

# **WEST KOOTENAY CAMERA CLUB**

**Pro-Forma Constitution and By-Laws v100222**

## **CONSTITUTION**

### Article 1 — Name

- 1.1 The name of this organization shall be the WEST KOOTENAY CAMERA CLUB and its Logo shall be as follows:



### Article 2 — Interpretation

- 2.1 In this Constitution and in these By-Laws:

The Club: Means the West Kootenay Camera Club (WKCC).

The Board: Means the Board of the West Kootenay Camera Club, Which will consist of Officers and Directors, chosen as set out in By-Law Article 3.

Member: Means all persons who have paid all dues and fees, completed and submitted the club's application form, and been recognized by the club in the manner as described in By-Law Article 1.2.

Honorary Member: Individuals recognized by the club, as described in By-Law Article 1.3.

Notification to Members: An informational note sent to all members to draw attention to some event or situation requiring the Members attention. This note may or may not be part of the newsletter or minutes of a meeting.

Newsletter: The publication created and published to the Members after each meeting of the WKCC, containing the reports, actions, and activities of the Club at the meeting and other information of interest to the Members.

Fiscal year: The 12 month period in which the club's financial dealings begin and end, as defined in By-Law Article 6.3.1

### Article 3 — Territorial Limits

- 3.1 The territorial limits of the Club shall be the area commonly known as the WEST KOOTENAYS.

### Article 4 — Objective

4.1 The Club exists to promote and enhance photographic art.

4.2 The Club will strive to enhance the interest in photography

4.3 The Club will provide opportunities to learn about photographic equipment, techniques and skills, to hold work-shops and to enter into competitions.

Article 5 — Membership

5.1 The Club's Membership is open to all who have an interest in photography.

Article 6 — Government

6.1 The Board shall govern the business affairs of the Club in accordance with the Constitution and By-Laws of the Club.

6.2 The makeup of the board, the members and their terms, shall be as stated in the By-Laws in Article 3.

Article 7 — Officer and Directors

7.1 The Officer and Directors of the Club shall be selected from among the Members as prescribed in Article 3 of the By-Laws. Officer and Directors together shall constitute the Board.

7.2 The Officers of the Club shall be a President, a Vice-President, a Secretary, a Treasurer, a Past President, and a Custodian, who are current Members of the Club.

7.3 In addition to the Officers there shall be four (4) Directors who are current Members of the Club.

Article 8 — Amendments

8.1 The Constitution and By-Laws of the Club may be amended only as prescribed in the By-Laws of the Club in Article 7.

**END OF WKCC CONSTITUTION**

**BY-LAWS**

## Article 1 — Membership

1.1 Eligibility: All persons residing in the area commonly known as the West Kootenays who are interested in any aspect of photography may be considered for membership in the WKCC.

1.2 Membership: Application for Membership shall be made by completing a Membership Form which must contain an agreement that the applicant will abide by the Constitution and By-Laws of the Club. Membership shall be approved by the Board. After such approval and the payment of Membership dues, the person applying shall be considered a Member. The current Membership Form is appended after the By-Laws. Failure to pay the current fees owing on or prior to the deadline set out in By-Law Article 2.3 shall be deemed to have resigned.

1.3 Honorary Membership: Honorary Membership may be conferred by the Board upon those who have gained distinction in photographic art. It shall include all the privileges of Membership except that of holding office in the Club and voting privileges, and is exempt from the payment of the Membership Fee.

1.4 Resignation: Any member may resign from the Club, at any time, by advising the Secretary or President either verbally or in writing. The Board may chose to not refund any of the membership fee.

1.5 Cancellation: A member shall lose Membership after failing to pay the annual fees as laid out in Article 2 of the By-Laws.

1.6 Newsletter: No non-Member shall receive a copy of the Club's newsletter without the specific authorization by the majority of the Club's Officers.

1.7 Privacy: No member may reveal any personal information about any other member without that member's express permission.

1.7.1 No member of the club may reveal any information of the Club's finances or the resources of the club without the express permission of a majority of the Club's officers

## Article 2 — Dues &amp; Fees

2.1 There shall be annual Membership Fees payable by each member, with the exception of Honorary Members.

2.2 The Membership shall determine the following year's annual Membership fee at the Annual meeting.

2.3 The Membership Fee shall be payable each Fiscal Year before or during the first meeting in September and no later than the conclusion of the first meeting in November.

## Article 3 — Officers and Directors

3.1 Nominating Committee: The President shall appoint a nominating committee of three Members amongst who should be at least one Past-President, one Past-Director, or long term Member. No member of the Nominating Committee shall neither run for, nor hold, office until either resigning from, or dissolution of, the Nominating Committee.

3.2 Nominations: Nominations for President, Vice-President, Secretary, Treasurer, Custodian, and four (4) Directors, according to their respective Terms of Office, may be made by the Nominating Committee after permission has been duly obtained from each Member so nominated. It is suggested that Officers and Directors are selected from as wide a geographical area as possible in order to achieve a balanced representation. A list of the names of the nominees for the concerned positions shall be published in a Notification to Members no later than one (1) week prior to the general Annual Meeting.

3.3 Elections: The Nominating Committee shall act as an Election Committee and take full charge and responsibility for the proper conduct of the election. At the Annual General Meeting the nominations will be presented and voted on by raising hands, each Member having one vote. At this meeting, further nominations may be made from the floor by any member provided the permission of the nominee has been properly obtained. In case of nominations from the floor elections for the concerned position shall be conducted by secret ballot.

3.4 Term of Office: The term of office of Board Members shall be as follows: The President, Secretary, Treasurer, and Custodian shall serve for a term of 1 Year each, the Vice- President 2 Years to automatically advance to President in the second Year. All Directors shall serve two Year terms with two Directors being elected each year. Officers and Directors of the Club may serve for consecutive terms. A Term of Office shall commence September 1st and terminate the following August 31st.

3.5 Duties of Officers: The duties of Officers shall be such as outlined by these By-Laws and as assigned by the Board. Each Director should chair one of the standing committees. Chairs of extraordinary committees should be appointed by the President. Members of committees may be chosen by the President and/or the committee chairs. The Vice-President shall act in the absence of the President.

3.6 Vacancies: Should an Officer or Director vacate a position, the President shall appoint another Member from the Club to fill that vacancy for the remainder of the unexpired term. Absence of an Officer or Director for three consecutive Club meetings shall be construed as a resignation unless the Board has granted a special permission for such absence.

#### Article 4 — Meetings

4.1 Rules of Order: Meetings should be conducted in accordance with Roberts Rules of Order.

4.2 Quorums: A quorum of the Club at an Annual General Meeting shall be 20% of the current Membership, rounded down, but not fewer than 6 Members.

4.3 Annual General Meeting: An Annual General Meeting of the Club shall be held in April of each year in conjunction with a regular meeting. Elections of Officers and Directors shall be conducted at this meeting.

4.4 Club Meetings :

4.4.1 No regular meetings shall be held during the months of July and August. (moved)

4.4.2 The date for the first regular meeting after the summer break, and the first regular meeting of the calendar year shall be agreed to by the Members at the last meeting prior to these two meetings.

4.4.3 Regular Club Meetings: Regular Club meetings shall be held every two weeks, on Tuesday, at a time and place earlier determined by the Members. The Members shall be notified of the time and place of each meeting 4 days before each meeting.

4.4.4 Records of Club Meetings: Notes shall be taken by the Secretary or another designated member of the Club at each Club meetings and be conveyed to all Members by way of a Newsletter.

## Article 5 — Committees

5.1 Appointment of Committees: The President shall create such standing and special committees as may be deemed desirable and may refer any matters to such committees for action and report.

5.2 Appointment of Committee Chairs: The President shall appoint the Chair of any Committee, with the exception of the Standing Committees which should be chaired by a Director.

5.3 Sub Committees: Committee Chairs may form Subcommittees as required.

5.4 Members of Committees: Committee members may be chosen either by the President and/or the Committee Chair.

5.5 Standing Committees: There shall be 4 standing committees of the Club as follows:

- A: Entertainment Committee
- B: Education Committee
- C: Competition Committee
- D: Special Events Committee

5.6 Committee Meetings: Each committee Chair shall call meetings as required at times as may be convenient to all concerned.

5.7 Committee Recording: The Committee Chair, or a person appointed by the Chair, shall record the doings of the Committee for future reference.

5.8 Committee Reporting: The Committee Chair or, in the absence of the Chair, any member of the committee shall report on its activity at Regular Club Meetings.

## Article 6 — Government and Administration

6.1 The President: The President shall preside at, and conduct, all Club meetings. The President is responsible for the business and the affairs of the Club.

6.2 The Vice-President: In the absence of the President the Vice-President shall preside at and conduct Club meetings and take care of the business and affairs of the club.

6.3 The Treasurer: The treasurer shall be responsible for the financial well being of the Club. The Treasurer shall ensure that fees and dues are collected and deposited to the Club's Account and pay all due Club bills. The Treasurer together with the President or Secretary shall have signing authority over the Bank Account, requiring two signatures on each cheque. The Treasurer shall briefly inform the Members about the financial situation of the club at each meeting.

6.3.1 Fiscal Year: The fiscal year of the club shall commence September 1st and end the following August 31<sup>st</sup>

6.4 The Custodian: Shall keep a history of the Club's activities, equipment, and library, and, at the discretion of the Custodian, allow a Member's short term borrowing of such items.

6.5 The Secretary: The Secretary shall be responsible to take notes at each club meeting and have this information conveyed to all Members by way of the Newsletter. The Secretary may also perform certain duties from time to time as directed by the President.

6.6 The Directors: Each Director shall be in charge of one of the standing committees.

6.7 Standing Committees:

A: Entertainment Committee: This committee shall be responsible to provide approximately 30 minutes of entertainment in the field of photography at club meetings as directed by the President.

B: Educational Committee: This committee shall be responsible to provide an educational component in the field of photography at Club meetings, as directed by the President.

C: Competition Committee: This committee shall be responsible and take charge of all photographic competitions and exhibitions of the Club, internally and externally, as directed by the President.

C.1.1 Once per month the Club may hold a contest on a given subject. The subject shall be selected by the winner of the previous contest as soon as possible after the closing of that contest. The subject shall be publicized in the following Newsletters.

C.1.2 All submitted images shall be photographed after the previous monthly contest.

C.1.3 The submitted images should be in one format only, which shall be selected to fit the needs, equipment, and abilities of the Club as a whole. This article shall be replaced or discarded by a standard format, after a standard format for the Monthly Competition has been selected by the Membership. This replacement of this subsection by a Member selected standard format shall not require a membership vote to approve this modification to this document.

C.1.4 Judges for each contest shall be selected from volunteering members by the Competition Chair or another Member of the Officers and Board. Two or three judges shall be chosen as an agenda item at the end of the business section of the meeting. A commonly accepted judging criteria should be used by all the judges of each competition to determine the first, second, and third places in the competition.

C.1.5 A prize of low value may be awarded to the winner of each monthly competition.

D: Special Events Committee: This Committee shall be responsible for any special events like photo outings, field trips, photo-assignments etc., as directed by the President.

## Article 7 — Constitution and By-Laws

7.1 Changes: This Constitution and these By-Laws may be approved, amended, altered, or repealed by a simple majority vote of the Members of the Club, provided that the Membership are advised by a Notification to Members of the proposed changes at least 7 days prior to the vote.

7.1.1 Members must be present at a meeting, and may not vote by word of mouth conveyed by a third party.

7.1.2 If the vote is to be taken by a show of hands, Members may cast their vote in advance of the formal vote in the form of a sealed note. The sealed vote shall be opened during the vote by one of the Club's Officers, and the vote declared by the Officer opening the sealed vote.

7.1.3 If the Vote is to be by secret ballot, members may vote in absentia in the following manner. The Members so desiring, may vote by recording their vote on a small, unsealed, folded ballot which is sealed into a signed envelope. The envelope will be opened by an Officer of the club, and the folded ballot added to the ballot box in plain view during the voting.

7.2 Termination: In the event of dissolution of the Club, the Board shall have the sole power to decide the disposition of assets, including cash if any, to the greatest benefits of all Club Members at the time of dissolution.

**END OF WKCC BY-LAWS**