

Stamford Photography Club By-Laws

Approved by member vote on Wednesday, May 20, 2015

ARTICLE ONE. NAME & PURPOSE

A) Name:

The name of the organization shall be “Stamford Photography Club (SPC or the Club).” It was formerly known as “The Photography Club of Lower Fairfield County.”

B) Statement of Purpose:

SPC exists as a non-profit organization for the good of the community and all photographers, to foster photography as an art, a hobby, or a vocation, by instruction and by sharing of knowledge and experience. A major element of the meetings is the showing and critiquing of members’ work. Often guest speakers give presentations of their work or discuss various aspects of photography.

All expenses, such as meeting room rental, speaker’s fees, etc., are met entirely from dues. Members of the Executive Committee and all Operating Committees serve voluntarily and without compensation.

ARTICLE TWO. MEMBERSHIP

Any person over the age of sixteen interested in furthering the above-stated objectives of the Club shall be admitted to membership upon payment of dues. Members have the right to attend meetings, vote for members of the Executive Committee and all other Club matters as provided in Article Six, submit photographs into Club competitions, and participate in all activities of SPC. Members are expected to support all aspects of Club activities and volunteer at meetings and for service on Operating Committees.

A child (under age sixteen) must be accompanied at any Club activity by a parent or other responsible person over the age of eighteen. Drop-offs are not permitted.

There shall be no limitation on the number of members.

ARTICLE THREE. DUES, PROGRAM YEAR, FISCAL YEAR

A) Dues:

The annual membership dues shall be determined by the financial needs of SPC. Prior to the beginning of the fiscal year the Executive Committee shall propose the dues structure for the upcoming Program Year that will be presented to the membership and voted upon at the Annual Business Meeting.

All dues and assessments shall be payable to the account of “Stamford Photography Club” or “SPC” and submitted to the Treasurer. Unless a Member’s dues are paid, the Member may not enter a monthly competition.

B) Program Year:

The Program Year begins with the initial meeting on the first Wednesday in September and concludes with the Annual Awards event in June.

C) Fiscal Year:

The Fiscal Year shall be July 1 through June 30.

ARTICLE FOUR. COMMITTEES AND POSITIONS

A) Committees: There shall be an Executive Committee, a Nominating Committee and such other Operating Committees as shall be determined from time to time by the Executive Committee.

B) Executive Committee: The Executive Committee shall consist of the five elected members known as Executive Committee Members. All five Executive Committee members shall be elected at the Annual Business Meeting and shall serve for one year commencing at the Annual Awards event.

No member of the Executive Committee shall serve more than four years; provided, Executive Committee Members may serve an additional two years (a total of six years) while serving as President.

To encourage turnover of the members of the Executive Committee, each year, the membership must elect to the Executive Committee at least one member who is not then a member of the Executive Committee.

Meetings of the Executive Committee shall be publicized and open to all members. Important decisions shall be communicated to the membership.

Executive Committee Members shall:

- Elect the Vice-President, Secretary and Treasurer.
- Manage Club affairs including monitoring the activities of the Operating Committees and assisting those committees as appropriate.
- Coordinate the formation of Operating Committees and the recruitment of committee members.
- Obtain a suitable meeting place and ensure that applicable rules governing usage are observed.
- Maintain custody of Club property, including projectors, scoring machines, computers, and other equipment, and ensure proper maintenance of Club property.
- Supervise and approve the content of the Club website.

- Maintain the rules and guidelines for competitions which shall be posted on the Club website.
- Approve or amend the Club budget as submitted from time to time by the Treasurer.
- Designate the competition class of each member as either Class A or Salon.
- Construct the By-Laws.
- All other matters it deems necessary to run the Club.

C) Nominating Committee

The Nominating Committee shall consist of three Club members elected at the Annual Business meeting to serve for one year commencing at the Annual Awards event. The Nominating Committee shall be responsible for proposing members to be elected to the Executive Committee and a member of the Executive Committee to be elected as President of the Club . The members of the Nominating Committee shall be elected at the Annual Business meeting.

D) Officers:

President:

The President shall:

- Preside over regular meetings, Executive Committee Meetings and the Annual Business meetings.
- Serve as chief overseer and administrator of the Club's affairs.
- Sign all papers and contracts, and do all such things as are necessary to conduct Club business.

Vice President:

The Vice President shall perform the duties of the President when the President is unavailable or the Office of the President is vacant.

Secretary:

The Secretary shall:

- Handle correspondence for the Executive Committee.
- Prepare and submit drafts minutes of all Executive Committee meetings and the Annual Business Meeting.
- Send out calls for special meetings of the Club.
- Provide copies of all approved minutes, current By-Laws, and other correspondence to the Treasurer.
- Count votes, including votes by proxy, at the Annual Business Meeting.

Treasurer:

The Treasurer is a non-voting, ex-officio member of the Executive Committee.

However, the Treasurer may also serve concurrently as an Executive Member if elected to that position; in which event the Treasurer will be a voting member of the Committee by virtue of being an Executive Member. Because of the benefits of continuity in the Treasurer position, the term of this position is up to five years.

The Treasurer and President will each have signatory rights on Club banking account(s).

The Treasurer shall:

- Collect all membership dues.
- Maintain a roster of all paid members and makes the Club roster available via PDF to members upon request.
- Maintain an email list that includes members as well as others interested in Club activities.
- Serve as a “clearing house” for all emails sent to the membership (The President and the head of certain Operating Committees shall also have direct use of the email list).
- Maintain the banking relationship.
- Pay Club expenses included in the approved budget or, if not in the budget, then as approved by the President.
- Maintain detailed Check Registers and Cash Receipts Journals.
- Balance and reconcile the Club’s bank account(s) monthly.
- Submit a Treasurer’s Report at all Executive Committee meetings and at the Annual Business Meeting. The Treasurer’s Report shall include a Statement of Operations, Balance Sheet, Summary of Operating Metrics and Bank Reconciliation.
- With the assistance of the President, prepare and present an annual draft budget to the Executive Committee at the first Executive Committee meeting of the year. Approval of the budget shall constitute approval to make payments for budgeted items as the payments come due. The Treasurer shall prepare and present updated budgets at subsequent Executive Committee meetings if there are significant changes to the earlier approved budget.
- Serve as the Club’s primary historical record keeper and as such will maintain all permanent records of the Club including By-Laws, meeting minutes, correspondence, etc.
- Maintain a list of all Club property.

E) Operating Committees

The Operating Committees are the heart and soul of the Club, and where most of the work is done. These committees shall be described in a separate section of the Club website. The Executive Committee shall define the committees and their functions.

ARTICLE FIVE. REGULAR AND EXECUTIVE COMMITTEE MEETINGS

A) Regular Meetings

Regular meetings of the Club usually shall be held on the first and third Wednesdays of each month (except for the summer months or when these dates conflict with holidays) as determined by availability of a meeting place and at the discretion of the Executive Committee.

The order of business at the meetings shall be determined by the President, but generally shall be as follows:

- Introduction of guests and new members.
- Brief comments relating to Club business.

- Announcement of member shows, exhibits or other upcoming activities.
- Introduction of the topic of the meeting (introduction of guest speaker, competition judges, etc.).
- Adjournment

B) Executive Committee Meetings

The meetings of the Executive Committee shall be held at the call of the President or by agreement of three or more members of the Executive Committee. A quorum shall consist of four members; the Committee may transact business by telephone, e-mail, or mail as required.

The Executive Committee shall convene in person at least three times each year to discuss Club affairs, usually in the fall, winter, and spring.

- At the fall meeting at least one representative from each of the Operating Committees is invited to attend and present the committee's plans for the year and to seek advice if needed. A budget for the coming year will be agreed upon.
- At the winter meeting arrangements should be made to survey the membership regarding their willingness to serve in the next year on an Operating Committee or the Executive Committee. Also, other organizational issues will be reviewed, including possible revisions to these By-Laws. The balloting process should be put in motion for the next year's "assigned subjects."
- At the spring meeting nominations will be determined for the following year's Executive Committee. Operating Committee heads for the next year will be selected; any unfilled committee heads will be recruited before the Annual Business Meeting or, as a last resort, at the Annual Business Meeting itself. In addition the committee will select Club members to be promoted from the Class A to the Salon competition category. The Club dues schedule will be reviewed.
- These agenda items are in addition to those relating to the other Executive Committee responsibilities described in Article Four.

All decision of the Executive Committee shall require the approval of at least three of the Executive Committee members.

Executive Committee meetings are open to all paid members, and interested Members are encouraged to attend. At certain times the Executive Committee may ask to go into "executive session" to discuss sensitive matters such as nominations for the next year's Executive Committee and promotions to the Salon classification. At these times non-Executive Committee members will be excused from the room.

ARTICLE SIX. ANNUAL MEETING, ELECTION OF OFFICERS

A) Annual Business Meeting

The Annual Business Meeting shall be held during the non-competition meeting in May. At least fifteen (15) days in advance of the Annual Business Meeting, the President shall circulate to the membership via e-mail:

- A notice containing a proposed slate of nominees for the Executive Committee.
- The selected chairs for each Operating Committees.
- The proposed dues for the following program year.

- Notice of any proposed changes to the By-Laws.

The order of business of meetings shall be determined by the President, but generally shall be as follows:

- Recap of the Year, including reports by the Operating Committees.
- Financial Report by the Treasurer.
- Approval of any changes in the By-Laws.
- Election of Executive Committee members.
- Approval of dues for the following year.
- New or outstanding business.
- Adjournment.

B) Elections

Elections shall take place at the Annual Business Meeting. The Nominating Committee shall nominate members to serve on the Executive Committee and a member of the Executive Committee to be elected as President of the Club. Following the report of the nominations from the Nominating Committee, additional nominations shall be invited from the floor. If more than one candidate has been nominated and seconded for an office by the general membership, voting for such office shall be by written ballot, with election by a plurality of those members who are present or voting by proxy. Voting on all other matters shall be determined by a majority of those voting in person or by proxy.

C) Voting by Proxy

Any member in good standing who cannot attend a meeting at which votes are to be cast may give written instructions (e-mail permitted) to another Club member, the "Proxy," who will then cast votes on behalf of the other member as instructed. Prior to any vote, all documentation relating to proxy votes shall be presented to the Secretary. When proxies are used, the voting for Executive Committee members shall be done by ballot. The member granting the proxy rights may also grant voting rights to be at the discretion of the Proxy.

D) Vacancies

If the President or any other Executive Committee member shall resign or otherwise leave the Club during his or her term, there shall be a special election to replace such position with at least fifteen (15) day's notice to the membership by e-mail and announcement at the next Club meeting. The Nominating Committee shall propose a member in good standing to serve in such position. The procedures governing elections at the Annual Business Meeting shall govern any Special Election. The newly elected member shall serve the remainder of the vacant term. If the partial term is less than a year, then the partial term shall not count as a "term" for purposes of the "consecutive terms" rule in Article Four. If the partial term is equal to or longer than a year, then the partial term shall count a full term for that purpose.

ARTICLE SEVEN. AMENDMENTS TO AND POSTING OF BY-LAWS

The adoption of amendments to these By-Laws shall be a majority vote of the members

present at a meeting or voting by proxy. Proposed changes to the By-Laws shall be the responsibility of the Executive Committee. Notice of any proposed changes in the By-Laws, along with the text of such proposed changes, shall be published via e-mail at least fifteen (15) days prior to the meeting.

The By-Laws shall be posted on the website.