

SSCC Constitution and By-Laws

Revised April 12, 2007

Article I - NAME

The name of the Club shall be Silver Spring Camera Club, hereinafter referred to as the Club.

Article III - CLUB EMBLEM

Section 1: The Club emblem shall be an acorn whose design follows that of the Springhouse at the original Silver Spring.

Article - III PURPOSE

The Club is a non-profit organization. Its purpose is to encourage members to increase their knowledge, skills and enjoyment of photography by holding meetings, classes, lectures and demonstrations of the various phases of photography; and conducting photographic competitions, workshops and other photography related activities.

Article IV - MEMBERSHIP

Membership shall be open to all persons, except that membership shall be denied to applicants whose association with the Club could jeopardize the well being of the membership or integrity of the Club as determined by the Board.

Article V - OFFICERS

Section 1. The Officers of the Club shall be as follows:

- A. President -- shall be the presiding officer at official Club meetings and direct the affairs of the Club.
- B. Vice-President -- shall stand in for the President as required and carry out such responsibilities as the President directs.
- C. Secretary -- shall record minutes of Board meetings and process Club correspondence as required by the President and/or Vice President
- D. Treasurer -- shall maintain the financial records of the Club, chair the Finance Committee and maintain the Master Roster of paid up members.

Section 2. All Officers shall be elected from the membership of the Club for a period of 1 year or until their successors are elected. The period shall coincide with the fiscal year of the Club.

Article VI - EXECUTIVE COUNCIL

Section 1. The **Executive Council** shall consist of the Officers and Directors of the Club.

Section 2. There shall be three **Directors** serving staggered 3-year terms. One Director shall be elected for a 3-year term at each regular election. In the event of a vacancy, the successor Director shall serve out the remainder of the vacated term.

Section 3. If a matter arises which requires a decision before the Board of Directors can be assembled for a meeting,

the President may poll the members of the Executive Council and act in accordance with the majority opinion of the Council. The President shall make an effort to contact all members of the Council, but if some are not available, the opinions of no less than five shall be included in the poll. The decision and the results of the poll shall be reported at the next meeting of the Board of Directors.

Article VII - BOARD OF DIRECTORS

Section 1. The **Board of Directors**, hereinafter referred to as the Board, shall consist of the Executive Council and the chairpersons of the various committees.

Section 2. Committee chairpersons shall have a full vote in Board business. No person shall have more than one vote by reason of multiple concurrent positions on the Board. Alternate chairpersons shall be entitled to vote only when the primary chairperson is not present.

Section 3. The Board shall have authority to fill vacancies in its membership, except that the Vice-President shall succeed to the Presidency in the event of a vacancy in that office.

Section 4. It shall be the duty of the Board to supervise the affairs of the Club, coordinate the activities of the various committees, and approve expenditure of Club funds.

Section 5. The Board shall decide the day and hour of its meetings. Regular Board meetings shall be scheduled sufficiently in advance to allow at least 2 weeks notification to the membership.

Section 6. The President, or three members of the Board including at least one member of the Executive Council, may call a special meeting of the Board of at least 1 week in advance of the meeting.

Section 7. All Board meetings shall be open to the general membership. Members not on the Board may speak before the Board, but shall not have a vote in its business.

Section 8. Minutes of Board meetings shall be recorded by the Recording Secretary, or a member of the Club designated as an alternate. Highlights of the minutes shall be published in the Cable Release at the earliest opportunity.

Section 9. The Board may adopt such rules and regulations for its activities as are necessary so long as they are not contrary to this Constitution and By-Laws.

Section 10. To over-ride the decision of the Board on a specific question, a petition signed by 15 members in good standing and presented to the President, shall bring the question before the general membership at the next regular Club meeting. Approval by two-thirds of the members present at the meeting, including written proxies, shall be re-

quired to over-ride the Board.

Article VIII - MEETINGS

Section 1. Regular Club meetings of the general membership shall be the first and third Thursday of each month, September through May. Exceptions may be made as determined necessary by the Executive Council.

Section 2. Conduct of business requiring a vote at Board and regular Club meetings shall be in accordance with Robert's Rules of Order.

Article IX - QUORUM

Section 1. A quorum for the transaction of business requiring a vote at a regular Club meeting shall be one-third of the membership in good standing. The presence of a quorum may be deemed by the two members of the Executive Council.

Section 2. A quorum of the Board shall be five, one of whom must be an Officer and one of whom must be a Director.

Article X - OFFICIAL PUBLICATION & WEB SITE

Section 1. The official publication of the Club shall be a newsletter, named the Cable Release. The Cable Release shall contain all notifications of Club business as required by this Constitution and By-Laws, plus any other Club-related items of interest to the membership.

Section 2. The Cable Release shall be *made available* to all members in good standing on a regular basis during the Club year, plus special issues as deemed necessary by the Executive Council.

Section 3. The membership shall have the right to submit and have published in the Cable Release, items of Club-related interest, including qualified opinion, as long as the items are not derogatory, derisive, or otherwise contrary to the well-being of the Club. The editor of the Cable Release shall be required to obtain concurrence of the Executive Council prior to rejection of any submission as unfit for publication.

Section 4. *The Club will also maintain an official Internet Web site that will serve as an electronic repository for current Club news, events, and activities. An appointed Club Webmaster shall be responsible for managing the design, organization, content, and access rights for the site. The President, along with Executive Council, shall provide guidance as necessary to ensure that the Web site content meets the highest standards for clarity, accuracy, and integrity. The Club's Internet Web site address (www.SSCCPhotography.org) will be included in all official Club handouts, recruitment flyers, and each issue of the Club's official newsletter.*

Article XI - FISCAL YEAR

The fiscal year of the Club shall begin July 1 of each year and extend through the following June 30.

Article XII - DUES AND ASSESSMENTS

Section 1. Membership dues shall be established by the Board. Dues shall be due and payable by the first regular Club meeting of each fiscal year.

Section 2. Any change in dues shall become effective at the beginning of the fiscal year following the Board action to effect a change. Final action shall not be taken by the Board except at a Board meeting for which the general membership has had at least 30 days prior notification. Interested members may speak on the proposed change prior to the vote at such an announced meeting. New dues and their effective date shall be published in *both the Cable Release and on its Web site* immediately after adoption and immediately prior to the first regular Club meeting of the fiscal year.

Section 3. Members who have not paid their dues by *October 31 of the current fiscal year* shall be dropped from membership rolls. Such members may be reinstated upon full payment of current fiscal year dues.

Section 4. Special assessments must be approved by 2/3 of the full Board of Directors, and must be announced to the general membership in the Cable Release and on the Club Web site prior to the date of any such assessment.

Article XIV - COMMITTEES

Section 1. **Special Committees:** The President may establish special committees as required. Special committees shall continue to function until the service for which they were appointed is completed, or until discharged by the President. Their appointments shall not extend beyond the close of the fiscal year in which appointed.

A. Nominations and Elections Committee:

- (1) This committee shall present a slate of candidates for Club Officers and Director(s) at the regular Club meetings in April. Following presentation of the slate, the committee shall solicit and accept nominations from the floor. Neither the slate nor floor nominations need a second, however each candidate must state a willingness to serve.
- (2) The committee shall conduct elections during the first regular Club meeting in May.

Section 2. **Standing Committees:** The President, with the approval of the Board, shall, when necessary, establish the following committees and appoint their respective chairpersons. The tenure of these committees shall coincide with the Club fiscal year.

A. Speakers and Judges Program Committee: *Shall recruit, schedule, and submit a biography for each program speaker and competition judge.*

B. Education Program Committee: Shall plan and present monthly educational meetings.

C. Finance Committee: The Treasurer shall be Chairperson. Other members shall include the Vice-President, a Director, plus at least one other Board member as appointed by the President. This committee shall prepare a proposed budget to be submitted to the President prior to the first regular Club meeting of the fiscal year. This committee shall cause an audit of the Treasurer's books of accounts after the close of the fiscal year and present it for approval by the President. It shall be the duty of the Finance committee to oversee all expenditures, making certain that such expenditures do not exceed budget allocations. No budget allocation shall be exceeded without approval by the Executive Council.

D. Competition Committee: The Competition Secretary shall be Chairperson. This committee shall be responsible for:

- (1) Conducting all intra-club competitions.
- (2) Maintaining records of all intra and inter-club competitions, including a list of members competing, entries, awards, and scoring, as outlined in the S.S.C.C. Rules of Competition and Awards.
- (3) Developing rules of competition and presenting them to the Board for approval. Any change in the rules shall become effective at the beginning of the fiscal year following the Board action to effect such a change. The new rules and their effective date shall be published in the Cable Release issued immediately prior to the first regular Club meeting of the fiscal year.
- (4) Determining eligibility of entries and briefing visiting judges on S.S.C.C. competition and judging criteria.
- (5) Forwarding the results of all competitions and names of all members that move from the novice to the advanced class to the Cable Release editor for publication and to the Archives Committee.

E. Field Trip Committee: This committee shall arrange, announce, and take charge of all Club field trips and related outings.

F. Membership Committee: This committee shall be responsible for new member recruitment program, welcoming new members, and assuring that they are thoroughly indoctrinated in Club activities and procedures. This shall include printed handouts, introductions to committee chairpersons, and, if necessary, arranging for another member to serve as "host" to the new member.

G. Workshop Committees: May be formed for slides, monochrome prints, color prints or other subjects. Chairpersons shall be appointed for each committee formed. Chairperson shall establish and announce dates and locations of workshops, plan and present programs, and arrange for speakers as required.

H. Publication Committee: *The Club's newsletter editor and the Web site manager (aka Webmaster) shall comprise the Publication Committee, and be responsible for editing, designing, publishing, and distributing all Club publicity, activities, and events.*

I. Refreshments Committee: This committee shall procure, prepare and serve refreshments at regular Club meetings.

J. Exhibits Committee: This committee shall make arrangements and be responsible for Club exhibits.

K. Special Interest Groups: Critique groups, special workshops, and other similar sub-organizations may be formed within the Club to provide forums for the pursuit of specialized, technical, and aesthetic aspects of photography at the discretion of the Board. Participation in such groups shall be open to all members. Such groups shall have full and equal status as Club committees, and their chairpersons shall be voting members of the Board.

L. Archives Committee: The Chairperson shall serve as the Club Historian and maintain chronological files of correspondence, Cable Releases, and other documents pertaining to Club Activities.

Article XV - INSTALLATION OF OFFICERS

Officers shall be installed at the Year End Banquet and shall assume office on July 1.

Article XVI - Affiliation

Section 1. The Club may affiliate with such photographic, artistic, recreational, or educational organizations as the Board may deem beneficial to the Club.

Section 2. Representatives of the Club to outside organizations, as authorized by Section 1 of this Article, and as designated by the President, shall have committee chairperson status and be a voting member of the Board.

Article XVII - Amendments

This Constitution and By-Laws may be amended by a 2/3 vote of members present at a regular Club meeting, including written proxies. Amendments may be proposed by any Club member. A proposed amendment may not be voted on at the meeting in which it is proposed, but shall be voted on after publication in the Cable Release or posted to the Club Web site and not later than the second regular Club meeting following such publication.

Article XVIII - Incorporation

At the discretion of the Board, the Club may be incorporated.

Article XIX - Distribution of Assets

No part of the net earnings of the Club shall inure to the benefit of, or be distributed to, its members, officers, directors, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation.

Article XX - Effective Date

This Constitution and By-Laws of the Silver Spring Camera Club, as set forth in the preceding Articles I through XIX, supersede and entirely replace all prior versions and amendments thereof. The effective date of this Constitution and By-Laws shall be April 12, 2007.