

THE HUNTINGTON CAMERA CLUB BYLAWS

ARTICLE 1: NAME AND MISSION

Section 1. Name

The name of this organization shall be called The Huntington Camera Club Inc. The Huntington Camera Club Inc. is incorporated with the State of New York as a non-profit corporation under Sec 402 of the Not for Profit Corporation Law.

Section 2. Purpose

The purpose of this organization shall be:

- To increase the enjoyment in, and furtherance of, the art of photography.
- To contribute to the progress of photography.
- To contribute to the science and crafts related to photography.
- To provide education and develop standards for members in the craft and practice of the art of photography.
- To permit the members to associate in good fellowship.

Section 3. Activities

The Huntington Camera Club shall conduct a full program of activities throughout the year such as but not limited to lectures, photographic competitions, demonstrations, field trips and social events. Regular board meetings are held once a month or at any other time determined by the Executive Board.

ARTICLE 2: MEMBERSHIP

Section 1. Membership

Membership is open to any person interested in the purpose of the club whose application is completed and for whom dues have been received.

Section 2. Membership Classes

There shall be four classes of members: regular, family, student and senior citizens who are at least 62 years of age. To be considered a student, a person must be in a full time program at any elementary, intermediate, middle, high school or college.

Section 3. Dues

1. Dues shall be payable on or before the second monthly competition. Dues for the four classes shall be determined annually by the Extended Board of Directors and any changes announced at the June business meeting. Provisions may be made by the Full Board to prorate dues after January 1 of the club year and the treasurer informed of the dues structure. All membership privileges shall be withheld until membership requirements have been met.

2. A member in good standing is defined as one who has paid dues in full, or is exempt or complying with special agreements with the treasurer provided by section 3.3. All members in good standing shall have full privileges, including the right to vote, hold office, and enter competitions.

3. Any member with a hardship of any type may approach the treasurer privately and may have a reduced membership fee or an exemption as determined solely by the treasurer with the approval of the Executive Board. The amount of the membership dues need not be disclosed to the Full Board and kept confidential.

4. Refunds: There shall be no refund of any portion of the dues should a member resign or be asked to leave the club.

Section 4. Transfer of Membership

Membership is not transferable from one individual to another, nor are memberships transferable from one club to another.

Section 5. Suspension and Termination of Membership

Membership in the club may be terminated for an individual based on just cause by two-thirds vote, by secret ballot of the Full Board of Directors. The member being recommended for termination must be given notice of the reason for termination and invited to state his or her defense to the Full Board in person or writing. After consideration of the defense, the decision to expel by the Full Board is effective after a second two-thirds vote by secret ballot.

ARTICLE 3: BOARD OF DIRECTORS

Section 1. General Powers

The affairs of the Huntington Camera Club shall be managed by the Executive Board of Directors and the Full Board of Directors and operate consistent to the club's mission. The Executive Board of Directors consists of the club's Officers (President, Vice President (or first and second Vice President, Treasurer and Secretary. The Full Board consists of the Executive Board, Delegates-at-large and respective Chairperson of each Standing Committee all of whom must be members in good standing. The Immediate Past President shall be a member of the Executive Board of Directors for one year. The Full Board of Directors shall present a budget to the membership for its approval no later than the June business meeting of the preceding-fiscal year.

Section 2. Meetings

The Full Board of Directors shall preferably meet monthly or bi-monthly as decided by the Executive Board of Directors, with a minimum of four times per year, at a time and place convenient to the majority of the Full Board members at the call of the President. Any Huntington Camera Club member may attend such meetings, but may not vote on any issue. Board meeting dates are to be posted on the website. Additional Board meetings may be called by the President if notice

has been given three days in advance.

Election of officers and delegates-at-large, and transaction of other business requiring the general membership shall be held in June of each year. Notice of such meeting shall be posted on the website and or given in writing or via email to members at least one month prior to the meeting.

Section 3. Voting Rights

Each Full Board of Director member shall be entitled to one vote on each matter submitted to a board vote. In case of the appointment of co-chairs, only one vote is allowed for that position. If a member holds multiple voting positions, he/she is only eligible for one vote. Voting members cannot assign another member in their place to vote for them if they are absent. A motion voted on is deemed passed if the majority of the quorum present approves.

Section 4. Quorum

Nine members of the Full Board of Directors shall constitute a quorum at the regular business meetings. At the general membership, yearly meeting at which business is conducted, those members present and in good standing shall constitute a quorum if a minimum of one month written or email notice of intended action has been given and if a minimum of ten (10) members in good standing are present.

Section 5. Elections

1. A nominating committee shall be selected by the Full Board no later than March. The committee will consist of four to six members that have served on the Full Board or committees, one of whom preferably has served on the nominating committee the previous year. The current President shall not serve on the nominating committee.

2. The committee shall select a candidate for each eligible office and present the slate to the Full Board in May after which the President will announce the slate to the general membership at the next club meeting. The President will then call for additional nominations from the floor. If there are no nominations from the floor, the proposed slate of officers shall be put to a vote with a majority vote being declared elected.

3. If more than one candidate is nominated for an office, a secret ballot shall be conducted for that office.

4. Newly elected officers and Delegates at Large shall be installed at the annual dinner, if such a dinner is held in June, or at a regular meeting in June which immediately follows the election.

Section 6. Election and Term of Office

Officers shall be elected by the voting members in good standing from candidates presented by the Nominating Committee. The executive officers of the Huntington Camera Club are elected for a two-year term and shall consist of a President, Vice President, Treasurer and Secretary whose duties shall be those customarily pertaining to such offices and as specified in the Bylaws. A first and second Vice President may be elected when the Full Board of Directors deems it necessary due to club size and/or the need for special projects and activities. The Delegates-at-large referred to in article 4, section 6 shall be three members and elected for two-year terms. No person may be elected to the same position for more than two consecutive terms of office unless approved by the Full Board of Directors.

Section 7. Removal and Vacancies

The Full Board of Directors shall elect a replacement for the vacancy of any Office other than that of President or Immediate Past President. A two-thirds (2/3) vote of the Full Board of Directors shall elect. In the event that the office of President becomes vacant, the Vice President shall automatically assume the duties of the President for the remainder of the term of office. In the event that the Vice President is unable to assume the duties of the President, a new President shall be elected by the Full Board of Directors within 30 days to fulfill the remainder of the term. In the event that the office of Immediate Past President becomes vacant, the office will be left vacant for the remainder of the term.

ARTICLE 4: OFFICERS AND DUTIES

The Officers of the club consists of the President, Vice President (First and second Vice President), Secretary, Treasurer, and Immediate Past President.

Section 1. President

The President shall preside over the meetings of the Full Board and the business meetings of the organization. The President may appoint with Full board approval, chairpersons and delegates as specified in these Bylaws and shall be ex-officio member of all committees. The President shall perform all other duties of the office and appoint any special committees as deemed necessary with approval by the Full Board of Directors.

Section 2. Vice President

The 1st Vice President shall assume the President's duties in his/her absence and the office of President for the remainder of the term in the event of a vacancy in the office. The 1st Vice President **will** work collaboratively with the President and take on responsibilities as deemed necessary by the President. The 2nd Vice President will work closely with the President

and 1st VP to determine the most pressing needs in each calendar year.

Section 3. Treasurer

The Treasurer shall collect and preserve all funds of the organization. The Treasurer shall pay all bills for obligations incurred by order of the Executive Board or by the President. All checks will be signed by the Treasurer or President. He/She shall keep an account of all receipts and expenditures, and upon due notice make such an account available to the Executive Board. He/She shall submit a written report to the Full Board at each meeting. The Treasurer shall keep a written inventory of all club equipment and shall perform all other duties falling to the office or which the Executive Board may direct. The treasurer must validate membership status for member participation in club competitions. The treasurer is responsible for the annual tax filings and keeping up with the current regulations in order to keep the tax exempt status of the club intact.

The Treasurer shall have the authority to spend up to \$250.00 for any single complete expenditure. Any expenditure exceeding \$250.00 must be approved by a majority vote of the Full Board. Any expenditure exceeding \$1000 shall be approved by a majority vote of the Full Board at a meeting for which two weeks written or email notice has been given. The Treasurer will have the right to pick an assistant to act on his behalf in his absence.

Section 4: Secretary

The Secretary shall record the proceedings of all Board meetings. The Secretary shall conduct such correspondence as is necessary or as directed by the Executive Board or by the President. The Secretary shall have custody of the Bylaws, and the meeting records which he/she shall keep up to date. The Secretary shall perform such other duties as the Executive Board may direct.

Section 5: Immediate Past President

The Immediate Past President shall serve as an advisor to the Full Board of Directors and perform such duties as may be prescribed by the Full Board of Directors or the President for one year. He or she must serve on the Nominating Committee.

Section 6: Delegates-at-Large

The three Delegates-at-large shall serve as a liaison for general membership and Full Board of Directors and serve a two-year elected term. The delegates will also assist in special projects and activities, and may be asked to assist specific committees when needed as coordinated by the 2nd Vice President.

Article 5: Standing Committees

The chairpersons of each standing committee shall be approved by a majority vote of the Full Board of Directors. In addition to "standing committees" created by these Bylaws, the President may appoint additional committee chairpersons as needed with full Board approval and they will also be considered part of the voting Board of Directors. In the event co-chairpersons are appointed, only one may vote for that committee. All members of the Full Board of Directors shall have one vote. In the event that a member is the chair of multiple committees, he/she only gets one vote.

Section 1: Standing Committees

1. Membership chairperson
2. Competition chairperson
3. Judge Selection Committee Chairperson
4. Program Chairperson
5. Publicity and Exhibition chairperson
6. Newsletter editor
7. Technology Chairperson
8. PFLI
9. Mentoring
10. Historian
11. Hospitality
12. Community Outreach
13. Field Trips

ARTICLE 6: COMPETITIONS

Competition rules shall be determined by a Competition Rules Committee. These rules shall define the requirement to be a member in good standing to participate in competitions and control all details of the conduct of the competitions. The Competition Rules shall be made available to the membership by being posted on the Club web site, or provided to a member in hard copy for any member without web access. Any changes in rules must be approved by the Full Board and then be publicized in the Club Newsletter and posted on the club web site as well as distributed to members using E-mail or other available communication procedures.

ARTICLE 7: FISCAL YEAR

The Fiscal Year shall run from July 1 to June 30.

ARTICLE 8: PARLIAMENTARY RULES

The President may choose to run the meetings in an informal manner but should a conflict arise, it shall be guided according to Robert's Rules of Order.

ARTICLE 9: AMENDMENT

The President shall appoint a committee to review the Bylaws at intervals not to exceed four years from the previous review. Any proposal to alter, amend, or repeal, any section of these Bylaws or to create new section, must be approved by the Full Board of Directors.

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