

Neutral Ground Inc.
Amended August 16, 2017

ARTICLE I – MEMBERSHIP

1. Membership is open to all who wish to join upon payment of a membership fee. Membership fees are set at each Annual General Meeting of Neutral Ground.
2. There are two classes of memberships: (there are seven categories of membership within these.)

VOTING:

- a. Full member - \$24. Payment of Voting membership fee entitles the member to one vote at general meetings of Neutral Ground, as well as placement on the mailing list. Members in this category are asked to contribute no less than 8 volunteer hours per year.
- b. Student/Unwaged - \$15 Same rights and obligations as a Voting membership, at a reduced rate.
- c. Same Address Mailing - \$36 Two Voting memberships, with the same rights and obligations as two individual Voting memberships, with the same mailing address.

NON-VOTING:

- a. Associate - \$40 Payment the Associate membership fee entitles the member to be placed on Neutral Ground's mailing list.
- b. Institutional or Corporate - Payment of the Patron membership fee entitles member to placement on the Neutral Ground mailing list. (\$100/Sponsor, \$250 Silver, \$500 Gold/ \$1000 Platinum.)
- c. Patron - \$75 Payment of the Patron membership fee entitles member to placement on the Neutral Ground mailing list.
- d. Honorary - no fee. Honorary membership may only be awarded by a majority vote of Neutral Ground members present at a General Meeting of Neutral Ground.

3. All fees, with the exception of Honorary membership, are required annually. Honorary members can vote with payment of full membership fees.
4. Memberships are prorated throughout the year and fall due on September 1st of each year.
5. Voting members may attend General Meetings and Annual General Meetings, and Special Meetings of the membership in person or by tele-video-conference (e.g. Skype), and may cast votes in person, by tele-video conference, or by proxy vote (where one person may hold one proxy vote, and when the proxy has written or email verification of such an arrangement).

ARTICLE II - BOARD OF DIRECTORS

1. The Board of Directors shall oversee and direct the events of Neutral Ground, and shall reflect the diversity of Neutral Ground.
2. All members of the Board of Directors of Neutral Ground shall be Voting members of Neutral Ground in good standing, and there shall be a maximum of twelve members on the Board of Directors, and a minimum of six members.
3. The Board of Directors shall be elected at an Annual General Meeting for a two-year term.
4. The Board will meet a minimum of 6 times a year, and will be open to all members in good standing who may attend as observers.
5. The quorum for meetings of the Board will be a minimum of four Board Members.
6. The Voting members of Neutral Ground will elect the members of the Board to fill a minimum of 6 to a maximum of 12 positions from those which are vacant. The General membership shall nominate a Board of Directors at the AGM. The position of Chairperson will be determined from among the duly elected Board at their first meeting following the AGM. Other vacant Board positions will be filled by the Members of the Board at their first meeting following the AGM.

(The positions are; Chairperson, Treasurer, Programming, Public Relations, Events, Facilities and Board Members at Large.) The elected Chairperson will be responsible to chair meetings and oversee minutes. In instances where the Chair cannot be present at a meeting of Neutral Ground, the members may appoint a temporary Chair, who must be a Board member in good standing.

7. The Board shall appoint a recording secretary.
8. If, due to resignations or other circumstances, the minimum number of Board Members falls below the required number of 6, the remaining board members may appoint an interim board member or members to serve until the next general meeting.
9. Any Board Member who fails to attend three consecutive Board meetings, without just cause, must resign from the Board of Directors of Neutral Ground.
10. No board member may serve more than two consecutive terms in any one position on the Board of Directors of Neutral Ground unless by special resolution of the Board at their first designated meeting.

ARTICLE III - GENERAL MEETINGS

1. There shall be one Annual General Meeting per year to be held in the first quarter of new fiscal year.
2. Quorum for General Meetings is fifteen percent of the voting membership.

ARTICLE IV - AMENDMENTS TO THE BY-LAWS

1. The Bylaws of Neutral Ground may be amended by a majority of the members of Neutral Ground present at a duly constituted General Meeting.

ARTICLE V - Dissolution

1. Persons to whom remaining property is to be distributed in the course of liquidation and dissolution: Subject to division XVII of the Non-Profit Corporations Act, in the event of the dissolution of the corporation, its properties and assets shall, after the payment of all liabilities, be donated to one or more recognized charitable organizations in Canada as may be decided by the corporation at a General Meeting called for the purpose of dissolution.

Article VI Borrowing Powers :

Two signing authorities of the organization may, by majority approval by the Board of Directors, bind the organization to borrow money on the credit of the Corporation, not exceeding \$5000, for the express purpose of conducting Neutral Ground business.

Mandate Statement:

From Neutral Ground's Articles of Incorporation

The objectives of Neutral Ground Inc. are: The education of artists and/or the public in the fine arts and/or in the appreciation of fine arts and/or attempt to enrich cultural awareness of the public with respect to the fine arts through;

- a) Encouraging and providing a forum for the production, exhibition, performance and documentation of experimental events,
- b) Encouraging collaborative ventures amongst all the fine arts (ie: visual, performance, dance, drama, music, film, video, photography & others,
- c) Providing a place for dialogue amongst artists as well as a focus for the exchange of ideas, information and resources,
- d) Acting to stimulate innovation in expression and providing a higher profile for artists working in experimental and interdisciplinary art forms, and,
- e) Ensuring that participation in its programs and activities is open to all interested persons.