



**INTRODUCTION
TO
TORONTO ARTS COUNCIL
FOR
NEW MEMBERS**

March 2010

TABLE OF CONTENTS

	Page
Toronto Arts Council – Mission Statement.....	3
Toronto Arts Council – Organizational Structure	4
By-laws of the Toronto Cultural Advisory Corporation	6
Roles and Responsibilities of Board Members	8
Length of Term of Board Members	8
Roles and Responsibilities of Committee Members	9
Length of Term of Committee Members	9
Toronto Arts Foundation	10
Loan Fund.....	11
Conflict of Interest and Confidentiality of Information Policies	12
Committee Policies Regarding Eligibility of Members to Apply to Individual Artists Grants Programs	13
Toronto Arts Council Policy on Board and Committee Expenses.....	14
Staff Contact Information	15
Conflict of Interest and Confidentiality Declaration Form.....	16

TORONTO ARTS COUNCIL - MISSION STATEMENT

Premise

A great city fosters a vibrant cultural scene and recognizes the importance of the arts to the quality of life of its citizens. Strategic municipal arts investment is a key factor in generating a healthy city economy, promoting cultural tourism, creating training and employment opportunities, and seeding the cultural industries.

Mission

Toronto Arts Council is an arm's length body that supports the development, accessibility and excellence of the arts in Toronto.

Toronto Arts Council offers grants programs to the city's arts organizations and professional artists. These programs, funded through the City of Toronto, invest in a broad range of activities from individual creation and small start-up projects to some of Canada's largest and most renowned arts institutions.

Operating Structure

Toronto Arts Council's volunteer board and committees are made up of artists, other arts professionals and arts supporters. To guarantee accountability, City Council appoints three to five of its members to Toronto Arts Council's 27 - 29 member Board of Directors.

Toronto Cultural Advisory Corporation, the body that elects the Toronto Arts Council Board of Directors, includes all City Councillors as well as all members of the TAC board and committees. Toronto Arts Council reports to City Council through the City's Economic Development Committee. Committees and juries review applications for funding and make grant recommendations to the Board of Directors. The board and committees are aided by a small, professional staff. Toronto Arts Council programs are funded through an annual appropriation from the City of Toronto.

Toronto Arts Council's two key operating principles - arm's length funding and peer review - are applied to ensure the City of Toronto vigorously pursues artistic excellence and innovation and steadfastly protects freedom of expression.

Core Values

In everything it does, the Toronto Arts Council strives to be:

- accessible and approachable
- inclusive and equitable
- progressive and responsive
- accountable and efficient

TORONTO ARTS COUNCIL - ORGANIZATIONAL STRUCTURE

Overview

Toronto Arts Council is an arm's length body of the City of Toronto that makes decisions regarding the allocation of the City's cultural grants budget and advises the City on cultural matters. TAC has two main areas of accountability: the City of Toronto through City Council, and the non-profit resident arts community of Toronto.

TAC's fundamental level of corporate governance is the membership of the Toronto Cultural Advisory Corporation which operates Toronto Arts Council. Voting membership in Toronto Cultural Advisory Corporation is comprised of:

- 1) all members of TAC's Board of Directors;
- 2) all members of TAC's arts committees;
- 3) all members of Toronto City Council.

At the annual general meeting, members of the corporation elect the Board of Directors.

Operationally, the Board of Directors is the level at which all decisions made by and on behalf of Toronto Arts Council must be approved. This responsibility includes Board ratification of all appointments of members to TAC committees and approval of all committee grant recommendations.

The Board of Directors controls all expenditure by TAC, although in practice this area is in the hands of the Finance Committee, a standing committee of the Board whose membership is comprised of the President, Past President, Treasurer and such other members as necessary at the discretion of the committee. The Finance Committee reports directly to the Board. All budgets, including budgets to be proposed to City Council with regard to grants, must be approved by the Board. The day to day operations of Toronto Arts Council are entrusted by the Board to its Executive Director, who reports directly to the Board.

TAC's arts committees are chaired by members of the Board of Directors. In practice, committees make all grant recommendations involving operating and project grants to organizations and collectives. All grant recommendations are forwarded to the Board of Directors for approval. All grant cheques are issued by Toronto Arts Council.

Annually, the arts discipline committees appoint juries to their respective disciplines to adjudicate applications for grants to individual artists.

TAC Grants Officers work with arts discipline committees and juries to facilitate the decision-making process and ensure it is carried out in a fair and equitable manner. They are knowledgeable about the work of TAC clients and are able to provide information as requested by committees and juries. They do not make decisions regarding grant recommendations. They attend Board and committee meetings and report as requested.

Board and Committee members receive no remuneration for their work, but may be compensated for authorized expenditure made on behalf of TAC. Members of juries receive fees comparable to those paid by other arts funding agencies.

In addition to its membership on the Toronto Cultural Advisory Corporation, City Council appoints directly five of its members to the Board of Toronto Arts Council. TAC makes annual grants and operations budget requests to City Council and reports quarterly on the disbursement of these funds.

Board of Directors

Toronto Arts Council Board of Directors is comprised of twenty-nine directors; five of whom are ex officio directors appointed by Toronto City Council. The five City appointments are members of City Council.

Individuals on the Board serve in a voluntary capacity and receive no remuneration for their service as members of the Board. Toronto Arts Council is unique among granting bodies in that it has a majority of artist members. Artist members on the Board work in a broad range of art practices, including the areas funded by Toronto Arts Council: community arts, dance, music, theatre, literary arts, visual and media arts. Individuals in leadership positions in other areas important to TAC's interaction with the wider community, including media, law, finance, and communications also hold positions on the board.

In addition to artistic and other expertise, a balance is sought on the Board of Directors, arts discipline committees and juries for representation of a diversity of arts disciplines and practices and of an appropriate reflection of the cultural, ethnic and racial composition of Toronto.

The Board of Directors is elected annually by all members of the Toronto Cultural Advisory Corporation. Toronto Arts Council Board members serve a maximum of six consecutive one-year terms. Membership of the Toronto Cultural Advisory Corporation is comprised of (a) members of the Board of Directors (b) members of arts discipline committees and (c) members of Toronto City Council.

The Board of Directors is the final decision-making body of Toronto Arts Council and, in consultation with its arts discipline committees, sets policy and priorities. Committee policy and programming recommendations are conveyed to the Board through the Committee chairs, each of whom is a member of the Board.

Arts Discipline Committees

Toronto Arts Council has seven arts committees: Community Arts, Dance, Large Institutions, Literary, Music, Theatre, Visual/Media Arts. Each committee is chaired by Board members with other committee membership being made up of artists and arts workers with experience and expertise related to the discipline committee on which they serve and with an awareness of the changing artistic practices, trends and needs of artists and arts organizations in Toronto. Committee members serve in a voluntary capacity and receive no remuneration for their work on behalf of Toronto Arts Council.

Committee members serve a maximum term of three years and are selected through a nominating and consultative process that includes clients of TAC. Terms are staggered to allow for both continuity and new membership.

Committee members are responsible for making policy recommendations to the Board of Directors on matters affecting their discipline, for making recommendations on grants funding requested by organizations and collectives and, as members of the Toronto Cultural Advisory Corporation, for participating at the Annual General Meeting in the election of the Board of Directors. In arts disciplines that have grants programs for individual artists adjudicated by independent juries, Committee members are also responsible for assisting in the development of the related programs and policies and for the annual selection of jury members.

As stated above, committee policy and programming recommendations are conveyed to the Board through the committee co-chairs, each of whom is a member of the Board.

BY-LAWS OF THE TORONTO CULTURAL ADVISORY CORPORATION

In September 1984, By-law Number 6 was adopted by the members of the Toronto Cultural Advisory Corporation to supersede all previous by-laws. Over the years a number of amendments have been made, the most recent being By-law number 15, which was adopted in November 2007.

The following excerpts highlight important regulations set out in the By-laws that govern the operation of the Corporation. A complete set of By-laws is available upon request.

Board of Directors

Number of Members:

The affairs of the Corporation shall be managed by a board of 29 Directors, each of whom shall be a Member of the Corporation. The Board shall be composed as follows:

- (a) Twenty-four Directors shall be elected by the Members from nominations put forward from the arts community of Toronto and from other interested parties, to hold office until the first annual meeting after they have been elected or until their successors have been duly elected and qualified; and
- (b) Five Directors shall be ex officio Directors appointed by the current Council of the City of Toronto (the "Council"), and shall be Council members. Notwithstanding any other provision in the by-laws of the Corporation, ex officio Directors shall hold office until the completion of the term of office of the Council and until their successors have been duly appointed. [By-law 14]

Length of Term:

Each Director shall be eligible for re-election if otherwise qualified, provided that after serving as a Director for six consecutive years, no Director shall be eligible for re-election, other than a Director who is a member of the Council of the City of Toronto. A President or Vice-President may continue to hold office for a maximum of five years after his or her election as President or Vice-President regardless of the number of years he or she has served as Director. [By-law 9]

Quorum:

Twelve (12) directors shall form a quorum for the transaction of business. [By-law 14]

Remuneration:

The directors shall serve without compensation, and no director shall, directly or indirectly, receive any profit from his position as such; provided that a director may be paid reasonable expenses incurred in the performance of his duty. Nothing contained in this by-law shall be construed to preclude any director from serving the Corporation as an officer, or in any other capacity and receiving compensation therefor. In addition, any firm or corporation with which a director is associated may be compensated for rendering services to the Corporation. [By-law 10]

Powers:

The directors of the Corporation shall administer the affairs of the Corporation. [By-law 6]

Corporation

Membership:

The membership shall consist of all Directors of the Corporation, members of the committees charged with making grant recommendations and advising on policy with respect to various arts disciplines and such other persons, firms or corporations as are admitted as Members by the Board of Directors; provided that the members of the Council of the City of Toronto shall be ex-officio Members of the Corporation upon such persons being elected to the Council, and shall cease to be Members upon ceasing to be members of the Council. [By-law 9]

Quorum:

A quorum for the transaction of business at any meeting of members shall consist of not less than seven (7) members present in person or represented by proxy, provided that in no case can any meeting be held unless there are three (3) members present in person. [By-law 10]

Annual General Meeting:

The Corporation shall hold an annual meeting of its members not more than fifteen (15) months after the holding of its last preceding annual meeting. At every annual meeting, in addition to any other business that may be transacted, the report of the directors, the financial statement and the report of the auditors shall be presented and a board of directors elected and auditors appointed for the ensuing year and the remuneration of the auditors shall be fixed. The members may consider and transact any business, either special or general, without any notice thereof at any meeting of the members. [By-law 6]

Notice of the time and place of every such meeting shall be given to each member by sending the notice by prepaid mail or telegraph, ten (10) days before the time fixed for the holding of such meeting. [By-law 6]

Financial Year:

Unless otherwise ordered by the board of directors, the fiscal year of the Corporation shall terminate on the 31st day of December in each year. [By-law 6]

ROLES AND RESPONSIBILITIES OF BOARD MEMBERS

Board members act as ambassadors for Toronto Arts Council, reaching out into the community on its behalf, creating the interest and excitement that brings ideas and partnerships, and developing an environment that supports adequate public investment in the arts.

Board members are expected to be passionate advocates for the vitality, importance and needs of Toronto's arts community, and to understand the mission, values and major activities of the organization, and champion its cause to the wider community.

The Board of Directors of Toronto Arts Council is responsible for the overall direction of TAC. This includes:

- general and long-term policy development;
- establishment of funding priorities;
- determination of levels of annual budget requests (Grants and Operations) to City of Toronto;
- working towards the achievement of this budget;
- approval of operations budget
- approval of grants budget program allocation
- financial oversight – review of quarterly financial statements, approval of audit.
- approval of committee and jury grant recommendations.

Both collectively and individually, the Directors must represent TAC in the community and at all times promote its interests and well being in a professional manner.

Directors must be knowledgeable and experienced in the arts, either in a professional or volunteer capacity, and have a demonstrated understanding of the Toronto experience.

Directors should have no real or perceived bias respecting any special interest group; rather they should have in mind the best interests of the entire arts community as an overriding concern.

Directors are expected to maintain an active interest in the affairs of TAC and to become familiar with its programs, resources, clients and staff and to make a significant commitment of time to their areas of responsibility on TAC.

Directors are expected to attend meetings of the Board regularly and to attend meetings of committees of which they are members. They are also expected to become familiar with community interests within the realm of TAC's mandate.

Toronto Arts Council carries Non-Profit Corporation Professional Indemnity Insurance covering wrongful acts committed by directors, officers, committee members and staff in the course of their duties for Toronto Arts Council. Wrongful acts include misleading or incorrect statements, omissions, and neglect or breach of duty in the discharge of duties.

LENGTH OF TERM OF BOARD MEMBERS

Board members serve a **maximum** of six renewable one-year terms.

ROLE AND RESPONSIBILITIES OF COMMITTEE MEMBERS

Toronto Arts Council Committees augment the work of the Toronto Arts Council Board of Directors by allowing for the expertise and advice of additional professionals. The committee system also broadens and strengthens the Arts Council's community base.

The Committees are: Community Arts, Dance, Large Institutions, Literary, Music, Theatre and Visual/Media Arts. Committee members review grant applications and make grant recommendations, advise the Board of Directors regarding the needs of the arts community and on general policy matters. The following is a summary of committee members' responsibilities:

- reviewing applications from applicant organizations within their respective discipline and attending the adjudication meetings;
- recommending levels of support to the Board of Directors;
- Maintaining an awareness of the client base served by the committee and the changing artistic practices, trends and issues within the discipline.
- advising on matters affecting the discipline, including the development of new grant programs;
- attending events which have received or for which support has been requested from Toronto Arts Council;
- participating as a voting member at TAC's annual general meeting.

Toronto Arts Council has Non-Profit Corporation Professional Indemnity Insurance that covers the Board of Directors, Committee members and staff for various liabilities in the course of their duties for Toronto Arts Council.

LENGTH OF TERM OF COMMITTEE MEMBERS

Committee members serve a maximum term of three years.

Terms are staggered to allow new members to join the Committee each year.

The length of term of the Committee Chair or Co-chairs is governed by their term as a Board member and is not restricted to the three year maximum.

TORONTO ARTS FOUNDATION

Overview

Toronto Arts Foundation (formerly the Toronto Arts Council Foundation) was established in 1995 as a sister organization to TAC to allow individuals, foundations and corporations the opportunity to support a broad spectrum of arts disciplines in the City of Toronto through tax-deductible contributions. TACF's mission is to build a base of private funding for the arts and culture sector in Toronto. In 2002, TACF began developing a broad-based arts awareness and fundraising initiative with the intention of considerably increasing funds raised for Toronto arts. These funds are managed by TACF's Investment Committee. Primary uses of the funds are TAF's awards program, TAF's endowment program and TAC's grants programs.

Some of TACF's fourteen-member board of directors also serve on TAC board of directors to maintain accountability to TAC and to maintain a genuine understanding of Toronto's not-for-profit arts community.

Although separate organizations, TAC and TACF benefit by being run as sister organizations. The great advantage of partnering of these two organizations is the ability to share resources, from office space at 141 Bathurst Street to cyber-space on the web, thereby reducing administrative costs. It also ensures close contact with the arts sector in Toronto and the continuous awareness of needs across the community.



LOAN FUND

Toronto Arts Council administers a Loan Fund that provides short-term bridge financing to TAC client groups. The fund was initiated to deal with the situations where an arts organization is informed by a funding agency that a grant has been recommended but that the cheque is not immediately available.

Eligibility

Loans are available only to Toronto Arts Council annual activity clients. Loans are available only in circumstances where the applicant is awaiting receipt of a confirmed grant from Toronto Arts Council or another government granting agency.

- Individual artists are not eligible to receive loans.
- Loans are not made against box office or fundraising projections or any other source of projected revenue.

Maximum Loan and Term Available

Applicants may request a loan of up to \$10,000 for a maximum term of three months.

Interest

Interest is calculated at 1% per month and is **not** compounded.

Applications Procedure

Applicants must request the loan in writing and provide a cash-flow chart which demonstrates the need for the loan and also their ability to repay the loan, with interest, when they receive whatever grant they are borrowing against.

Decisions regarding loan requests are made by the Loan Committee, which is a committee of the Board of Directors. The Loan Committee is chaired by the TAC Treasurer and also includes the TAC President, Past President and two artist members of the Board.

Loan requests are submitted to the Loan Fund Administrator.

CONFLICT OF INTEREST AND CONFIDENTIALITY OF INFORMATION

POLICIES FOR TAC BOARD AND COMMITTEE MEMBERS

DEFINITION OF CONFLICT OF INTEREST

A conflict of interest refers to a situation in which private interests or personal considerations may affect a Board or Committee member's judgement in acting in the best interest of TAC.

Specifically, a conflict of interest exists where a TAC Board or Committee member:

- has a financial interest in the success or failure of an applicant organization or project;
- has an interest based on the fact that he or she or his/her spouse/partner is an employee, board member, ongoing volunteer or creditor of a TAC client organization;
- has a personal interest in specific applications other than what is normally expected of an interested member of the arts community;
- has any other reason which makes him/her unable to evaluate the application objectively.

CONFLICT OF INTEREST PROCEDURES

Where a conflict of interest exists, the Board or Committee member must declare it and, if requested by members of the Board or Committee, may not be present during discussion relating to that client or applicant.

No TAC Board or Committee member may appear before the Board or any Committee on behalf of a TAC grant applicant or recipient.

No TAC Board member may apply to any TAC grants program for individual artists. Committee members will follow their respective committee policies, as approved by the Board of Directors, regarding application to individual artists grants programs.

Board or Committee members are not allowed to use their positions to give anyone special treatment that would advance their own interests or that of any member of the Board or Committee member's family, their friends or business associates.

Board or Committee members may not accept gifts, money, discounts or favours including a benefit to family members, friends or business associates for doing work on TAC's behalf. Exceptions to this rule are reimbursement of expenses from TAC, complimentary tickets to performances or events that members attend as part of their responsibilities as Board and Committee members, and promotional gifts or gifts of nominal value (e.g. coffee mug or the occasional lunch).

CONFIDENTIAL INFORMATION

TAC Board and Committee members may not disclose confidential or privileged information about the affairs of TAC or its clients or use confidential information to advance personal or others' interests. TAC Board members may not divulge confidential or privileged information about TAC employees without those employees' written authorization.

Specifically, all Board and Committee members will keep the confidentiality of:

- all written or oral information provided by applicants to TAC,
- the contents of TAC Board and committee discussion, and
- the identity of individuals on committees who support or oppose any applicant for funding.

CONFLICT OF INTEREST AND CONFIDENTIALITY OF INFORMATION DECLARATION

A declaration form must be signed annually by all TAC Committee members.

**Policies Regarding Eligibility of
COMMITTEE MEMBERS TO APPLY TO INDIVIDUAL ARTISTS GRANTS PROGRAMS**

Dance Committee

Members of the Dance Committee are eligible to apply to the Dance Projects program during their tenure on the committee. Members who intend to apply for a grant must declare this intention prior to jury selection and may not take part making recommendations for the jury.

Literary Committee

Members of the Literary Committee may not apply to the Grants to Writers program during their tenure on the committee.

Visual/ Media Arts Committee

Members of the Visual/Media Arts Committee may not apply to the Grants to Visual Artists program during their tenure on the committee.

Music Committee

Members of the Music Committee may not apply to the Grants to Music Creators and Composers program during their tenure on the committee.

TAC POLICY ON BOARD AND COMMITTEE EXPENSES

Expenses

- TAC will reimburse Board and Committee members for parking, transit, taxi and childcare expenses incurred as a result of attendance at TAC meetings or client events to a maximum of \$150 per year.
- Expenses above the annual \$150 maximum may be considered if special circumstances warrant. These additional expenses must be approved before they are incurred. Approval should be sought through the Executive Director.

Board and Committee members must submit an invoice to receive payment but itemized receipts are not required up to the eligible annual maximum of \$150.

Invoices may be submitted once per financial year. *(TAC financial year is January 1 to December 31.)*

Committee members may also be reimbursed separately for tickets to arts events in their discipline. See details below.

Tickets

- Toronto Arts Council will reimburse Committee members for a maximum of two tickets per event (in your discipline). Itemized receipts must be submitted.

Committee members will be reimbursed only for events of organizations and collectives that have received or may apply for a grant from TAC. *Organizations that are eligible to apply for grants from TAC are non-profit organizations and collectives that are located within the City of Toronto.*

Tickets to fundraising events are not eligible for reimbursement.

Unless it represents a financial hardship, we ask that you collect several receipts before submitting your invoice. Cheques are normally issued within three weeks of receipt of invoice.

STAFF CONTACT INFORMATION

TELEPHONE:

You can contact Toronto Arts Council staff directly, without going through reception, by dialing 416-**392-6802** and the appropriate extension number.

During office hours (Monday to Friday, 9:30 a.m. to 5:30 p.m.) there is usually someone at reception answering the main line (416-**392-6800**), but if you know to whom you wish to speak, it is quicker to dial directly to that person's extension.

TAC's voice mail system has features similar to other systems, so if you forget the extension number of the person you wish to speak with, there is a "directory" you can access.

FACSIMILE:

Toronto Arts Council fax number: 416-**392-6920**

E-MAIL

Toronto Arts Council has a general e-mail address: mail@torontoartscouncil.org or use individual email addresses listed below to reach staff.

MAIL

Mailing address: **Toronto Arts Council
141 Bathurst Street
Toronto, Ontario
M5V 2R2**

WEBSITE

The website gives complete information on TAC's grants programs, board, committee and staff information, list of publications, arts-related economic impact statistics, information on TAC Foundation and information on arts advocacy, and links to many arts clients and colleagues.

www.torontoarts.org

STAFF LIST

Name	Title	Ext.	Email
Claire Hopkinson	Executive Director	203	claire@torontoartscouncil.org
William Huffman	Assoc. Director + Grants Officer – Visual/Media Arts, Literary	208	william@torontoartscouncil.org
Beth Reynolds	Director of Grants	206	beth@torontoartscouncil.org
Susan Wright	Director of Operations	211	susan@torontoartscouncil.org
Dewi Minden	Executive Assistant	226	Dewi@torontoartscouncil.org
Michelle Parson	Office Manager	200	michelle@torontoartscouncil.org
Selvam Sridas	Finance Officer	210	selvam@torontoartscouncil.org
Skye Lewis	Neighbourhood Arts Network Coordinator (TAF)	212	skye@torontoartscouncil.org
Margo Charlton	Grants Officer - Theatre	201	margo@torontoartscouncil.org
Leslie Francombe	Community Investment Manager	204	leslie@torontoartscouncil.org
TBA	Grants Officer - Music		
Soraya Peerbaye	Grants Officer - Dance	221	soraya@torontoartscouncil.org
Tamara Haberman	Grants Officer - Community Arts	202	tamara@torontoartscouncil.org

Norma Garcia	Grants Assistant	222	norma@torontoartscouncil.org
Rachel Feldbloom	Grants Assistant	205	rachel@torontoartscouncil.org

CONFLICT OF INTEREST AND CONFIDENTIALITY OF INFORMATION DECLARATION

I have read the Toronto Arts Council Conflict of Interest and Confidentiality of Information Policies and, as a Toronto Arts Council Committee member, agree to abide by them.

_____ I have no activities/involvements to disclose.

_____ I have the following activities/involvements to disclose:

Name: _____

Signed: _____

Date: _____