



BYLAWS

Article I. Name

The name of this organization shall be the Coastal Camera Club and may be referred to in the following Bylaws, Rules and Attachments, etc. as the Club.

Article II. Mission and Vision

Section 1: Mission

The purpose of this non-profit organization shall be to encourage and promote member interest in all phases of photography; to encourage active participation in the education of fellow members through the sharing of skills and experiences; to hold contests and give recognition to those excelling in our craft; and to promote the photographic efforts of the membership through exhibitions and displays.

Section 2: Vision

To be a respected photographic club that has a reputation as a fine arts organization; to have fun while sharing our knowledge of photography with members as well as the community.

Article III. Membership

Section 1: Any individual, age 18 or older, with an interest in photography, who pays the required membership dues and abides by these bylaws and by all adopted policies and procedures shall be considered a member in good standing.

Section 2: Only members in good standing shall have voting privileges. The term "members" used in these Bylaws, Rules and Attachments, etc. shall refer to members in good standing unless otherwise stated.

Section 3: Junior Membership in the Club is available to those aged sixteen and seventeen whose parent or legal guardian is a current member in good standing. Junior membership shall be non-voting and the parent or legal guardian member must accompany members in this classification to any Club meeting, function or activity. Dues for Junior Membership will fall under Family Membership. The Board will resolve any misunderstanding or dispute with respect to this classification.

Section 4: The Board shall have authority to establish other types of membership in the Club posting them in the Policies and Procedures Handbook.

Section 5: Any person may be removed from the membership if a motion to the effect is put forth by a Board member and ratified by a two-thirds vote of the Board of Directors.

Article IV. Board of Directors

Section 1: The Board of Directors shall consist of four officers, elected for two-year terms from the membership at the Club's Annual Meeting, and four appointed Directors. The Competition Committee and Membership Committee Chairs, appointed by the President with the approval of the elected Board members, will have seats on the Board with full voting privileges. The President, with the approval of the elected Board members, will appoint an additional two Directors from the active membership, who will also have full voting privileges. This Board shall be the governing body of this Club. The President and Vice President shall be elected in alternating years of the election of the Secretary and Treasurer, and all shall serve for two (2) years, their terms coinciding with the Club's fiscal year. Appointed Board members will serve a two-year term and may be reappointed. There shall be no restrictions on reappointments.

Section 2: The President, Vice-President, Secretary, and Treasurer shall be ex-officio members of the Board of Directors with full voting powers. The President shall be Chairman of the Board of Directors.

Section 3: The President shall have the authority to appoint members to the Board in advisory roles for a term of one year. These advisors will hold no voting privileges and their presence at the Board meetings cannot be used to determine a quorum.

Section 4: The Board of Directors shall manage and direct all business and activities of the Coastal Camera Club. Requests by outside entities resulting in obligations made on behalf of the Club must be brought before the Board for approval prior to commitment.

Section 5: It is the intent of the Board of Directors to schedule regular meetings at a place and time determined by a motion of the members of the Board at a previous meeting of which notice had been given. Additional or special meetings of the Board can be called at the discretion of the President.

Section 6: The presence of six (6) members of the Board will constitute a quorum at any Board meeting.

Section 7: A simple majority vote of those present, unless otherwise stipulated in these Bylaws, will determine the passage of any motion providing a quorum has been met.

Article V. Officers and Directors

Section 1: Election of Officers.

A. The officers shall be elected by the general membership at the Annual Meeting in May by a two-thirds vote of those members present and voting and a quorum having been met. Nominees, one for each office, proposed by the Nominating Committee shall be published on the Club's website and email newsletter prior to the election. The Nominating Committee will announce its nominees and accept additional nominations from the floor immediately prior to the election.

B. Nominations from the floor must be made by a motion and carried by a majority vote. Otherwise the nominations shall be considered closed and acceptance of the report of the Nominating Committee shall constitute election of the Officers nominated. Additional nominations from the floor will require the election be by ballot.

C. Only members in good standing may be nominated and elected to office.

Section 2: Duties of Officers.

A. The President shall preside over all business meetings of the Club. He or she shall have the power to call special meetings and to appoint ad hoc committees as deemed necessary. He or she shall serve as the official representative of the Club and with the prior consent of the Board fill by appointment any vacancies that occur in any of the elected offices. The President may participate in discussions and has the option to cast his or her vote on any motion introduced at a Board meeting.

B. The Vice President shall assume the duties of the President in his or her absence; assist the President and perform duties as needed and requested by the President or the Board of Directors. The Vice President shall also be responsible for planning programs and obtaining speakers for meetings and seminars.

C. The Secretary shall keep accurate minutes of all business and Board meetings including the Annual meeting and is charged with keeping the Policies and Procedures Handbook current. The Secretary will perform other duties as may be requested by the President or Board which shall include monitoring the Board and Membership meetings to assure adherence to the Club's Bylaws. He or she shall conduct the meetings in the absence of the President and Vice President.

D. The Treasurer shall keep accurate financial records, receive all funds including dues and disperse funds for the Club, prepare periodic reports of the Club's finances, including a fiscal year-end report for dissemination to the Board. He or she shall

serve as the Chairperson of the Finance Committee, and be responsible for filing any and all required Federal and State forms relative to the tax status of the Club.

Section 3: Removal/Replacement of Officers and Directors

- A. Any officer or director may be removed for mismanagement of his or her office, including failure to attend Board meetings, if a motion to that effect is ratified by a two-thirds vote of the Board.
- B. The Vice President shall automatically become President if the Presidency is vacated.
- C. For elected Board positions that become vacant, a special election will be called by the President for the membership to elect a replacement to fill the remaining term of the vacated office.
- D. For appointed Director positions that become vacant, the President, with approval of the elected Board, will appoint a replacement to serve the remaining term of the vacated position.

Article VI. Committees

Section 1: Standing Committees

- A. Standing committees shall include the Nominating Committee, Competition Committee, Membership Committee and the Finance Committee. The President may create and appoint members to ad hoc committees, as he or she deems necessary.
- B. **Nominating Committee:** The committee shall be composed of three members of the general membership appointed by the President, with the approval of the Board of Directors. The President shall appoint the Chairperson of the Nominating Committee. Current members of the Board will be ineligible to serve on the Nominating Committee. The committee shall select one nominee for each office to be vacated on May 31 and submit its report to the President and make it available for publication to the membership prior to the election. The Nominating Committee will conduct the election of officers at the Annual Meeting. The committee shall be dissolved after it has fulfilled its charge.
- C. **Competition Committee:** The committee is charged with establishing rules for competitions, which must be approved by the Board of Directors, and the preparation and execution of the monthly and year-end competitions. The Chairperson of the Competition Committee, by virtue of the position, holds a seat on

the Board and is appointed by the President with the approval of the elected Board. He/she shall serve a two-year term and can be reappointed.

D. Membership Committee: The Chairperson of the Membership Committee, who is appointed by the President with approval of the elected Board, serves on the Board for a two-year term. The committee shall maintain membership records including contact information; provide nametags for members; encourage new and renewal of memberships in the Club; and make available membership data as requested by the Board of Directors.

E. Finance Committee: The Club's Treasurer shall serve as chairman of the Finance Committee and will include at least three appointees from the membership made by the President. The committee will oversee the financial matters of the Club including an annual written review of its finances and recommend appropriate action to keep the Club financially sound.

Section 3: With the exception of the Nominating Committee, the President shall be an exofficio member of all committees and have full voting privileges.

Section 4: Committee members must maintain an active email account to retain their eligibility for committee service.

Section 5: The presence of one half of the committee members at a meeting shall constitute a quorum and a simple majority vote shall decide an issue provided a quorum is present.

Article VII. Meetings and Procedures

Section 1: Annual Meeting - The first meeting held in May of each year shall be designated as the Annual Meeting for the purpose of elections and other business appropriate to be brought before the General Membership.

Section 2: The presence of twenty percent (20%) of members in good standing shall constitute a quorum at all membership meetings of this Club for the transaction of business. A simple majority vote will be required of those present to approve any business conducted at the Annual or other membership meeting if the quorum has been met.

Article VIII. Fiscal Year

The fiscal year for the Coastal Camera Club will be June 1 through May 31.

Article IX. Dues

Dues are required and shall be set annually by the Board of Directors.

Article X. Bylaws Changes/Amendments

The Bylaws may be amended by a vote of six (6) members of the entire Board of Directors at a special meeting called by the President for this purpose provided that a copy of the proposed amendments shall have been made available for comment to each member in good standing at least thirty days prior to the special meeting of the Board at which voting will occur.

Article XI. Dissolution of Coastal Camera Club

If and when the Coastal Camera Club is dissolved, all assets will be distributed as allowed by law. The then current Board of Directors shall determine this distribution.