

SILVER SPRING CAMERA CLUB CONSTITUTION AND BY-LAWS

Adopted May 7, 1992.

Revised 2007.

Revised April 14, 2016.

Revised October 11, 2018.

Revised April 20, 2023.

Article I - NAME

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

Article II - 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Membership shall be open to all persons, except that membership may be denied to applicants, or rescinded from members, whose association with the Club could jeopardize the well-being of the membership or integrity of the Club as determined by the Board.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, who shall serve one-year terms 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. Shall collect and report on the results of votes.

D. Treasurer - shall maintain the financial records of the Club, chair the Finance Committee and maintain the Master Roster of paid members.

Section 2. The duties of vacant officers shall be delegated by the President or Vice-President acting as President.

Section 3. In the event of an Officer vacancy, the successor Officer shall be elected by membership and serve out the remainder of the vacated term.

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 2-year terms. A Director cannot concurrently serve as a Chair or Officer. In the event of a Director vacancy, the successor Director shall be elected by membership and 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, if Council

quorum is met. The decision and the results of the poll shall be reported and may be considered for Board re-vote 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 permanent and standing 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 at least one 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. The minutes shall be published in Newsletter and on the website.

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 override the decision of the Board on a specific question, a petition signed by one-fifth of 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 shall be required to override the Board.

Article VIII - MEETINGS

Section 1. Regular Club meetings of the general membership shall be on no fewer than two Thursdays of each month on dates determined by the Board, 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 AND VOTING

Section 1: For membership votes, Board of Directors votes, and Executive Council votes, the following shall apply: People in each group may vote if in attendance, by absentee, or by proxy. The means of attendance (such as in-person or virtual), absentee voting (such as written or electronic), and proxy voting (such as agreed to verbally) shall be determined by the Board. Votes cast by any of the approved means will be equally valid and shall count towards quorum. Absentee votes may be submitted directly to the secretary and may not be changed after submission to the secretary. Alternatively, a voter may assign their proxy to a person who will vote in-attendance on the behalf of the absent voter as the proxy holder sees fit. Proxies may not be contingent upon any circumstances.

Section 2. A quorum for the transaction of business requiring a vote at a regular club meeting shall be one-quarter of the membership in good standing. The presence of a quorum shall be deemed by the two members of the Executive Council.

Section 3. A quorum of the Board shall be five, one of whom must be an Officer and one of whom must be a Director.

Section 4. A quorum of the Executive Council shall be four.

Article X - OFFICIAL PUBLICATION & WEBSITE

Section 1. The official publication of the Club shall be a newsletter. The Newsletter 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 Newsletter shall be distributed 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 Newsletter 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 Newsletter shall be required to obtain concurrence from the Executive Council prior to rejection of any submission as unfit for publication.

Section 4. The official website for the Club (currently SSCCPHOTOGRAPHY.org) shall be noted in all official Club announcements, recruitment fliers, and each issue of the Club's Newsletter. The Club website includes all internal files accessible from the navigation menu including web-based Newsletters. The Club website shall contain the following categories of information: contact information, Constitution and By-Laws, and Rules of Competition and Awards. The website may contain Monthly Winners, Current and Past Club Newsletters, Current Handbook, Calendar of Club Events, and other topics at the discretion of the Board. The internet term website shall be construed as desired by the Board, to allow the use of alternative contemporary or future platforms.

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 for returning members shall be due and payable by the first regular Club meeting of each fiscal year. New members are permitted to join at any time during the fiscal year.

- A. New and returning members may only compete once dues are paid at least one week prior to competition.
- B. Lapsed members and non-members may not compete or vote on Club matters.

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 the Newsletter issued immediately after adoption and immediately prior to the first regular Club meeting of the fiscal year.

Section 3. Returning members who have not paid their dues by October 31st of the current fiscal year shall be dropped from membership and may be removed from communications. Such members may be reinstated upon full payment of current fiscal year dues.

Section 4. Special assessments must be approved by two-thirds of the full Board of Directors, and must be announced to the general membership in the Newsletter prior to the date of any such assessment. All members who fail to pay the assessment by that date shall be rescinded as a member of the Club for the remainder of the Club's fiscal year.

Article XIV - COMMITTEES

Section 1. Permanent Committees:

A. The Nominations and Elections 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 or by proxy within one week of that date. Neither the slate nor floor nominations need a second; however, each candidate must state a willingness to serve. The Nominations and Elections committee shall conduct elections during the first regular Club meeting in May.

Section 2. 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.

Section 3: 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. Program Committee: Shall recruit, schedule, and submit a biography for each program speaker and competition judge.

B. Education Committee: Shall plan educational meetings, at least once a month for those months in which there are Club competitions.

C. Finance Committee: The Treasurer shall be Chairperson. Other members shall include the Vice-President, a Director, and 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 club competitions.
- 2) Coordinate with the Archives Committee for recording and status of member points and competition levels.
- 3) Developing the Rules of Competition and Awards 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 Newsletter issued immediately prior to the first regular Club meeting of the fiscal year. The new rules will be posted on the Club website.
- 4) Determining eligibility of entries and informing judges of S.S.C.C. competition and judging criteria.
- 5) Forwarding the results of all competitions to the Newsletter 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 informed of Club activities and procedures. This shall include either printed handouts or electronic communications, and introduction to committee chairpersons.

G. Publication Committee: The Newsletter editor shall be the chairperson. This committee is responsible for the editing, publication, and distribution of the Newsletter plus other publicity of Club activities as necessary.

H. Social and Refreshments Committee: This committee shall plan refreshments at select regular meetings and plan Club socials, either at regular meetings or specially scheduled dates and locations, as approved by the Board. This committee shall procure, prepare and serve refreshments at such events when requested by the Board.

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

J. 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.

K. Archives Committee: The Chairperson shall serve as the Club Historian maintaining records of all Club and inter-club competitions, including a list of members competing, entries, awards, and scoring, as outlined in the Club's Rules of Competition and Awards.

L. Affiliations Committee: Representatives of the Club to outside organizations, as authorized by Article XVI, shall form a committee. Representatives of the Club to outside organizations may report at Board meetings, Club meetings, in Newsletters, and by electronic means, as appropriate.

M. Web Committee: The Web manager(s) shall create/initiate/solicit/update/revise the site's content, organization, access rights, and design of the club's official website (Article X Section 4) as requested by the Executive Council.

Article XV - INSTALLATION OF OFFICERS

Officers shall be announced to the membership in June, and shall assume office on the first day of the fiscal year.

Article XVI - AFFILIATION

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

Article XVII - AMENDMENTS

This Constitution and By-Laws may be amended by a two-thirds vote of members present, voting absentee, or having delegated their vote to a proxy. 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 Newsletter and not later than the second regular Club meeting following such publication.

Article XVII – 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 20, 2023.