 2008	V1.0	Sandra Greenaway, Sue Coleman, Susan Whitham, Bernadette McCormack, Lyndsay Hunley, Jennifer Lawson, Norma Jackson, Brad Grigor	Initial release approved by Board
Dec. 12, 2008	V1.1	Norma Jackson, Michele Heath, Brad Grigor	Implement “Policy and Constitution Amendments #1”, December 12, 2008
Feb. 3, 2009	V1.2	Norma Jackson, Michele Heath, Brad Grigor	Implement “Policy and Constitution Amendments #2”, February 3, 2009
Dec. 2010	V1.3	Michele Heath	Simplification of Manual
Oct. 2014	V1.4	Michele Heath	Updating to fall in line with current procedures

POLICY MANUAL AMENDMENT PROCESS

- a) All drafted changes or additions are to be brought before the Board of Directors of Visions Art Tour Society for approval.
- b) All Board approved changes or additions are to be ratified by the membership at the next general meeting

MISSION STATEMENT

The purposes of The Visions Art Tour Society are:

- a) To promote Cowichan Valley artists and their studios.
- b) To offer open studio tours, demonstrations, and gallery shows.
- c) To offer artists an opportunity to gain exposure.
- d) To promote public awareness of Valley artists.
- e) To encourage tourists to visit the area to view artists' studios and workshops.

SCOPE

The boundaries for the Visions Art Studio Tour extend throughout the Cowichan Valley from Bamberton to the South, Lake Cowichan to the West, Ladysmith to the North and the ocean forms the natural boundary to the East.

Visions Art Tour Society is open to individual artists from the Cowichan Valley who qualify under the Applicant Review Guidelines published on the Society website.

ORGANIZATIONAL CHART

MEMBERS

“own” The Visions Art Tour Society and vote in Officers and Directors, changes in constitution, approve Annual Budget

BOARD OF DIRECTORS

- Consists of a minimum of 5 and up to 12 Directors, 4 of which are also the elected Officers
- Overall governing body responsible for The Visions Art Tour Society
- Responsible for What The Visions Art Tour Society does
- Defining vision, goals and activities
- Make policy & set direction
- Maintain Standards
- Sets up Standing and ad hoc Committees for specific tasks
- Fiscally accountable: for Budgets, financial statements, revenues and expenses (current bank balance vs. liabilities should be considered each meeting)

OFFICERS (EXECUTIVES- COMPRISE THE EXECUTIVE COMMITTEE)

Elected by Members:

President acts as Chairperson of meetings of the Board.

Vice-President acts in absence of the President.

Secretary keeps minutes of Board and Executive Committee meetings and maintains registry of members. May also be responsible for society’s correspondence.

Treasurer has responsibility for books, budgets and financial records and may also chair a finance Committee.

The Officers work together as a leadership team and facilitate the democratic function of the Board

COMMITTEES

- If it is deemed necessary because of a large membership or other reasons agreed upon by the Board, the following Committees, or other ad hoc committees, may be appointed to facilitate the running of Society activities
- These Committees are authorized Subcommittees of the Board
- These Committees must report regularly to Board, recommending policies and goals for approval then implementation

Fundraising Committee:

- Develop and document Plan and goals for Board to Discuss and Vote
- Budget
- Record keeping
- Accounting
- Fundraising

Public Relations Committee:

- Develop and document Action Plan & Budget for Board to Discuss and Vote
- Define public image
- Marketing/Publicity, including Brochure, Posters, Signs, Banners and Advertising

HISTORY

The Visions Art Tour Society is a registered non-profit society with an elected executive that includes local artists and artisans living in the Cowichan Valley on Vancouver Island, British Columbia, Canada.

The Visions Art Tour Society was incorporated in 2001 to promote local artists by organizing an annual summer Visions Art Studio Tour & Sale when their home studios are open to the public.

THE BOARD

BOARD MANDATE AND AUTHORITY

1. To manage the financial development and the allocation of funds of The Visions Art Tour Society
2. To maintain The Visions Art Tour Society website in a current state.
3. To review all informational and marketing material, including logo, and methods of keeping materials up to date.
4. To set membership fees and keep membership records.
5. To inform the membership of activities, services, legislation and future planning.
6. To review the by-laws of The Visions Art Tour Society and ensure that they meet the objectives of The Visions Art Tour Society's mandate and mission.
7. To monitor government legislation and develop policies for response if needed.
8. To represent The Visions Art Tour Society to the membership, all levels of government, funding agencies, other organizations and the public at large.
9. To clarify and resolve conflicts and issues.
10. To establish the maximum number of venues that will participate in the Summer Tour.
11. To establish the deadline for receiving applications for Venue Review.
12. To establish cost to be paid by tour participants prior to each tour.

CONFLICT OF INTEREST DEFINITION

1. When a Board Member's decision is motivated by personal considerations, not The Visions Art Tour Society's best interests.
2. When a Board member contracts directly or indirectly with The Visions Art Tour Society
3. A Board Member uses his or her position for personal representation or profit.

BOARD MEMBER RESPONSIBILITIES.

President

1. Chair all Board, General and Annual meetings.
2. Maintain a close liaison with any Committees responsible for the management and administration of the organization.
3. Report to the Board as required.
4. Write a President's Report on Board activities for the AGM.
5. Maintain a working relationship with, and represent The Visions Art Tour Society, as necessary to all levels of government, agencies and organizations as appropriate.

Vice President

1. To chair Board and General Meetings in the President's absence.
2. To maintain a close liaison with the ongoing management and administration of the organization.
3. To represent The Visions Art Tour Society as directed by the President.

Treasurer

1. To ensure that the management of the financial development and allocation of funds of the Visions Art Tour Society is followed in accordance with Finance Policy.
2. To keep the bookkeeping and accounts of the organization.
3. To prepare, in consultation with the rest of the Board, the Annual Budget for the organization.
The Treasurer is required to attend all Board and General meetings as well as the Annual General Meeting.

Secretary

1. To be responsible for ensuring that minutes are taken of Executive, Board, annual general, or any extraordinary meetings.
2. To ensure that all books, correspondences, and records of The Visions Art Tour Society, past and present, are kept in safe custody.
3. To ensure that the Privacy Act is upheld.
4. To ensure that up-to-date records of membership are kept.
5. To ensure that minutes and agendas have been prepared and distributed to Directors
6. To ensure that sufficient notice is given to members of the Annual General Meeting and that Society Act regulations are met with regard to notification of proposed by-law revisions.

The Secretary is required to attend all Board, Executive Committee and General Meetings, as well as the Annual General Meeting.

Board Members- At- Large

1. To promote and maintain the programs and activities of The Visions Art Tour Society within the community and aiding in developing new programs.
2. To serve on at least one Standing Committee of the organization if asked to do so.
Board membership term is one (1) year and members are expected to attend all Board and General Meetings and well as the Annual General Meeting. If unable to attend two or more Board meetings, that member is asked to either request a leave of absence and seek an active replacement for the duties performed by that member, or look for a replacement of the position on the Board.

Overall Summary of Board members' Responsibilities

1. The Board of Directors shall be responsible for formulating, evaluating and revising policies and programs of The Visions Art Tour Society.
2. Any standing Committees of The Visions Art Tour Society shall be chaired by members of the Board of Directors.
3. The President shall preside at meetings of the Board of Directors, General Meetings and the Annual General Meeting. He/she shall be a member ex officio of all Committees.
4. The Vice President shall assist the President and in the absence of the President will exercise all duties and possess all the powers of the President.
5. The Secretary must do the following: (a) conduct the correspondence of The Visions Art Tour Society; (b) issue notices of meetings of The Visions Art Tour Society and Directors; (c) keep minutes of all meetings of The Visions Art Tour Society and Directors; (d) have custody of all records and documents of The Visions Art Tour Society except those required to be kept by the Treasurer; (e) maintain the register of members.
6. The Treasurer shall be responsible for the receipt and disbursement of all funds of The Visions Art Tour Society. He/she shall ensure the deposit of all funds in a chartered bank and that signing authorities are valid and up to date. He/she shall ensure that an accurate record of all receipts and disbursements is being kept. He/she will prepare the annual budget, financial statements, requests for grants and other fundraising proposals with consultation with the rest of the Board. The Treasurer shall submit a Financial Statement for the preceding Fiscal Year at each Annual General Meeting.

BOARD AUTHORIZED COMMITTEES

Mandate and Authority

1. The Directors may delegate any, but not all, of their powers to Committees consisting of the Director or Directors as they think fit.
2. A Committee so formed must conform to any rules imposed on it by the Directors, and must prepare a plan of action and budget for Board approval prior to implementation of that plan.

Committee Policy

1. Each Committee will appoint a Chairperson.
2. Each Committee reports to the Board for approval of activities and will keep minutes of their meetings. These minutes are submitted to the Secretary to be added to The Visions Art Tour Society's records.

LEGAL DUTIES & RESPONSIBILITIES OF DIRECTORS

In making decisions in regards to programs of The Visions Art Tour Society it is the obligations of the Directors to follow the below summarized legal duties and responsibilities:

1. A Director is a fiduciary and as such must act honestly in good faith and in the best interests of the organization. A Director has an obligation of loyalty and a duty to uphold the integrity of the organization;
2. A Director must exercise that degree of skill and diligence that can reasonably be expected from someone of his/her knowledge and experience.
3. A Director has a duty to be informed about the state of the business and affairs of the organization. A Director has a responsibility to make sure that the organization is properly managed and that its property and assets are suitably cared for;
4. A Director must not let personal interests of some third party conflict with those of the organization. If a conflict arises, a Director is forbidden from exploiting a Director position and must account to the organization for all profits realized as a result of such conflict;
5. Directors are not permitted, either during or after the term of office as a Director, to use for their own purpose any confidential information given in their capacity as Directors;
6. A Director must not allow the conduct of Directorship duties to serve personal ends even though a Director honestly believes that his/her conduct is in the best interests of the organization.
7. A Director cannot contract, either with another Director or with a third party, as to how they will vote at a meeting of the Board or its Committees. Fiduciary duty is to the organization and not to any group that has appointed or elected the Director;
8. A Director who is any way, directly or indirectly, interested in a contract or arrangement with the organization, must declare their interest at a meeting of the Board. Directors must not vote in respect of any contract or arrangement in which they have interest;
9. A Director is liable for any loss sustained by the organization arising from a breach of fiduciary duty or negligence in the performance of duty. However, a Director is liable only for his/her own acts and omissions and is not liable for breach committed by another Director unless he/she concurs or acquiesces in a breach committed by the other Director;

FINANCIAL MANAGEMENT OF THE SOCIETY

Working within the approved policies, the Board of Directors of the Visions Art Tour Society manages the financial development and the allocation of funds of the Visions Art Tour Society. The Treasurer or his/her designate reports directly to the Board of Directors.

NO CHARITY STATUS

The Visions Art Tour Society does not have charity status and receipts given by The Visions Art Tour Society are not tax deductible on that basis.

SUMMARY OF AUTHORITY

In managing the financial development and the allocation of funds of the Visions Art Tour Society, the Board and Treasurer will ensure the following duties are undertaken:

1. To prepare and plan the financial development and allocation of the Visions Art Tour Society funds.
2. To prepare the annual budget for Board approval.
3. To oversee the bookkeeping and preparation of financial statements of the Assembly and present them to the Board of Directors for review.
4. To prepare long-term financial development plans for Board approval.
5. To oversee the preparation and approval of the financial aspects of contracts made by Visions Art Tour Society Board of Directors, including grant applications to all levels of government and other funding agencies.
6. To ensure that Visions Art Tour Society Board of Directors financial reports to appropriate authorities are made (e.g. Registrar of Companies, Revenue Canada).

FINANCIAL INTENT, POLICIES, AND RESPONSIBILITIES

It is the intention of the Visions Art Tour Society to create an awareness of the financial needs of our society and to implement a plan by which some of these financial needs can be met through private, public and member support. Special reference is given to funding needed for operation and development of programs, and/or for capital requirements of the Visions Art Tour Society

It is the responsibility of the society to:

1. maintain a balanced budget.
2. create long-term financial projections.

3. manage a contingency fund, agreed upon by the Board, of *no less than the current deductible amount of the Vision Art Tour's insurance policy.*

MEMBERSHIP FEES

Invoicing and reminders to members for payment of membership fees shall be undertaken annually as overseen the Secretary of the Board.

Reviews of membership fees shall be undertaken by the Board of Directors to be presented to the membership at an Annual General Meeting.

GRANTS

New grant opportunities shall be brought to the attention of the Board of Directors who shall assess the appropriateness of the grant for the Visions Art Tour Society.

ACCOUNTING

Loans

No one is authorized to borrow money on behalf of The Visions Art Tour Society.

Accounting Systems

Generally Accepted Accounting Principles (GAAP), as defined by the Canadian Institute of Chartered Accountants, shall be adhered to.

Accountant and Auditors

The day to day keeping of the books shall be the responsibility of the Treasurer who may at his/her discretion contract out to an impartial party the reconciliation of accounts.

Petty Cash

A petty cash fund of \$100.00 shall be maintained, under the direction of the Executive Director, for incidental day to day expenses and shall be replenished as needed. All petty cash expenditures must be properly receipted.

Receipts

Receipts shall be maintained for all the Visions Art Tour Society expenses. Receipts shall be kept as per any tax requirements and in accordance with GAAP.

Insurance

Insurance coverage shall be reviewed annually by the Board to ascertain adequate coverage.

BUDGET AND FINANCIAL PLANNING

Annual Budget Estimates

Financial management is the responsibility of the Treasurer and Board. The Treasurer shall cause a budget proposal to be presented to the Board of Directors. Committee budgets and plans must be approved by the Board and presented to and approved by a vote of the general membership.

Budget Protection

Payments of up to \$200 may be made by the Treasurer or any other appointed representative of the Board without either a further approval of the Board or a vote of the general membership, provided such payment is in accordance with an expenditure or activity already approved by the Board. .

Any payment in excess of \$200 that is otherwise in accordance with an approved budget and strictly for the purpose of carrying out an approved plan nonetheless requires the further review and approval of the President before the payment can be made.

Expenditures that are extra to or represent a change to an approved budget or approved plan must be brought before the Board for approval.

SIGNING AUTHORITY

1. Signing authority shall be given to three Officers, one of whom will be the President, one to be the Treasurer and one other as agreed by the Board of Directors.
2. Two signatures shall be required for the allotment of funds.
3. Upon approval of the annual budget by the Board, the signing Officers shall have the authority to approve all signing of agreements within the budgeted amount, within the constraints set forth above in Section 0 "Budget Protection".

CONTRACTS & SERVICES (INTELLECTUAL PROPERTY)

1. Unless otherwise agreed in writing, all intellectual property in, and relating to any Services and any alterations, additions or amendments to intellectual property shall remain the property of Visions Art Tour Society, and shall not be disclosed to any other person without written consent from Visions Art Tour Society.

2. Visions Art Tour Society will retain ownership in all the Society's data provided to any service provider as part of the work.
3. Visions Art Tour Society will retain all ownership in all data collected as part of the services. Visions Art Tour Society may use such data as the Society sees fit, including building other products, services or data sets.
4. All service providers must agree to take all reasonable steps to protect our intellectual property and ownership rights.
5. Intellectual property includes but is not limited to any logos, artwork, promotional materials, software and programming code, web site pages, slogans, trademarks, symbols, methods, names, images, designs, copyrights and patents used in the commercial activities of the Visions Art Tour Society.

COMMUNICATIONS POLICIES

WEBSITE

Intent

The Visions Art Tour Society publishes a website that promotes The Visions Art Tour Society, its members and acts as a communication tool for the members and for the public at large.

Regulations

The Visions Art Tour Society website will include the following:

1. List of Board members and Committees
2. List of financial and in-kind contributors to the Visions Art Tour Society.
3. List contact information and membership rates.
4. The webmaster will pursue proper copyright procedures for materials submitted by members and from other sources.
5. Calendar of events.
6. Artist directory and information pages.

PROMOTIONS, MARKETING, & ADVERTISING

Intent

The aim is to advise the public about the work and objective of The Visions Art Tour Society by enlisting support from the community---from individuals, other groups, agencies, services, foundations, government. The Visions Art Tour Society also needs new members, volunteers and donations. Keeping a high profile is the objective. A fair and democratic process must be followed so that all members of The Visions Art Tour Society whose studios are tour venues receive equal promotion by the society.

PERSONNEL

CODE OF ETHICS

1. Loyalty to the Board of Directors is essential. Directors should never divulge deliberations or decisions made by the Board to any outside body or person before they are made known to the members or public through agreed-upon channels of communication. It is an obligation of a Director to abide by and support such decisions rather than undermine them. Equally, Directors should not publicly criticize other Directors or members.
2. The responsibility of a Director is to serve the interests of The Visions Art Tour Society. Where there is conflict between the interests of The Visions Art Tour Society as a whole and a Director or member who exhibits an individual or self interest, The Visions Art Tour Society's interests shall prevail.
3. Time Commitment: A Board member is required to attend all Board meetings and be part of assigned ongoing Committee duties. A Board member is also expected to attend the Annual General Meeting.
4. Members of The Visions Art Tour Society are expected to respect and support all members of The Visions Art Tour Society, conduct themselves in an honourable manner and uphold the policies of The Visions Art Tour Society.

BOARD RECRUITMENT POLICY

Intent

Visions Art Tour Society will provide The Visions Art Tour Society's leadership by identifying, recruiting and training skilled and knowledgeable leaders to act as Directors of the Board. These individuals will share in the commitment to develop The Visions Art Tour Society at the community level.

Board members must be members in good standing of the Visions Art Tour Society and should have a sound understanding of the roles and activities of Societies and the management thereof.

The term of office for all Directors is one (1) year. Board composition will endeavour to present a balance of cultural diversity, gender, ages, skills, and representation from a diversity of arts disciplines.

PRIVACY ACT AND PROPER RECORD STORAGE

1. All confidential items, reports, letters relative to individuals, contracts, membership issues and records, financial records, and any other business of The Visions Art

Tour Society such as advertising and marketing files, brochures & logos, must be kept by the Secretary and properly filed or stored. Many of these documents and records are now governed by Canada Privacy Act and provincial privacy acts; it is very important The Visions Art Tour Society comply with these Acts.

MEMBERSHIP AND PERSONNEL POLICIES

Member Obligations

Each and every artist is expected to donate his or her time to meet the organizational time-line for the tour.

With membership, Visions offers their members:

- Listing on the Visions website
- Public exposure in pre-tour shows, news releases
- A quantity of brochures for distribution
- Support of fellow artists

As a tour participant, the venue host is also provided with:

- Loaned direction road signage during the tour
- Liability insurance during Visions Art Tour Society events
- Feature space in the tour brochures.

Member obligations:

- - Meet all deadlines. Critical dates will be listed on the Visions website at www.visionsarttour.ca.
- - Attend general meetings and appropriate committee meetings to keep informed of Visions' activities.
- - Do your share to advertise the tour to your friends, family and general public.

Venue (tour participant) obligations:

- Visions Art Tour Society provides liability insurance during Visions Art Studio Tour events. The venue host is obliged to provide a safe, family-oriented experience for the tour visitors and for their guests.
- Each studio must be reviewed to ensure that it is safe, accessible and inviting as a venue for the Visions Art Tour Society.
- Members who perform services for the Visions Art Tour Society do so as volunteers without the expectation of any form of remuneration. Services include but are not limited to fundraising, design, and distribution of promotional materials.

Liability Waiver

Members are required to sign the following Waiver of Liability:

I HEREBY WAIVE ANY AND ALL CLAIMS that I have or may in the future have against, and release from all liability and agree not to sue, the Visions Art Tour Society for any personal injury, death, property damage, health care costs, theft or other loss of any kind, including economic loss, that I might sustain as a result of or in any way connected to my participation in the Programs **DUE TO ANY CAUSE WHATSOEVER**, including, but not limited to:

- (a) negligence (the meaning of which includes failure to use such care as a reasonably prudent and careful person would use under similar circumstances and failure to meet such standards of care applicable to such circumstances) or gross negligence;
- (b) breach of any other duty imposed by law, including any duty imposed by occupiers liability or other legislation;
- (c) breach of any contract; and
- (d) mistakes or errors in judgment of any kind on the part of the Visions Art Tour Society.

Membership Fees

1. Invoicing and reminders to members for payment of membership fees shall be undertaken annually as overseen by Treasurer and Secretary of the Board.
2. Reviews of membership fees shall be undertaken by the Board of Directors to be presented to the membership at an Annual General Meeting.
3. The Membership fee is payable on joining and annually thereafter.
4. The Membership fee is non-refundable except in the case of an applicant who has been reviewed and rejected. Tour Venue fees may be refunded or partially refunded, at the Board's discretion, in case a Tour Venue needs to withdraw suddenly due to extenuating circumstances (such as illness, etc.) before brochures are printed.
5. The term of membership shall be one (1) year, running from January 1 to December

31.

Grievances

"Grievance" shall mean any difference or dispute concerning the interpretation, application, administration, operation or alleged violation of the policies and/or personnel questions.

Any member with a grievance should submit written complaints to the President for action. All complaints concerning member issues must be received in writing and accompanied by support material. The President will form a committee of the Executives and will inform the member of allegations and solicit the member's written response to the allegations. The Executive committee will then review the material from both parties.

Differences shall be settled conclusively in the following manner:

- Step 1. The grievance shall be discussed between the two parties within twenty (20) working days of its occurrence.
- Step 2. If the grievance has not been satisfactorily resolved in Step 1 it shall be referred to the Board. The Board shall have fifteen (15) working days in which to solve the grievance.

Removal of a Board Member or Member of the Visions Art Tour Society

All complaints concerning personnel issues must be received in writing and accompanied by support material. The Executive Committee will inform the member of allegations and solicit the member's written response to the allegations. The Executive Committee will then review the material from both parties and make recommendations for action to the Board.

Possible complaints that could result in revocation of a Membership include but are not limited to:

1. Conflict of interest
2. Unethical behavior
3. Obstructive behavior that prevents The Visions Art Tour Society from functioning effectively
4. Failure to follow approved policies and by-laws
5. Failure to participate (i.e. attend general meetings, participate in committee work, etc.).

Process of removal

1. The President can meet informally with the member in question asking him or her to consider leaving the Board and resigning.
2. A member can be removed by a two-thirds vote of the Board at a regularly scheduled Board meeting
3. The membership of the member so removed in this process will be revoked for not less than one (1) year from the date of revocation.