

SKAGIT VALLEY CAMERA CLUB BYLAWS

Revised December 14, 2017

ARTICLE I – CLUB NAME AND PURPOSE

Section 1 - The name of the organization shall be “Skagit Valley Camera Club” (“SVCC” or the “Club”).

Section 2 - The purpose of the Skagit Valley Camera Club is to support the enjoyment, appreciation, learning and mastery of photography by its members and others through education, cooperation, effort and good fellowship and other means consistent with this purpose.

ARTICLE II – MEMBERSHIP

Section 1 - Skagit Valley Camera Club membership is open to anyone interested in photography. Membership applications will be available on the SVCC website.

Section 2 - Regular meetings of the members of the Club will generally be held at 7:00 p.m. on the second Thursday of each month, except August during which there is no meeting.

The Board shall determine whether or not to hold a meeting of the members during each of July and December and, if so, the nature of the meeting (regular or seasonal party), and shall so advise the members.

Any change to the regular meeting schedule must be approved by a majority of the Board of Directors after consultation with members of the Club. That change, once approved, will be communicated to the members at a regular meeting and by email.

Any special meeting of the members will be determined by the Board of Directors and communicated by email or any other reasonably practical means to the members of the Club.

Section 3 – The Board of Directors will establish from time to time the amount of dues to be paid annually for single and family memberships, and those amounts will be posted on the SVCC website and communicated to the members at a regular meeting and by email.

Section 4 - Dues are payable on or before January 31st of each year. If a member joins after July 1st, dues will be prorated to one-half the full-year rate.

Section 5 - Any continuing member who has not paid dues by the last day of February will be considered inactive. Inactive members may not participate in image sharing during regular member meetings, group exhibition opportunities or the member galleries on the SVCC website, nor receive

discounts available only to Club members. When dues are paid, the member will be reinstated as active status.

Section 6 - Guests may attend up to three membership meetings.

Section 7 – The Board in its discretion may limit the number of people allowed to become members in the Club.

ARTICLE III – FINANCIAL

Section 1 - The SVCC fiscal year runs from January 1 to December 31.

Section 2 - All funds shall be deposited and maintained in an FDIC-insured bank checking account in the name of Skagit Valley Camera Club. The President and Treasurer shall be listed on the bank signature card.

Section 3 – Withdrawals, payments and other account debits, or commitments of the funds or assets of the SVCC, in the amount of \$150.00 or more require prior Board approval.

Section 4 – The Treasurer shall provide at each meeting of the Board of Directors, but no less often than quarterly, a written report of the financial affairs of the SVCC to the Board of Directors.

The Treasurer shall also provide annually a Treasurer’s Report to all members of the Club. That report may be provided orally at a regular meeting of members, but any active member may request a written copy of the report.

Any member of the Board of Directors may require that the Treasurer make available all financial books and records of the SVCC covering the current partial fiscal year and the prior three fiscal years for review by a qualified third party, who shall be independent of all members of the Club. If a member of the Board of Directors initiates such a review, the person conducting the review shall, at the conclusion of the review, provide a written document to all members of the Board of Directors reporting the results of such review.

Section 5 – No member of the Board of Directors may receive any compensation for any services rendered by that Director to the Club. Any member of the Club, including any member of the Board of Directors, may, however, be reimbursed for *de minimus*, actual, out-of-pocket expenses incurred in the performance of their duties. Reimbursement of any expense over \$50.00 requires the prior approval of the Board of Directors, and an original receipt and description of the item for which reimbursement is requested is required for all reimbursements, regardless of amount.

ARTICLE IV – BOARD OF DIRECTORS

Section 1 – The Board of Directors shall manage and direct the regular business and operational affairs of the Skagit Valley Camera Club and shall generally determine Club policy. Unless otherwise

specified in these Bylaws, the Board of Directors may act based on the affirmative vote of a majority of the Directors. The Board of Directors may vote electronically, including by electronic mail.

Section 2 – The Board of Directors shall be comprised of the following leaders, each of whom has one vote among the Board of Directors and shall be elected by a majority of the members of the SVCC present and voting during the meeting at which the election occurs:

(A) **President:** The President is the Chair of the Board of Directors. The President shall: (i) preside at Board and SVCC membership meetings; (ii) oversee communications to the Board of Directors and the members of the SVCC, including informing the Board and the members of the Club, as appropriate, about matters affecting or of interest to the Club and its members; and (iii) oversee communications between the SVCC and other photography clubs and organizations, including the membership of the Club in such organizations.

(B) **Vice President:** The Vice President shall: (i) primarily assist the President in the discharge of his or her duties, including presiding over meetings of the Club members in the absence of the President; (ii) be responsible for implementing all SVCC communications to members, non-members, and outside groups, in consultation with the President and other Board members as appropriate; (iii) assist other members of the Board with their duties upon their reasonable request from time to time; and (iv) have such other duties as may be assigned from time to time by the Board of Directors.

(C) **Treasurer:** The Treasurer shall maintain accurate financial records and custody of SVCC funds and membership dues, pay Club expenses, timely reconcile the bank account, maintain the list of active, paid-up members of the Club, and perform such other duties as may be established by the Board of Directors. The Treasurer will also produce the written reports on the financial matters of the SVCC as provided in Article III, Section 4 above.

(D) **Website Coordinator:** The Website Coordinator shall oversee the content, functioning and maintenance of the SVCC website, including any member galleries and including training of others to manage the website.

(E) **Programs Director:** The Programs Director shall oversee the selection, arrangement, content guidelines, frequency and duration of any presentations and programs offered to members during regular meetings of the SVCC. The Programs Director will assist the coordination between the AV Team and any presenter regarding the equipment to be used for such presentation. The Programs Director shall consult with other members of the Board of Directors regarding potential programs and any associated costs.

Section 3 – Each member of the Board of Directors will have a term of one year, beginning on January 1st. Each Director may serve a maximum of two consecutive terms.

If a vacancy occurs in any position on the Board of Directors, that position may be filled by action of a majority of the remaining members of the Board of Directors.

Section 4 – The Board of Directors shall meet twice each calendar year or more often as needed to conduct the business of the Club. Meetings of the Board may be called by the President or by a majority of the Directors.

For each meeting of the Board, the President shall designate another member of the Board to record written minutes for that meeting. The Board member recording the minutes will provide a draft of the minutes to each Board member and shall provide each Board member with a copy of the final version of the minutes for that meeting.

Section 5 – Any member of the Board of Directors may establish a committee or other group of members of the Club to assist that Director in the discharge of his or her duties. Any such committee can be terminated and disbanded at any time by such Director or by any other Director. The members of any such committee, other than the five Directors listed above, shall not be voting members of the Board of Directors.

ARTICLE V – APPOINTED ROLES

Section 1 – The Board of Directors shall appoint a **Projection Leader** who shall be responsible for ensuring that a trained AV tech person (A) attends each Club meeting with the equipment needed to support all portions of the agenda for that meeting, including image sharing and the presentation or program, if any, and (B) will run that AV equipment. The Projection Leader shall also ensure that the equipment used by the Club functions adequately to project images.

The Projection Leader shall identify two or more people who are able and willing to serve as projection team members, who shall each be trained to operate the Club’s AV equipment and will coordinate with the Projection Leader to ensure a trained AV tech person attends each Club meeting. The Projection Leader and the trained AV tech persons are the “**AV Team**”.

Section 2 – The Board of Directors may from time to time appoint members of the Club to other roles, teams or groups as it deems to be in the best interest of the Club, for so long and in such capacities and with such authority as the Board may provide.

Any person who was appointed to a role by the Board of Directors may be removed from that role at any time and for any reason by action of the Board of Directors.

Section 3 – Any person appointed by the Board to any role shall not be a voting member of the Board.

ARTICLE V – ELECTION OF THE BOARD OF DIRECTORS

Section 1 – At the October meeting of the members of the Club (or different meeting if determined by the Board), the Board of Directors shall present a slate of active members of the Club who are willing to serve on the Board of Directors for the following year.

Section 2 - The election of people to serve on the Board of Directors shall take place at the November meeting of the members of the Club (or different meeting if determined by the Board). For each role, the candidate who receives a majority of votes cast by those members present at that meeting and voting shall be elected and shall begin to serve on January 1st of the next year.

ARTICLE VI – PRIVACY

Section 1 - The Club shall not share any member's physical address, mailing address, email address, phone number or other personal information with anyone who is not an active Club member unless required to do so by law.

ARTICLE VII - AMENDMENT OF BYLAWS

Section 1 - An amendment to these Bylaws may be initiated by the Board of Directors or by petition signed by at least twenty-five percent of active Club members.

Section 2 - Notice of the proposed amendment shall be provided to the Club members by email at least 14 calendar days prior to the meeting of Club members at which action will be taken.

Section 3 - Proposed amendments to these Bylaws will be voted on at a membership meeting. An affirmative vote of a majority of the members of the Club present and voting is required to approve an amendment. The amendment shall become effective upon the conclusion of the affirmative vote of the members unless a later effective date is specified in the amendment.

Section 4 - After approval, the amended Bylaws shall be published on the Club website as soon as practicable. A link to the location on the website where the amended Bylaws are found will also be sent to all active members by email.

ARTICLE VIII– DISSOLUTION OF CLUB

Section 1 - If the Board of Directors of the Skagit Valley Camera Club decides to recommend the Club be dissolved, all active members shall be notified of the Board's recommendation. A special meeting of the members will be held not less than 14 calendar days after the notice of the Board's recommendation to dissolve the Club is sent to the active Club members. If a majority of the active members of the Club present and voting at that special meeting agree to dissolve the Club, such dissolution shall become effective as soon as practicable after that vote.

After settlement of all debts, any remaining Club funds, equipment and other assets shall be donated to the Anacortes Public Library or another non-profit organization recommended by the Board of Directors.