

REDLANDS CAMERA CLUB BY-LAWS

ARTICLE I

SECTION 1: NAME

The name of this organization shall be **REDLANDS CAMERA CLUB**. Throughout these By-Laws the Redlands Camera Club will be referred to as the Club.

SECTION 2: PURPOSE

The specific and primary purpose of this organization is to operate a camera club for the exclusive use and enjoyment of members. The Club aspires to promote interest, knowledge, experience and enjoyment in the art and science of photography through presentation, practice and sharing of experience.

SECTION 3: NONPROFIT PURPOSE

This Club does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes.

SECTION 4: DELETED

Deleted by vote of general membership, December 19, 2016.

ARTICLE II

SECTION 1: MEMBERSHIP

Membership is open to any person living in Redlands or the surrounding communities. Anyone desiring to become a member shall make application in writing (on Club form provided) and present it to the membership chair.

A member is one whose application has been accepted and dues are paid. A member is eligible to hold office, to vote, and to participate in all Club activities. Other classifications of membership may be established by the board.

SECTION 2: DUES

The annual dues shall be established by the Board. Dues must be current to participate in competitions, exhibits, workshops, etc.

ARTICLE III

SECTION 1: OFFICERS AND DUTIES

The Club officers shall be as follows:

- PRESIDENT** The President shall preside at all Club and Board of Directors meetings and shall represent the club in all civic functions.
- VICE PRESIDENT** The Vice President shall assist the President as requested, oversee and coordinate the monthly programs and assume the duties of the President in the absence of the President.
- SECRETARY** The Secretary shall record the minutes of all board meetings and general meetings when a vote of the membership is taken. The Secretary shall maintain a file of all minutes, issues of the photogram, quarterly membership rosters and other documents as requested by the board. Files may be maintained electronically and/or on paper.
- TREASURER** The Treasurer shall be custodian of all monies received, pay expenses as approved by the Board of Directors, and provide quarterly written reports of the clubs financial activities and status.
- PAST PRESIDENT** The Past President shall serve as an advisor and parliamentarian.

SECTION 2: EXECUTIVE COMMITTEE

The Executive Committee shall be composed of the President, Vice President, Secretary, Treasurer and Past President. The Executive Committee shall be formed to handle emergency or sensitive issues. It will be called to meet as needed by the President who shall preside at any meetings of the Executive Committee.

SECTION 3: BOARD OF DIRECTORS

Throughout these By-Laws the Board of Directors will be referred to as the Board. The Board shall be composed of the elected officers, past president and all committee chairs.

SECTION 4: DUTIES OF THE BOARD

The duties of the Board shall be to take such actions as the business of the Club requires including:

- Ensure that all Club activities conform to the By-Laws
- Establish the Club year
- Establish the meeting schedule for the Club
- Make such rules and regulations as required
- Develop and review Standing Rules
- Monitor and evaluate the club financial condition
- Conduct an annual audit of financial records.
- Review and approve the Treasurer financial reports
- Develop, approve and monitor an annual budget of income and expenses
- Establish the annual dues
- Review and approve regulations for competitions
- Monitor the performance of the committees

SECTION 5: BOARD OF DIRECTORS MEETINGS

The Board of Directors meetings shall be called by the President and shall be held no less than four (4) times per year.

SECTIONS 6: OFFICER/BOARD VACANCIES

In the event of vacancy of the office of President, that office shall be filled for the unexpired term by the Vice President. If any other elected office becomes vacant, it shall be filled by appointment by the Board of Directors.

SECTION 7: QUORUM

Six (6) members of the Board of Directors shall constitute a quorum at Board of Director meetings

ARTICLE IV

SECTION 1: NOMINATIONS

Nominations for Officers and Board Members shall be prepared by a Nominating Committee, appointed by the President, by the first meeting in January. The Nominating Committee shall consist of three (3) members of the Club with one member being appointed as Chair. The Nominating Committee shall prepare a list of nominees for the Club Officers and Committee Chairs. This list of nominations shall be presented to the membership at the second meeting in February. Further nominations for each position shall be called for from the floor.

SECTION 2: ELECTIONS

Elections shall be held the first Monday in March. The elections shall be by secret ballot in the event that more than one candidate has been nominated for an office.

SECTION 3: INSTALLATION

The newly elected Club Officers and Committee Chairs shall be installed at the Annual Banquet held at the second meeting in March and shall assume their duties as of April 1.

ARTICLE V

SECTION 1: AFFILIATIONS

Affiliations with other organizations will be determined by the board and stated in the Standing Rules.

SECTION 2: COMMITTEES

The Standing Committees shall be designated by the Board and listed in the Standing Rules.

ARTICLE VI

SECTION 1: AMENDMENTS

All amendments and revisions to the By-Laws must be presented to the membership for discussion at two consecutive Club meetings before the meeting at which they are to be voted. Approval by majority vote of members attending is required.

ARTICLE VII

SECTION 1: INDEMNIFICATION

Every member of the Redlands Camera Club Board of Directors may be indemnified by the club against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board or officers in connection with any threatened, pending or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the board or officer of the Redlands Camera Club, or any settlement thereof unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. In the event of a settlement, the indemnification herein shall apply only when the Redlands Camera Club Board of Directors approved such settlement and reimbursement as being in the best interest of the Redlands Camera Club. The forgoing right of indemnification shall be in addition to and not exclusive of all other rights to which the member of the board or officer is entitled.

ARTICLE VIII

SECTION 1: EFFECTIVE DATE

Previous Revisions: February 5, 1996
April 20, 1998

All provisions of this document shall become effective on February 15, 2010.

NOTE: Robert's Rules of Order, Recently Revised, shall govern all cases not covered by the above.

Exempt from California State Franchise Tax under Section 23701g

California State Tax Number: 9768015

Federal Tax ID Number: EIN 91-1895250