

# CONSTITUTION FOR THE CATAWBA VALLEY CAMERA CLUB

## Article I

### NAME

This organization shall be called, THE CATAWBA VALLEY CAMERA CLUB, INC.

## Article II

### HEADQUARTERS

The headquarters of the Club shall be within the city of Hickory, N.C., as provide in the By-Laws.

## Article III

### AIMS

The aims of the CATAWBA VALLEY CAMERA CLUB shall be the enjoyment, mastery, and furtherance of photography through cooperation, effort, and good fellowship. To increase the individuals knowledge of photography and help capture and preserve the beauty of nature and the arts and works of man.

## Article IV

### MEMBERSHIP

Any person of good standing interested in photography may apply for active membership.

## Article V

### OFFICERS

The officers of this Club shall consist of a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected, and will hold this office until his successor qualifies. The duties of the officers shall be provided in the By-Laws.

## Article VI

### BOARD OF DIRECTORS

There shall be a Board of Directors consisting of five (5) people; the elected officers of the Club and the past President or any member or members appointed to serve in their absence.

Article VII

**TERMS OF OFFICE**

The officers shall be elected for a period of two years. The election procedure is provided for in the By-Laws.

Article VIII

**VACANCIES**

**SECTION I.** In the event of absence, resignation, incapacity, death, or removal of the President, the office shall be taken over for the unexpired term by the Vice-President. If for any reason the Vice-President is unable to take over the office, the Secretary shall assume the Presidency for the unexpired term, and shall appoint a new (Vice-President) Secretary in his place. The appointment is to be ratified by the Board of Directors as provided in Section II herein.

**SECTION II.** If any office, except that of the President (or of the Past President or any member of the Board) shall become vacant for any reason, it shall be filled for the unexpired term by appointment by the President or his successor and ratified by a majority affirmative vote of the Board of Directors.

Article IX

**MEETINGS**

**SECTION I.** Regular meetings of this Club shall be held as provided in the By-Laws.

**SECTION II.** Such other meeting may or shall be called or held as specified in the By-Laws.

**SECTION III.** All business meetings of the Club shall be conducted with respect to officer in charge and with "Rules of Order". Any elected officer of this Club has the right to call any member to order at any meeting, if need be, as provided in the By-Laws.

Article X

**QUORUM**

A quorum of members at a business meeting shall not be less than one-third of the members in good standing, including at least one officer and one director.

A quorum of the Board of Directors must consist of over one-half the Board, as provided in the By-Laws.

Article XI

**COMMITTEES**

**SECTION I. Standing Committees.** The Club shall have at least the following Standing Committees, each being constituted as provided in the By-laws and having the duties therein assigned:

- A. Membership Committee
- B. Program Committee
- C. Finance Committee
- D. Publicity Committee

Other Standing Committees may be provided as needed: The Standing Committees shall be appointed as provided in the By-Laws, as soon as feasible after the election of the officers, and shall continue to function until their successors qualify. The organization and duties of these shall be as prescribed in the By-Laws.

**SECTION II. Special Committees.** Special Committees or special members of Standing Committees shall be appointed by the President or his substitute. Such Special Committees shall continue to function until the services for which they were appointed is completed and they have made their report to the President or his substitute.

Article XII

**FISCAL YEAR**

The fiscal year of this Club shall coincide with the calendar year, January 1 to December 31.

Article XIII

**AMENDMENTS**

Any proposed revocation, addition, or amendment to this Constitution may be made as follows.

The proposed revocation, addition, or amendment may be initiated by a majority affirmative vote of the Board of Directors, or five (5) members in good standing. It must be presented in writing, duly signed by said Directors or members at a business meeting of the Club, at which at least a quorum is present. It shall then be discussed and tabled until the next business meeting of which at least a quorum is present, then it shall be voted upon by a written ballot. To be adopted, it must be passed by two-thirds or the nearest whole number to two-thirds of the qualified voters.

Article XIV

**BY-LAWS**

**SECTION I.** All By-Laws shall be binding to the same degree as the provision of the Constitution.

**SECTION II.** By-Laws not in conflict with the Constitution may be enacted, amended, or revoked by a majority vote of the Board of Directors, subject to ratification by a majority vote of the qualified ballots cast of at least a quorum of members at a regular or special meeting. Proposal for enactment, amendment, or revocation of such new By-Laws, may be made by a majority affirmative vote of the Board of Directors or by letter undersigned by at least five (5) members in good standing, and presented by motion at a regular or special business meeting, at which at least a quorum is present. It shall be discussed but not voted upon until the next business meeting following the one it was proposed. To be adopted, it must be passed by at least a majority of a quorum.

Article XV

**APPROVAL OF THE CONSTITUTION AND BY-LAWS**

This Constitution and attached By-Laws shall be declared adopted when they have been approved by the written ballots of at least two-thirds of the total number of members who have paid their dues for one year, and when they have been so notified by the Secretary of its adoption.

This Constitution and attached By-Laws were adopted at the regular meeting of the CATAWBA VALLEY CAMERA CLUB, INC.

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President \_\_\_\_\_

Secretary \_\_\_\_\_

Date \_\_\_\_\_

## **By-Laws**

### Article I

#### **HEADQUARTERS**

The headquarters of THE CATAWBA VALLEY CAMERA CLUB INC. shall be at the Hickory Foundation Center, Hickory, N.C. The mailing address of the Club shall be decided by the Board of Directors.

### Article II

#### **MEMBERSHIP**

- A. Any persons seriously interested in photography may apply for membership. Application blanks shall be provided by the Secretary. Dues are to accompany application.
- B. Membership of any person may be suspended when sufficient reason exists and /or when a member's dues are in arrears three months.
- C. Any suspended member in arrears after three months shall cease to be a member. Said persons may be reinstated as a member provided the arrears are paid in full.
- D. Any motion for the expulsion of any member of the Club shall be submitted first to the President of the Club in confidence with a full statement of the prime facie evidence on which the motion is based. The President, in conjunction with the Board of Directors, shall question the accused member and have the power to decide: (1) whether the motion shall be dropped without further action; (2) whether the accused member shall be allowed to resign without report to the members as a whole; or (3) as to whether the motion shall be referred to the members as a whole. No action shall be taken, in any event, without notice to the member, who shall be given an opportunity to be heard in his own defense.
- E. It is expected of each member of the Club to know the Constitution and By-Laws of this Club.

### Article III

#### **DUES**

The dues shall be \$35.00 annually (\$15.00 for students), due and payable January of each year. Applicants elected to membership on or after July 1, shall pay \$15.00 for the remainder of the calendar year.

### Article IV

#### **NOMINATION & ELECTION OF OFFICERS & DIRECTORS**

Not later than the last meeting night in October (in advance of the election in December) a nominating Committee, which shall be appointed by the President, shall consider nominations for officers for the next year. The Nominating Committee shall consist of not less than three members who are in good standing.

## **QUALIFIED CANDIDATES**

- A. Any member in good standing for more than one (1) year.
- B. Any member having the ability and are willing to serve.
- C. The procedure will be for the Nominating Committee to select candidates for President, Vice President, Secretary, and Treasurer who qualify and are willing to serve. All proposed nominees shall be approached as to their willingness to serve and their consent obtained before their names are placed on the ballot.
- D. The Nominating Committee shall submit names of nominees at the first regular meeting in November.
- E. The election shall be held not later than the first regular meeting in December.
- F. The new officers for the coming year shall be presented to the membership at the last meeting in December.

### Article V

## **THE BALLOT**

- A. Ballots for the election of officers shall be prepared by the secretary, containing the names of the nominees, or orally presented.
- B. Voting shall be by secret ballot or open voting.

### Article VI

## **DIRECTORS**

The Board shall consist of five (5) people; the past President, President, Vice President, Secretary, and Treasurer. One of the presidents must be present at all meetings of the Board. No major decisions shall be made without the affirmative vote of at least three of said Board.

### Article VII

## **QUORUM**

A quorum of members shall be the same as provided in the Constitution. A quorum of the Board must consist of at least three; at least one of these being the President, Vice President, or Past President.

### Article VIII

## **MEETINGS**

- A. Regular meetings of this Club shall be each first and third Wednesday evenings at 7:00 P.M. Any regular meeting may be postponed by a decision of the Board, or by majority vote of the members consisting of a quorum.
- B. Special meetings may be held as stated above.

- C. Board meetings shall be held when decided necessary by the President or other Board members.
- D. All regular and business meetings of this Club shall be conducted with respect to the officer in charge and with "Rules of Order". Any elected officer of this Club shall have the right to call any member to order at any time, if need be.

#### Article IX

### **COMMITTEES AND DUTIES**

The activities of the Club committees shall be determined by the Board of the Club, which shall include the respective committee Chairman appointed by the President, such as Program, membership, finance, and Publicity Committees. The President will also appoint various directors such as Print & Color Slide Director, etc.

The activities decided upon shall therefore be carried out by the Committee Chairman and the members appointed by the Chairman to the respective committee.

Committee Chairman shall prepare reports of activities and progress periodically for presentation to the Board or membership at Club meetings.

#### Article X

### **DUTIES OF OFFICERS**

- A. **PRESIDENT** – The President presides at all regular and special meetings of the Club, serves as Chairman of the Board of Directors, presides at its meetings and shall administer the affairs of the Society. He shall appoint the Chairman to each Standing Committee, but subject to the approval of the Board as approved hereinafter. He shall endeavor to assume active leadership of the Club at all times. He may appoint any past officer of this Club to serve on the Board in the event of absences.
- B. **VICE PRESIDENT** – The Vice President's duties are the same as the President's in the event of the Presidents absence. He serves on the Board of Directors (or Chairman). He shall assist the President in all matters and shall endeavor to assume good leadership for the Club at all times. In the event of death, resignation, incapacity, or removal of the President, the Vice President shall assume the duties of that office.
- C. **PAST PRESIDENT** – The Past President shall assist and advise the new officers. He shall serve on the Board, and in the event of the absence of the President and Vice President, may take charge of the meeting or appoint a past officer to serve on the Board in their absence.
- D. **SECRETARY** – The Secretary shall keep a full and accurate record of proceedings of all regular and special meetings of the Club, and of the Board of Directors. He shall send out calls for special meetings of the Club and for Board meetings. He shall maintain a complete and correct record of the members in attendance at each club meeting. He shall keep a file of membership applications and their dispositions, and keep an accurate count of points gained by each member as described in the Point System. He shall submit to the Club at the last

regular meeting before his term of office expires, all the written reports of the Clubs activities and of his own office.

- E. **TREASURER** – The Treasurer shall serve as the Chairman of the Finance Committee and on the Board of Directors. He shall send out bills for dues, and acknowledge their receipt; act as custodian of all monies collected for dues, feed, and securities. Depositing them in one or more banking institution approved by the Board of Directors; pay all bills or make expenditures authorized by the Board; keep a detailed account of all receipts and disbursements; make a semi-annual written report to the Club of the condition of the Treasury. The books, accounts, vouchers of the Club, and the annual financial statement shall be audited by the members of the Finance Committee of which he is the Chairman, as herein provided. The Treasurer, together with this committee, shall prepare an annual budget of the Club and submit it to the Officers of the Board of Directors, who shall, if it is approved by them, have it presented by the Treasurer together with the report of his office at the last regular meeting before his term of office expires.

#### Article XI

#### **DUTIES OF DIRECTORS**

- A. **PAST PRESIDENT** – The Past President, serving as a member of the Board of Directors, following his term as President, shall assist the Board and the Club by virtue of his experience as former President. In the event that he be elected for any other elective office, the President may appoint any retiring officer, approved by the Board, to serve as a member of the Board for the term.
- B. The Directors are the legal representatives of the Club and as such, in conformity with law, shall have, hold, and administer all the property and funds thereof in trust for its uses. Their meetings shall be held at the call of the President of the Club, or any four (4) Directors, the President serving as the Chairman of the Board. It is expected of each member of the Board to know the Constitution and By-Laws of this Club.

#### Article XII

#### **CHANGES IN THE BY-LAWS**

Adaptations, cancellations, or amendments to the By-laws may be made by a majority affirmative vote of at least a quorum of members at any regular meeting or at a special meeting called for that purpose. The proposed change in the By-laws must be presented to the members at least one month in advance of the voting.

#### Article XIII

#### **RULES AND PROCEDURES**

- A. **Meetings.**
1. The President calls the meeting to order at specified time.
  2. Call on the Secretary for roll call.
  3. Introducing all visitors.

4. Minutes of last meeting.
5. Old Business
6. New business
7. Announce any visitors or members arriving late.
8. The report from the Program Chairman, etc.

B. Events.

1. The President, or the Head Committeeman appointed by him is in charge of all events.
2. An annual Christmas event shall be held each year, at which time the honors will go to the retiring officers, the contest winners, and "Photographer of the Year". Also, announcement of the new officers for the new year will be made. Other events may be added.

C. Contests and Voting.

1. Prints or slides entered in regular competition shall be voted upon only by members of the Club in good standing.
2. The annual contest shall begin the first meeting night in January, and end the last meeting in December.
3. All winning slides and prints shall be delivered to the color slide & print Directors not later than the last regular meeting in November. Said Directors shall make arrangements in advance with an outside camera club, or other qualified persons to judge and select a 1<sup>st</sup>, 2<sup>nd</sup>, and 3<sup>rd</sup> place winner in Prints and slides for the year.
4. At the annual Christmas event, or on or before the last meeting date in December, all winning slides and prints for the year will be viewed, and the annual winner announced.

D. Point System.

A point system shall be used to create interest in various contests and Club work, and to give honor to the members. The member receiving the highest number of points in a calendar year will be named the "Photographer of the year". Each member may earn points to his or her credit in the following manner.

**PRINTS: (Based upon five annual contest)**

A – One print entered in quarterly print contest	4 points
B – Two prints entered in quarterly print contest	5 points
C – Three prints entered in quarterly print contest	6 points
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A – First Place Winner – Print Contest	10 points
B – Second Place Winner – Print Contest	9 points
C – Third Place Winner – Print Contest	8 points
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A – First Place Winner “Print of the Year” Contest	15 points
B – Second Place Winner “Print of the Year” Contest	10 points
C – Third Place Winner “Print of the Year” Contest	5 points

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**COLOR SLIDES:**

A – One Slide entered in color slide contest	4 points
B – Two Slides entered in color slide contest	5 points
C – Three Slides entered in color slide contest	6 points

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A – First Place Winner Slide Monthly Contest	10 points
B – Second Place Winner Slide Monthly Contest	9 points
C – Third Place Winner Slide Monthly Contest	8 points

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A – First Place Winner “Slide of the Year” Contest	15 points
B – Second Place Winner “Slide of the Year” Contest	10 points
C – Third Place Winner “Slide of the Year” Contest	5 points

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**PRINTS & SLIDES:**

Attendance at each regular meeting	1 point
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ANY MEMBER MAY WIN ALL THREE PLACES IN ANY CONTEST