

THE ROANOKE CAMERA CLUB

CONSTITUTION

(Revised August 2013)

ARTICLE I

Name

This organization shall be called *The Roanoke Camera Club*.

ARTICLE II

Headquarters

The headquarters of this club shall be Roanoke, Virginia.

ARTICLE III

Objectives

The aim of this club shall be to promote and enjoy the art and science of photography in its various branches and to aid and benefit by mutual cooperation, those interested in photography.

ARTICLE IV

Membership

Any person interested in photography and desiring participation in the club may apply for active membership as provided in the By-Laws.

ARTICLE V

Officers

The officers of this club shall consist of a President, a *Vice President*, a Secretary (see note), and a Treasurer, all of whom shall be elected. The duties of Officers shall be provided for in the By-Laws.

Note: If, because of circumstances, it appears necessary, the club may in lieu of one Secretary, elect a Recording and a Corresponding Secretary.

ARTICLE VI

Elective Committee

There shall be an Executive Committee consisting of the elected Officers of the club, the Past-President and two elected members at large who are not on the Executive Committee by reason of holding no other office, and the Chairmen of all Standing Committees.

Election of Officers and Members at Large to the
Executive Committee and Term of Office

The Officers shall be elected annually and serve in office until their successors qualify. The members at large to the executive Committee shall be elected for a term of one year. It is recommended that elective officers or members at large hold the same office for two consecutive terms. The election procedure is provided in the By-Laws.

ARTICLE VIII

Vacancies

Section 1. In the event of absence, incapacity, death, or removal of the President, *the Vice President shall take over that office for the unexpired term. The new President will then appoint a new Vice President.*

Section 2. If any office, except that of the President (or of the Past-President) shall become vacant for any reason, it shall be fulfilled for the unexpired term by appointment by the President or his successor ratified by a majority affirmative vote or the Executive Committee.

ARTICLE IX

Meetings

Section 1. Regular meetings shall be held as provided in the By-Laws.

Section 2. Such other meetings may or shall be held as are or may be specified in the By-Laws.

Section 3. All business meetings and meetings of the Executive Committee of the club shall be conducted with Robert's "Rules of Order".

ARTICLE X

Quorum

A quorum of the membership at a business meeting shall consist of one-third of the total number of members in good standing, including at least one Officer and one Executive Committee member other than an Officer.

ARTICLE XI

Committees

Section 1. Standing Committees. The Club *may* have at least the following Standing Committees, each being constituted as provided in the By-Laws and having the duties therein assigned:

Membership Committee
Competition Committee
Program Committee
Entertainment and Social Committee

Constitution (*revised August 2013*)

Special Activities Committee
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 members at large to the Executive Committee, and shall continue to function until their successors qualify. The organization and duties of these shall be prescribed in the By-Laws.

Section 2. Special Committees. The President or his substitute may appoint special committees or special members on Standing Committees. Such Special Committee members shall continue to function until the service for which they were appointed is completed and they have made their report to the President or his substitute or until discharged by him.

ARTICLE XII

Fiscal Year

The fiscal year of the Club shall be from January 1st thru December 31st.

ARTICLE XIII

Amendments

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

No less than three (3) members in good standing may initiate the proposed revocation, addition, or amendment. It must be presented in writing duly signed by said members at a business meeting of the club, at which at least a quorum is present, and a copy thereof shall also be given to the Secretary/Corresponding Secretary. It shall then be discussed and tabled until the next business meeting; however, at least five (5) days prior to said next meeting the Secretary/Corresponding Secretary shall mail to all members in good standing a notice to the effect that a change in the Constitution will be voted upon, along with a statement as to the exact language contained in the said proposed revocation, addition, or amendment. To be adopted a quorum must be present and it must be passed by two-thirds or the nearest whole number to two-thirds of the qualified voters present; voting to be done by written ballot.

ARTICLE XIV

By-Laws

Section 1. By-Laws not in conflict with this Constitution may be enacted, amended, or revoked by a majority vote of the Executive Committee and a majority vote of at least a quorum of members at a regular or special business meeting. Proposal for enactment, amendment, or revocation may be made by letter undersigned by at least five members in good standing, and presented by motion at a regular or special business meeting at which at least a quorum is present. Such proposed new By-Law, amendment, or revocation shall not be voted upon until the next business meeting following the one at which it was proposed. To be passed by at least a majority of qualified voters present.

Section 2. Enactments, amendments, and revocations of these By-Laws made by the Executive Committee may be nullified once the general membership has acted to override the Executive Committee. On such action the Executive Committee shall be powerless to take further action in this particular matter.

Section 3. All By-Laws shall be binding to the same degree as the provisions of the Constitution.

Constitution
(Revised August 2013)

ARTICLE XV

Approval of the Constitution and By-Laws

This constitution and attached By-Laws shall be adopted when they have been approved by written ballots of at least two-thirds of the total number of members in good standing.

THE ROANOKE CAMERA CLUB

BY-LAWS

Revised August 2013

ARTICLE I

Membership

Section 1. Any person requesting membership shall be accepted upon payment of dues, pro-rated from time of joining to the end of the fiscal year.

Section 2. (a) Members shall be considered in good standing if their conduct and deportment in the club is acceptable to the majority of members and their dues are not in arrears.

(b) Any member whose dues are in arrears three months or more may be suspended from membership at the discretion of the Executive Committee.

Section 3. Any motion for the expulsion of a member of the club shall be submitted first in confidence to the President of the club, with a full statement of the prima facie evidence on which the motion is based. The President in conjunction with the members of the Executive Committee shall interview the member in question and have power to decide (1) whether the motion shall be dropped without further action, (2) whether the member shall be allowed to resign without report to the membership as a whole, or (3) whether the motion shall be referred to the membership 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.

Section 4. Any member in good standing having a complaint against another member, an Officer, or member of the Executive Committee shall have the privilege of bringing said complaint before the Executive Committee for consideration; however, no member or Officer against whom a complaint has been lodged shall sit in on any meeting of the Executive Committee, hearing and handing down a decision in regard to any such complaint, but any such member or Officer shall have the right to appear before the Committee to present evidence in his own behalf. The Executive Committee shall be empowered to make any decision it sees fit, including impeachment or expulsion, but if the Executive Committee has not acted to the satisfaction of either the complainant or defendant either shall have the right to take the matter before the general membership for their action. A majority vote, provided a quorum is present, of the general membership shall be the final decision.

ARTICLE II

Dues

Section 1. The dues of the club shall be prescribed by the Executive Committee and due in January.

Section 2. Applicants for membership during the fiscal year shall pay pro-rated dues for the remaining months of the year.

Nomination for Election of Officers and Members at
Large to the Executive Committee

Section 1. At least one month in advance of the Annual Business Meeting the President shall appoint a Nominating Committee which shall consider nominations for Officers and members at large to the Executive Committee for the next year or term of office. All Proposed nominees shall be approached as to their willingness to serve, and their consent obtained before their names shall be placed on the ballot.

Section 2. Impeachment Proceedings. See Article I, Section 3 of these By-Laws.

ARTICLE IV

Election of Officers and Members at large to the Executive Committee

Section 1. At the Annual Business Meeting the President shall, after the slate of officers chosen by the Nominating Committee has been presented, call for further nominations from the floor, provided a quorum is present. After sufficient time for voting, those receiving the highest vote for each office shall be declared elected to take office at the first meeting of the next fiscal year.

Section 2. At the annual business Meeting, two members at large to the Executive Committee shall be elected for a term of one year.

Section 3. Incumbency of one office shall not render anyone ineligible for nomination and election to another.

ARTICLE V

Duties of Officers

Section 1. President. The President shall preside at all regular and special meetings of the club, serve as Chairman of the Executive Committee, presiding at its meetings, and shall administer the affairs of the Club with the assistance of the Committee. He shall make all Special Committee appointments and shall appoint the Chairman of each Standing Committee subject to the approval of the Executive Committee as provided thereafter. He shall approve all bills before their payment, approve all official matter to be published or sent out for publication by the club, and shall endeavor to assume active leadership of the club at all times. He shall sign on behalf of the Club all legal papers and all papers involving contractual obligations of any nature whatsoever, provided however, that he has first been authorized to do so by the general members at a meeting properly convened in accordance with this Constitution and these By-Laws. The President shall see that the Secretary shall properly record in the minutes any such action by the membership.

Section 2. (a) Vice President. The *Vice-President* shall preside at all regular and special meetings of the club in the absence of the President. In event of death, resignation, incapacity, or removal of the President, the *Vice-President* shall assume the duties for the unexpired term of that office. The *Vice-President* shall serve as chairman of the Program Committee and with the approval and assistance of the Executive Committee direct its activities.

Section 3. Secretary. The Secretary shall keep a full and accurate record of proceedings of all regular and special meetings of the club and of the Executive Committee. He/she shall send out calls for special meetings of the club and for Executive Committee meetings, mail the official ballots, and carry on and keep a file of the correspondence of the club. He/she shall maintain a complete and current roster of the members and keep the President of the Executive Committee supplied with an up-to-date copy.

By-Laws (Revised August 2013)

(a) Recording Secretary.

The Recording Secretary shall keep a full and accurate record of proceedings of all regular and special meetings of the club and of the Executive Committee and fulfill any other duties not above specified, but which are usually

incumbent upon that office. He/she shall cooperate with and assist the Corresponding Secretary to the extent necessary to insure efficient operation of the general secretarial affairs of the club.

(b) Corresponding Secretary.

The Corresponding Secretary shall send out calls for meetings of the club and of the Executive Committee, mail the official ballots, and carry on and keep a file of the correspondence of the club. He/she shall maintain a complete and current roster of the members, keep the President of the Executive Committee supplied with an up-to-date copy. He/she shall cooperate with and assist the Recording Secretary to the extent necessary to insure efficient operation of the general secretarial affairs of the club.

Section 4. The Treasurer. The Treasurer shall record the receipt of dues and act as custodian of all moneys and securities of the club, depositing them in one or more banking institutions approved by the executive Committee; pay all bills approved by the President; keep a detailed account of all receipts and disbursements and make an annual written report to the club of the Treasury at its annual business meeting. *A special committee appointed by the President shall audit the books, accounts, vouchers of the club, and the annual financial statement.*

ARTICLE VI

Duties of Executive Committee

Section 1. The Executive Committee shall be the governing and policy making body for the club, being vested with the authority to decide all matters relating to the club and its activities; however, legal and contractual matters must be ratified by two-thirds vote of the members present at a regular meeting provided a quorum is present.

Section 2. Past-President. The Past-President, serving as a voting member of the Executive Committee following his term as President, shall assist the Committee and the club by virtue of his experience as former President.

ARTICLE VII

Committees – Their Organization and Functions

Section 1. *The President may, appoint the Chairman, and Committee Members as needed .*

Section 2. Membership Committee. The Membership Committee shall be composed of at least three members. It shall be the duty of the Membership Committee to consider ways and means of increasing the club's membership, and with the approval of the Executive Committee to instigate and direct any campaign for that purpose. *It shall also be the purpose of this Committee to acquaint prospective members of club policies and practices.*

Section 3. Competition Committee. This Committee shall be composed of at least two members *who shall have charge of collecting and displaying competition entries. This Committee may arrange for and manage member and visiting exhibitions, traveling shows and photographic contests or competitions for the club.*

By-Laws (Revised August 2013)

Section 4. Program Committee. This Committee shall be composed of at least two members. Its duty shall be to arrange a program for each meeting and provide for lectures and demonstrations.

Section 5. Entertainment and Social Committee. This Committee shall be composed of at least two members. It shall be the duty of this Committee to arrange for and take charge of entertainments, dinners, banquets, and other social affairs of the club.

Section 6. Special Activities Committee. This Committee shall be composed of at least two members. Its duty is to plan, arrange and take charge of the field trips, hikes, outings and other special activities of the club not covered

under the other Standing or Special Committees. It shall, in cooperation with the Salon Committees, plan the activities of the Club to coincide, whenever possible, with the monthly photographic assignments of the club.

Section 7. Publicity Committee. This Committee shall be composed of at least two members. It shall be the duty of this committee to publicize the meetings and activities of the Club through the medium of the press, radio, television, and posters etc. It shall arrange and provide, whenever possible, for the taking of any pictures of the club activities that might be used for publicity.

Section 8. Nominating Committee. This shall be classed as a Special Committee appointed by the President, and shall be composed of **three** members in good standing. The business of this committee shall be to nominate a slate of Officers and two members at large to the Executive Committee as hereinbefore prescribed.

ARTICLE VIII

Meetings

Regular meetings of the general membership shall be held on the second *Tuesday* nights of each month. Special meetings may be called at the discretion of the President. The last regular meeting in the fiscal year shall be designated the Annual Business Meeting at which written reports of the Officers and Committee Chairmen shall be presented and election of Officers and members at large to the Executive Committee will be held.

ARTICLE IX

Guests

Members in good standing are privileged to bring guests at any time. *The wives or husbands of members who have not enrolled as a member of the Club will be considered guests.* Guests will pay no initiation fees or dues. They will have no voice in the voting nor can they enter competitions or exhibitions.

ARTICLE X

Advisors

A board of advisors may be appointed by the Executive Committee for an indefinite term; however, the Executive Committee would review the membership of this board at the last regular Executive Committee meeting of the fiscal year and adjust the membership deemed necessary. The membership of the board of advisors would be selected from people of outstanding photographic capabilities who are willing to contribute to the club, by request, advice and counsel in photographic matters.

By-Laws (Revised August 2013)

ARTICLE XI

Changes in the By-Laws

Additions, cancellations or amendments to these 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 meeting in writing at least one month in advance of bringing it to vote.

ARTICLE XII

Custodian of Constitution and By-Laws

Section 1. It shall be the duty of the Secretary/Recording Secretary to preserve and protect the Club Constitution, By-Laws and Amendments thereto, including records at to ratifications. He/She shall have available upon request these document to settle disputes regarding validity a/or intent of documents.

Section 2. The Secretary/Recording Secretary shall provide accurate copies of the Constitution and By-Laws to all newly elected officers within 15 days after their installation.