

**St. Louis Camera Club By-Laws
(as amended May, 2018)**

PREAMBLE

To increase the benefits and pleasures that abound in a mutual interest in things photographic, and to the ends of harmony and propriety in our concerted efforts to achieve our goal, we dedicate these by-laws.

ARTICLE 1 -- NAME

1. The name of the organization shall be the St. Louis Camera Club, Inc.

ARTICLE 2 -- PURPOSES

1. The purposes of the Club shall be to promote, encourage and foster the photographic art in all its forms; to plan and to hold photographic exhibitions and competitions, and to do all proper things consonant to these purposes.

ARTICLE 3 -- MEMBERSHIP AND DUES

1. Membership shall be open to all persons interested in the purposes of the Club, and whose names have been approved by the Membership Committee.
2. Annual dues shall be as determined by the Executive Board.
3. Life Membership may be bestowed by the Board in recognition of special and unique services to the Club.

ARTICLE 4 -- OFFICERS AND TERMS

1. The following principal Officers shall be elected: President, Vice President, Treasurer, Recorder and Secretary. In addition, there shall be six elected Directors.
2. Officers and Directors shall be elected at the annual meeting for a one-year term and shall take office on May first of that year. The President, Vice President, and Directors may not serve more than two terms consecutively in the same office.
3. The Officers and Directors, together with the appointed Webmaster and the immediate Past President, shall comprise the Executive Board. At any meeting of the Executive Board, any seven shall constitute a quorum.
4. The management of the Club is vested in the Executive Board. The responsibilities of the Executive Board include insuring that the Club has in place an appropriate schedule of programs, competitions and other activities, overseeing Club finances, setting rules and procedures for all competitions and other events, and all other matters which significantly affect the Club and its members.

ARTICLE 5 -- MEETINGS

1. The Club year begins July first each year and ends the last day of June the following year.
2. The Annual Business Meeting of the Club shall be held the first Wednesday in March each

year.

3. Regular and special meetings of the Club shall be held as required and announced. Quorum at all regular and special meetings of the Club shall consist of not less than 10% of the members in good standing.
4. Any five (5) members of the Club may call a Special Meeting of the Club at any time by giving thirty (30) days notice to the entire membership.
5. The Executive Board shall hold at least four regular meetings in each Club year and notice shall be sent to all board members at least two weeks in advance of the regular meeting date. All meetings of the Executive Board shall be open to all members.
6. The May Executive Board meeting is the deadline for any changes to the Club's competition rules for the following Club year. Any changes in the Rules made after the May Executive Board meeting will not take effect until the next following Club year, in the absence of extraordinary circumstances or unforeseen emergency.
7. All proposed rules and by-laws changes shall be in writing and presented to the Executive Board members at least three days prior to any Executive Board meeting at which the changes will be considered by the Executive Board.

ARTICLE 6 -- ELECTION OF OFFICERS

1. Prior to February 1, the Executive Board shall elect a Nominating Committee consisting of a Chairman and two other members. This committee shall select candidates for all elective offices for the next Club year. This includes the five principal officers and the six directors. The committee, after obtaining the consent of the persons to be nominated, will present its recommendations at the Annual Business Meeting and will move that these persons be placed in nomination.
2. After the persons recommended by the Nominating Committee have been placed in nomination, any member present may, after obtaining the consent of the person(s) to be nominated, offer other nominations for the various offices. Those nominations having been properly made and seconded shall be included in the balloting.
3. If there is only one nominee for an office, a voice vote shall be taken. If there is more than one nominee for an office, a written vote shall be taken. The result shall be determined by a majority of the members present and voting on the matter.
4. In the event of the inability to serve, death or resignation of any officer, the following will
5. apply:
 - a. In the event of the vacancy of the office of President, the Vice-President shall serve until the next regular election. A resigning president shall not serve as immediate past president.
 - b. In the event of the vacancy of any other elected officer or director's position, the Executive Board shall appoint a replacement to fill the unexpired term. The replacement must be approved by a majority of the Board present and voting.

ARTICLE 7 -- DUTIES OF OFFICERS

1. The President shall preside at all meetings of the Club and of the Executive Board. He shall appoint all Committee Chairmen and instruct them in their duties. He shall be an ex-officio member of all standing committees except the Nominating Committee.

2. The Vice President shall perform in the absence of the President and shall perform such other duties as the Executive Board shall direct.
3. The Recorder shall record the winners, tabulate and distribute results of the Club competitions, maintain member records and competition status, provide information to others as required and shall notify all members of the pictures which are eligible for the annual competition.
4. The Secretary shall keep minutes of all executive meetings and shall also have full charge of all written communications to and from the Club.
5. The Treasurer shall receive and hold the funds of the Club, shall collect the dues and keep all Club money in a bank account or interest-bearing accounts in the name of the Club, shall pay bills as directed by the President or Executive Board, shall keep account of all receipts and expenditures, shall report the condition of the treasury at each regular meeting of the Executive Board, and shall present a written financial report at the annual business meeting. The Treasurer shall keep an up-to-date roster of all members. The President shall be authorized to sign checks against the Club account in the event of an emergency. Records maintained by the Treasurer shall be reviewed annually by two Club members working as a team and appointed by the Board. This review shall be completed no later than August 31st of each year.
6. Gifts received by the Club in the form of stocks and bonds can remain invested in those instruments if this reflects the intentions of the donor and so long as the Board considers it prudent to do so.
7. The President shall define all other duties, authority, and limits of authority of every office and director.

ARTICLE 8 – COMMITTEES

The Executive Board shall establish such committees as necessary for proper operation of the Club. The standing committees shall be those listed in the yearbook.

ARTICLE 9 – AMENDMENTS

Amendments to these by-laws may be proposed by the Executive Board or by any 25 Club members in this manner: a proposed amendment shall be read aloud at two consecutive meetings in the same Club year. The proposal shall be put to a vote and decided by the majority of the members present and voting on the matter, at a specified Club meeting after publication and/or reading.

ARTICLE 10 – AFFILIATIONS

The Club shall affiliate with other organizations upon recommendation by the Executive Board and approval of the affiliation by the majority of the members present at the meeting at which the affiliation is brought to a vote.

ARTICLE 11 -- PARLIAMENTARY PROCEDURE

All meetings shall be governed by the current version of Robert's Rules of Order.