



**SOUTHWEST MISSOURI**  
CAMERA CLUB

**BYLAWS**

Adopted August 22, 2013

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## Article I – Introduction

### Section 1. Name.

The name of this Club shall be *Southwest Missouri Camera Club, Inc.* It is a General Not-For-Profit Corporation chartered in the State of Missouri under Articles of Incorporation filed and certified February 6, 1976, Certificate Number N00017522.

### Section 2. Previous Constitutions, Bylaws and Special Rules of Order.

All previous Constitutions, Bylaws, and Special Rules of Order are repealed.

### Section 3. Previous Resolutions and Standing Rules.

Resolutions and Standing Rules adopted and in force at the time of the adoption of these Bylaws remain in force until amended or repealed.

## Article II – Purpose

The purpose of this 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 for the enjoyment, mastery, and furtherance of photography through cooperation, effort, and good fellowship.

## Article III - Membership

### Section 1. Qualifications and Rights.

Membership shall be open to all persons interested in the purpose of the Club, upon application and payment of dues. Such applications may be brought to a vote of the Board or Club at the request of any current member in good standing. Membership is per calendar year. All membership classes shall have all rights and privileges of membership as established by the Parliamentary Authority, Standing Rule, or Club Custom.

### Section 2. Types of Membership.

- *Regular Membership.* Individuals who meet the Qualifications for membership may become Regular members on application and Payment of Regular Membership Dues.
- *Family Membership.* Members of the same family who reside in the same household and meet the Qualifications for membership may become Family Members. The membership application shall contain the names of all qualifying members.
- *Youth Membership.* Youth membership shall be open to persons who have not reached their 19<sup>th</sup> birthday at the time of application and meet the Qualifications for membership on application and payment of one-half (1/2) Regular Dues, rounded to the nearest dollar.

- *Life Membership.* Life membership may be bestowed by the Executive Board in recognition of special and unique service to the Club.

### Section 3. Dues.

Regular and Family/Household Membership Dues shall be established by the Club by Standing Rule. All dues shall be one-half (1/2) the annual amount, rounded to the nearest dollar for members who join on or after July 1 of the membership year.

### Section 4. Membership Renewal.

Membership renewal dues are due on the first day of the calendar year. A grace period for payment of dues will exist until the date of the first quarter competition, or the last day of February, whichever comes first. The grace period for members of the Executive Board shall be the same as above but shall not extend beyond the first quarter Executive Board meeting.

### Section 5. Membership Revocation.

Membership may be revoked for cause and after due deliberation as prescribed in the Parliamentary Authority.

## Article IV – Officers

### Section 1. Officers and Duties.

The officers of the Club shall be a President, Vice-President, Secretary, Treasurer, Competitions Chair, Exhibitions Chair, Field Trips Chair, Publicity and Public Relations Chair, Scavenger Hunt Chair, Second Thursday Chair, and Web Administrator. These officers shall perform the duties prescribed by the Parliamentary Authority.

### Section 2. Nomination Procedures, Time of Election.

At the regular fourth Thursday meeting in August, a Nominating Committee of five (5) members shall be elected by the Club. The President shall not be a member of the committee. It shall be the duty of the committee to nominate candidate(s) for each office to be filled at the Annual Business Meeting. The Nominating Committee shall report to the Club at the regular business meeting in October. Additional nominations from the floor shall be permitted at the Annual Business Meeting.

### Section 3. Method of Election, Term of Office.

Candidates for office shall be elected by ballot, unless the office is uncontested, in which case they may be elected by voice vote. The term of office shall be one calendar year.

### Section 4. Office-Holding Limitations.

No member shall hold more than one office at a time.

#### Section 5. Vacancies.

Vacancies during a term shall be filled by election, except the vacancy of President, which shall be filled by the Vice-President.

### Article V - Meetings

#### Section 1. Regular Meetings.

Regular meetings of the membership shall be held on the fourth Thursday of the months of January through October at 7:00 pm, except for temporary changes approved by the Executive Board, Club, or President. Dates and times for the November and December meetings shall be set by the Executive Board or Club. These meetings are for Club business, programs, or activities consistent with the Purpose of this Club.

#### Section 2. Annual Business Meeting.

The regular November meeting shall be known as the Annual Business Meeting and shall be for the purpose of electing officers, receiving reports from officers and committees, and any other business activity consistent with the Purpose of the Club.

#### Section 3. Special Meetings.

Special meetings shall be called by the Executive Board, or by the President, or by written request of ten (10) members of the Club. The purpose of the meeting shall be specified in the call, which shall be sent to all members at least three (3) days before the meeting.

#### Section 4. Meeting Venue.

All meetings of the Club may be held in-person, electronic, or some combination of the two at the discretion of the President, Executive Board, or by the Club. Such meetings where business is transacted must meet the requirement that all members have continuous auditory connection to allow members to hear and/or speak in real time as required by the Parliamentary Authority.

#### Section 5. Quorum.

A quorum to do business shall be not less than 20% of the Club membership as determined in the Secretary's records.

### Article VI – Executive Board

#### Section 1. Board Composition.

The officers of the club and the immediate past president shall constitute the Executive Board. All members of the Executive Board shall be members of the Club in good standing.

### Section 2. Board's Duties and Powers.

The Executive Board shall have general supervision over the affairs of the Club between Annual Business Meetings, fix the time and place of meetings, authorize expenditures for investments in equipment or special purposes not to exceed limits established in Article IX, and perform such other duties as may be required by the Parliamentary Authority. Any action of the Board may be overruled by the Club at any regular meeting.

### Section 3. Board Meetings.

Unless otherwise ordered by the Board or President, regular meetings of the Executive Board shall be held on the second Sunday of the first month of each quarter. Special meetings of the Board may be called by the President and shall be called upon the written request of three (3) members of the Board. Meetings of the Executive Board may be held in-person, electronic, or some combination of the two at the discretion of the President or majority of the Executive Board. Such meetings must meet the requirements that all members have continuous auditory connection to allow members to head and/or speak in real time as required by the Parliamentary Authority

### Section 4. Removal from Office.

Any member of the Executive Board may be removed by the Club for cause as prescribed in the Parliamentary Authority.

### Section 5. Quorum.

A majority of the Executive Board shall constitute a quorum.

## Article VII – Duties of Officers

### Section 1. President.

The President shall preside at all meetings of the Club, and the Executive Board; appoint all committees except as otherwise provided in these bylaws and instruct them in their duties; be ex-officio member of all committees except as otherwise provided in the Parliamentary Authority, sign checks against the Club treasury in the event of an emergency, and such other duties as may be required or prescribed by the Parliamentary Authority.

### Section 2. Vice-President.

The Vice-President shall assume duties of the President in the absence of the President, act as a member of the Executive Board, preside as chair of the Program Committee, and such other duties as may be required by the Parliamentary Authority.

### Section 3. Secretary.

The Secretary shall keep records of Board and Club business meetings, notify members of special meetings and events, conduct correspondence of the Club, be responsible for the monthly newsletter, and such other duties as may be prescribed by the Parliamentary Authority.

#### Section 4. Treasurer.

The Treasurer shall be the only Club member authorized to receive and disburse funds of the Club and keep the funds in a separate bank account, report the state of the treasury to the Board and Club; keep and maintain an inventory of Club owned property and its location; keep current copies of the Club Bylaws; ensure that the Club's registration as a not-for-profit corporation is kept current with the State of Missouri; ensure that the Club's web hosting and domain names are kept current; act as Chair of the Finance Committee, and such other duties as may be prescribed by the Parliamentary Authority.

#### Section 5. Committee Chairs and Web Administrator.

Other elected Officers shall act as chair of the committee of which they are chair, be responsible for the duties of their respective committees, and such other duties as may be prescribed by the Parliamentary Authority.

### Article VIII – Committees

#### Section 1. Appointment, Composition of Committees.

Unless otherwise provided in the Parliamentary Authority, the President shall appoint members of all Standing and Special Committees with the advice and consent of the Executive Board. Standing Committees shall serve concurrent with the Executive Board. Special Committee terms shall be specified at the time of adoption.

#### Section 2. General Duties.

Committee chairs shall prepare reports of activities and progress to be presented to the Executive Board at each regular Executive Board meeting or as otherwise required by the Executive Board or the Parliamentary Authority.

#### Section 3. Program Committee.

It shall be the duty of the Program Committee to plan programs for the regular monthly club business meetings, secure speakers where necessary, arrange with the custodian of Club equipment for the use of such equipment when needed, and submit request for stipends with the Treasurer where necessary.

#### Section 4. Competitions Committee.

It shall be the duty of the Competitions Committee to plan and announce quarterly competitions, secure judges for each competition, collect and label print and digital photo entries, verify current membership of each submitting photographer, distribute prints to judges, collect prints and judges' comments, compile judges' comments and points assigned, maintain all records relating to points for *Photographer of the Year*, prepare a slide show of results for the club, work with the Treasurer to obtain prizes, ensure adherence to all Club rules pertaining to quarterly competitions, *Photographer of the Year* and *Photograph of the Year*, and any other duties relating to competitions.



#### Section 5. Exhibits Committee.

It shall be the duty of the Exhibits Committee to secure venues for displaying Club members' photographs, communicate all rules of exhibition hosts to Club members and to the Secretary for distribution to the Club, and collect and return photos in a timely manner.

#### Section 6. Field Trips Committee.

It shall be the duty of the Field Trips Committee to plan, coordinate, or organize Field Trips throughout the year, and coordinate with other committees as appropriate for potential photo locations.

#### Section 7. Publicity and Public Relations Committee.

It shall be the duty of the Publicity and Public Relations Committee to represent the club at public functions when necessary, ensure brochures and business cards are maintained in targeted public places and at all Club exhibits, issue press releases when necessary, seek events for display of club materials or prints, and promote club activity in the community.

#### Section 8. Scavenger Hunt Committee.

It shall be the duty of the Scavenger Hunt Committee to organize the Scavenger Hunt competitions, including selecting categories, collecting photos, preparing photos for presentation, distributing ballots, collecting, tabulating, and announcing the results.

#### Section 9. Second Thursday Committee.

It shall be the duty of the Second Thursday Committee to schedule programs and speakers for Second Thursday meetings January through October, arrange for necessary club equipment to be available as needed, and assist with other preparations necessary for Second Thursday programs and speakers.

#### Section 10. Web Administrator.

It shall be the duty of the Web Administrator to maintain Club websites, blogs, and social media pages, serve as a consultant for any technical or design questions, in cooperation with the Treasurer, keep Club domains registered, work with the web hosting company technical support to resolve downtime, moderate social media pages and blogs, keep the Club website updated with meeting times, events, competition photos, and any other items needed, keep updated documentation of all information shared with the Board to ensure continuity of the site, and maintain site backups.

#### Section 11. Audit Committee.

An Audit Committee of three (3) members shall be appointed promptly after the Annual Meeting whose duty shall be to audit the Treasurer's accounts at the close of the fiscal year and to report to the first quarterly regular Executive Board meeting.

#### Section 12. Finance Committee.

A Finance Committee shall be appointed by the President promptly after the Annual Meeting. It shall be the duty of the committee and Treasurer to prepare an annual budget for the fiscal year and submit it to the Executive Board at the first regular Executive Board meeting in January. The Finance Committee

may, from time to time, submit amendments to the budget for the current fiscal year, which may be adopted by a simple majority vote.

#### Section 13. Education Committee.

An Education Committee shall be appointed by the President promptly after the annual meeting. It shall be the duty of the Education Committee to assess the photographic educational needs of the membership, to plan, recommend, or execute photographic education for club members.

#### Section 14. Other Committees, President's Ex-Officio Membership.

Other standing or special committees may be established by the Executive Board as it shall deem necessary to carry on its work. The members shall be appointed by the President unless this rule is suspended by a two-thirds (2/3) vote before their appointment. The President shall be an ex-officio member of all committees except the Nominating Committee and any Disciplinary Committees.

### Article IX – Finance and Funds

#### Section 1. President's Authority.

Funds for investments in equipment or for special purposes not to exceed fifty dollars (\$50.00) may be authorized by the President and the Treasurer. Such expenditures shall be reported to the Executive Board at its next regular meeting.

#### Section 2. Executive Board Authority.

Funds for investments in equipment or for special purposes not to exceed two hundred fifty dollars (\$250.00) shall require a simple majority vote of the Executive Board.

#### Section 3. Membership Authority.

Funds for investments in equipment or for special purposes exceeding two hundred fifty dollars (\$250.00) shall require a majority vote of the Club.

#### Section 4. Competition Judges and Speaker's Stipends.

Competition Judges and Speakers shall be offered a stipend to be determined by the Executive Board or Club by Standing Rule, provided no stipend shall be approved by the Executive Board in excess of the Board's limits under Section 2. A speaker's stipend may be raised in special cases by unanimous vote of the Board or two-thirds (2/3) vote of the Club.

### Article X – Other Rules

### Section 1. Objectionable Material Policy.

No restrictions regarding subject matter or content of competition entries will be enforced as long as the entries do not violate federal, state, or local ordinance. This will separate the issue of what can be entered in competitions from the issue of what can be displayed during competitions review.

### Section 2. Competitions Judging.

During competitions, in the event one or more judges fails to evaluate a photo, the Competitions Chair shall appoint three (3) Club members to substitute for each judge that fails to judge.

## Article XI – Parliamentary Authority

The rules contained in the current edition of *Robert’s Rules of Order, New Revised* shall govern the Board and Club in all cases to which they are applicable and in which they are not inconsistent with the Articles of Incorporation, Bylaws, and Special Rules of Order the Board or Club may adopt.

## Article XII – Adoption and Amendment of Bylaws.

### Section 1. Amendment.

These Bylaws may be amended at any regular meeting of the Club by two-thirds (2/3) vote of the members present and voting, provided that the amendment has been submitted in writing at the previous regular meeting. The amendment shall take effect at the close of the meeting at which it is adopted unless the amendment shall specify a later time.

### Section 2. Adoption.

These Bylaws may be adopted at any regular meeting of the Club by the same procedures for Amendment and shall take effect at the close of the meeting in which they are adopted.

Bylaws updated as amended on October 27, 2022.