

CALVERT PHOTOGRAPHY CLUB

BYLAWS

Approved March 27, 2010

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ARTICLE I - Name

The name of this organization shall be "Calvert Photography Club" (CPC).

ARTICLE II – Purpose

Section 1 - The purpose of the not-for-profit Club shall promote the interests of photographers by bringing together those who are interested in helping each other to produce better pictures, to educate, encourage, and expand the photographic knowledge and capabilities of its members by:

- a) mutual education and learning in the science and art of photography,
- b) promoting and encouraging advancement in the knowledge and practice of photography,
- c) furnishing a meeting place where its members may associate,
- d) making available necessary equipment to conduct its programs with approval of Board of Directors,
- e) presenting lectures, and demonstration of techniques,
- f) providing for Club and member participation in assignments, critiques, contests and field trips
- g) sponsoring any activities which further the purpose of the Club
- h) endeavoring to raise the standard of photographic excellence in the Calvert County

ARTICLE III – Membership

Section 1 - Anyone interested in photography may become a member by the payment of dues (see ARTICLE I. Membership must be renewed each year by payment of dues.

Section 2 - The Calvert Photography Club is open to anyone 16 years of age or older

Section 3- Membership will be either:

- a) Individual
- b) Family - two or more related members residing at the same address
- c) Student - individual at least 16 years old but still in high school or college
- d) Life - may be designated by the Board of Directors for exceptional service to the Club
- e) Junior - defined as person between 10 and 16 years old. Junior members must be chaperoned by a member of the Club. A Junior member is allowed to participate in critiques but not in any competitions and may not vote on any club issues.)

Section 4 - A member may be suspended or expelled by the Board of Directors=for=good and sufficient reason. The Board shall have full discretion as to what constitutes "good and sufficient reason", and the decision of the Board shall be final in instances of this case. Examples of what could constitute good and sufficient reason include, but are not limited to: obscene or threatening behavior and personal behavior that disrupts or interrupts meeting(s) to the detriment of other members' participation and enjoyment.

Section 5 - Only members whose dues are paid in full and are otherwise in good standing and their guests (for field trips only) will be allowed to participate in club-organized events such as but not limited to assignments, contests and field trips.

Section 6 –Membership application forms shall be provided by the Membership Committee. An application for membership shall be approved by the Vice-President.

ARTICLE IV – Financial and Dues

Section 1 - The CPC year runs from March 1, to the end of February,

Section 2 - All funds shall be deposited in a bank in the name of Calvert Photography Club.

Section 2 - Withdrawals require two signers from the list of “Authorized Signatures”, as proposed by the Treasurer and approved by the President.

Section 4 - Dues shall be in an amount determined by the Board of Directors. Current dues are established as follows:

| Single Membership | Family Membership | Student Membership | Junior |
|-------------------|-------------------|--------------------|---------|
| \$20.00 | \$30.00 | \$15.00 | No dues |

Section 5 – If a member joins after September 1, dues will be prorated to one-half the full year rate. The dues are as specified in the above chart for a full year.

ARTICLE V – Meetings

Section 1 - Membership meetings will be one Saturday of each month.

Section 2 - The dates of regular meetings may be changed when necessary, or a special meeting may be convened when it is deemed in the interest of the club. Such action may be taken by the Board of Directors or, in the event of an emergency, by the President or Vice-President and one other Officer. Reasonable notice of such change or addition shall be communicated to the Club members in the most practical method possible.

ARTICLE VI – Board of Directors

Section 1 –The Board of Directors shall transact all routine club business, in addition to performing the duties specifically outlined in the Bylaws and generally determine club policy.

Section 2 –The management of the club shall be directed by a Board of Directors composed of the elected officers as stated in Article V, Section 2, the immediate Past President, and the chairs of the standing committees. The Board of Directors meetings shall be scheduled by the President of the CPC as often as necessary to transact the business of the Club.

Section 3 - The members of the Board of Directors will be as follows:

- A) President
- B) Immediate Past President
- C) Vice President
- D) Secretary
- E) Treasurer
- F) Standing Committee Chairs

Section 4 - Members are encouraged to attend and participate in Board meetings. However, only Board members are allowed to vote.

Section 5 - The President, in addition to being the Chair of the Board of Directors and ex officio member of all committees, except the nominating committee, shall preside at all club meetings and Board of Directors meetings, appoint or remove chairpersons of Standing and Special Committees, act as club spokesperson and generally supervise and keep in touch with all club members.

Section 6 - The Vice-president shall assume the duties of the President in his/her absence.

Section 7 - The Secretary shall maintain records of the minutes of all Board of Directors meetings, promptly forward said minutes by email to all Board members for review and corrections, and provide copies of the final minutes to Board members. Additionally, the

Secretary shall handle any correspondence of the Club and if necessary, prepare ballots for annual elections of Club officers.

Section 8 - The Treasurer shall maintain records and custody of club funds and membership dues, pay club expenses and prepare reports of club finances.

Section 9 – No officer or committee chair shall receive compensation for any services rendered to the Club in his/her official capacity; however, the officers, chairs and members are entitled to reasonable reimbursement for actual out-of-pocket expenses incurred in the performance of their duties.

Section 10 - In addition to the above, the officers shall perform all other duties specifically mentioned in the Bylaws.

Section 11 – In the event a member of the Board of Directors or Committee Chair misses three board meetings within a year during his/her term, without advance notification to a current Club officer, his/her position shall be considered vacated, and the Board of Directors shall appoint a willing member to the unexpired term.

Section 12 - To over ride the decision of the Board of Directors on a specific question, a petition, signed by 25 percent of members in good standing shall be presented to the President. The President shall bring the question before the general membership at the next regular meeting. Approval by two-thirds of the members present at the meeting, including written proxies, shall be required to override the decision of the Board of Directors.

Section 13 – A quorum of the Board of Directors shall consist of not less than one-half of the Board of Directors.

ARTICLE VII - Election and Term of Service

Section 1 - At the October meeting of the CPC Members, the President shall appoint a Nominating Committee consisting of three club members.

Section 2 - It shall be the duty of this committee, at the next to last meeting of the club year, to present a slate of members (at least 2 for each position) in good standing who are willing to serve, for the offices indicated in ARTICLE V, Section 2 of the Bylaws. At this meeting additional candidates may be nominated from the floor by any member in good standing. Such nominations, when seconded, shall be included in the list of candidates.

Section 3 - The election of officers shall take place at the last meeting of the club year as prescribed in ARTICLE XI, Section 2, immediately following the announcement of candidates by the Nominating Committee. The candidates receiving the highest number of votes for each office shall be declared elected, and shall serve until their successor is

installed. Each member in good standing is entitled to one vote. After tabulation of the votes, the results shall be announced by the President. Elections shall be conducted by E-mail to all members. Votes will be determined by the number of responses received.

Section 4 - Officers-elect shall be installed at the First Board of Directors meeting for the new club year. Neither the President or the Vice President shall serve in the same post for more than two (2) consecutive terms.

Section 5 - Officers shall be elected for one year. Voting shall be by conducted by E-mail to all members. Elections shall be conducted by E-mail to all members.

ARTICLE VIII – Vacancies

Section 1 - If the office of the President, shall become vacant for any reason, it shall be *filled for the unexpired portion of the term by the Vice-President. If for any reason the Vice-President is unable to fill the office, it shall be filled by appointment by the Board of Directors.*

Section 2 - If any office, except that of the President, shall become vacant for any reason, it shall be filled for the unexpired portion of the term by appointment by the Board of Directors.

ARTICLE IX – Standing Committees

Section 1 - Standing Committee Chairs shall be appointed by the President, and serve as full members of the Board of Directors for that term. Standing committees shall be as follows:

- A) Competition - Competitions, Critiques, Assignments
- B) Membership - Membership, Hospitality
- C) Education -- Field Trips/Programs/Workshops
- D) Communications -Publicity, Marketing, Website
- E)

Section 2 - The activities of the Standing Committees shall be determined by the Board. *The committee chairpersons shall appoint their committee members and shall prepare reports of activities for periodic presentation at Board or Club meetings.*

Section 3 - Rules governing competition shall be established by the Competition and Education Committees and be approved by the Board of Directors.

Section 4 - Special committee chairpersons may be appointed by the President to serve during his/her tenure of office, chairpersons of these committees shall become part of the Board of Directors.

ARTICLE X - Amendment of Bylaws

Section 1 - An amendment to these Bylaws may be initiated by (a) the Board of Directors or (b) by a petition signed by at least twenty-five percent of the Club Members.

Notice of the proposed amendment shall be provided to the members by publishing it in full, and distributing it in the most expedient manner, together with the reasons therefore, at least thirty days prior to the meeting at which action will be taken.

Section 2 - Subject to the above, these Bylaws may be amended at any regular meeting of the Club by a two-thirds majority of those present, in good standing, and voting. A quorum shall consist of at least twenty-five percent of the members in good standing, including two Officers. If a quorum is not present the vote will be postponed and conducted by e-mail. Within seven (7) days all members will be sent the e-mail by the club Secretary. Action on the amendment will be based upon the number of votes received by the time of the next regular club meeting.

Section 3 - Upon *approval*, the amendment(s) will then be incorporated into the Bylaws, along with the date of ratification.

ARTICLE XI – Logo

The logo of the Calvert Photography Club is the property of, and is copyrighted by the Calvert Photography Club, and may not be reproduced, published electronically or in print for advertising, by periodicals, magazines, websites, groups, forums, or individuals, without the express written consent of the Calvert Photography Club Board of Directors.

ARTICLE XII – Dissolution of Club

In the event that the Calvert Photography Club members decide to dissolve the Club, after settlement of all debts, any remaining Club funds and equipment shall be presented to a non-profit organization chosen by the Board of Directors.

Bylaws Approved: March 27, 2010

Revisions:

| Rev. Num. | Change | Approved on |
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