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SIOUX CITY CAMERA CLUB

CONSTITUTION

AND

BY-LAWS

Official Governing Documents

Adopted by the Board of Directors

Sioux City, Iowa

Version 1.0

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CONSTITUTION

ARTICLE I — NAME

Section 1.

The name of this organization shall be the Sioux City Camera Club, hereinafter referred to as the Club.

ARTICLE II — PURPOSE

Section 1.

The purposes of the Club are to:

Promote interest in the art and science of photography.

Encourage learning, creativity, and fellowship among photographers of all experience levels.

Provide opportunities for members to improve their photographic skills through educational programs, competitions, workshops, exhibitions, field trips, and related activities.

Encourage ethical photographic practices and appreciation of the photographic arts.

Promote photography and represent the Club within the community.

ARTICLE III — MEMBERSHIP

Section 1.

Any person interested in photography shall be eligible for membership upon payment of dues and compliance with the requirements established in the By-Laws.

Section 2.

Membership classifications, privileges, responsibilities, and dues shall be established in the By-Laws.

ARTICLE IV — OFFICERS

Section 1.

The elected officers of the Club shall be:

• President

• Vice President

• Secretary

• Treasurer

• Director at Large

Section 2.

The qualifications, duties, election procedures, and terms of office for elected officers shall be established in the By-Laws.

ARTICLE V — BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of:

• President

• Vice President

• Secretary

• Treasurer

• Director at Large

• Immediate Past President

If there is no Immediate Past President available or willing to serve, the Board shall continue to function with the remaining members.

Section 2. Authority

The Board of Directors shall be responsible for the general management and administration of the affairs of the Club between meetings of the membership and shall exercise all powers not otherwise reserved to the membership by this Constitution or the By-Laws.

Section 3. Operational Authority

The Board of Directors shall have authority to establish, modify, suspend, interpret, and administer operational policies and procedures necessary for the efficient operation of the Club, provided such actions do not conflict with this Constitution or the By-Laws.

Section 4. Matters Requiring Membership Approval

The following matters shall require approval of the membership through amendment of the Constitution or the By-Laws, as applicable:

Creation or elimination of elected offices.

Officer terms of office.

Voting rights.

Quorum requirements.

Membership classifications.

Dues structure.

Fiscal year.

Amendment procedures.

Other governance matters specifically addressed in this Constitution or the By-Laws.

Section 5. Competition Authority

The Board of Directors shall have authority over the administration and structure of Club competitions unless otherwise specifically provided by this Constitution or the By-Laws.

The Board may establish or modify competition procedures, schedules, category definitions, submission methods, judging procedures, and administrative requirements as necessary for the efficient operation of the Club.

ARTICLE VI — OFFICER SUCCESSION AND VACANCIES

Section 1.

In the event of the resignation, incapacity, removal, or death of the President, the Vice President shall assume the office of President for the remainder of the unexpired term.

If the Vice President is unable or unwilling to serve, the Secretary shall assume the office of President for the remainder of the unexpired term and shall appoint a new Secretary, subject to ratification by a majority affirmative vote of the Board of Directors.

Section 2.

Vacancies in any other elected office shall be filled by appointment of the President, subject to ratification by a majority affirmative vote of the Board of Directors.

Any person appointed to fill a vacancy shall serve for the remainder of the unexpired term.

ARTICLE VII — ELECTIONS AND TERMS

Section 1.

Officers and the Director at Large shall be elected for terms of two (2) years.

Section 2.

Elections shall be conducted every two (2) years in accordance with the procedures established in the By-Laws.

Section 3.

The terms of newly elected officers shall begin immediately following the annual awards banquet held on the last Thursday in August.

ARTICLE VIII — MEETINGS

Section 1. Regular Meetings

The Club shall conduct regular meetings in accordance with the schedule established in the By-Laws.

Regular meetings shall include an educational program and the presentation and review of either the monthly print competition or the monthly digital competition unless otherwise authorized by the Board of Directors.

Section 2. Special Meetings

Special meetings of the membership may be called by the President or by a majority vote of the Board of Directors whenever necessary to conduct the business of the Club.

Section 3. Electronic Participation

Meetings of the Club, the Board of Directors, and committees may be conducted in person, electronically, or in a hybrid format as authorized by the Board of Directors.

Members participating electronically shall be considered present for purposes of discussion, quorum, and voting.

Section 4. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern the proceedings of the Club in all cases to which they are applicable and in which they are not inconsistent with this Constitution or the By-Laws.

ARTICLE IX — QUORUM

Section 1.

A quorum for the transaction of business shall consist of twenty percent (20%) of the active Members in Good Standing.

ARTICLE X — FISCAL YEAR

Section 1.

The fiscal year of the Club shall begin on September 1 and end on August 31.

ARTICLE XI — AMENDMENTS

Section 1. Proposal of Amendments

Amendments to this Constitution may be proposed by:

A majority vote of the Board of Directors; or

A written petition signed by at least three (3) Members in Good Standing.

Section 2. Consideration of Amendments

Proposed amendments shall be presented, discussed, and voted upon at a regular meeting of the membership.

Section 3. Adoption

A quorum as defined in this Constitution must be present.

Adoption of amendments shall require a majority vote of the members present and voting.

BY-LAWS

ARTICLE I — MEMBERSHIP

Section 1. Eligibility

Membership in the Sioux City Camera Club shall be open to any person interested in photography and supportive of the purposes and objectives of the Club.

Section 2. Members in Good Standing

A Member in Good Standing is one whose dues are current and who is entitled to all rights and privileges of membership.

Members in Good Standing may:

• Vote on matters presented to the membership;

• Hold elected or appointed office;

• Serve on committees;

• Participate in Club competitions and activities; and

• Receive all benefits of membership.

Section 3. Responsibilities

Members are expected to conduct themselves in a courteous and respectful manner and to support the objectives of the Club.

The Board of Directors may establish additional standards of conduct and administrative procedures necessary for the orderly operation of the Club.

ARTICLE II — DUES

Section 1. Annual Dues

The amount of annual dues shall be established by the Board of Directors.

Section 2. Due Date

Annual dues shall be payable on September 1 of each year.

Section 3. Delinquent Members

Any member whose dues remain unpaid after October 1 shall be considered delinquent and shall forfeit the privileges of membership until dues are paid.

Section 4. New Members

A person joining the Club after March 1 shall pay a prorated annual membership fee as established by the Board of Directors.

The prorated membership fee schedule shall be established by the Board of Directors and included in the Policies, Procedures & Competition Manual.

ARTICLE III — NOMINATIONS

Section 1.

During election years, the President shall appoint a Nominating Committee in May or otherwise provide for the nomination of candidates.

Section 2.

The slate of nominees shall be presented to the membership at the regular meeting held in July.

Section 3.

Additional nominations may be made from the floor with the consent of the nominee.

ARTICLE IV — ELECTIONS

Section 1.

During election years, the election of officers and the Director at Large shall be conducted at the regular meeting held in July.

Section 2.

A quorum as defined in the Constitution must be present.

Election shall be by majority vote of the members present and voting.

Section 3.

The terms of newly elected officers shall begin immediately following the annual awards banquet held on the last Thursday in August.

Section 4. Multiple Offices

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

ARTICLE V — DUTIES OF OFFICERS

Section 1. President

The President shall:

• Preside at meetings of the Club and the Board of Directors;

• Provide leadership and direction for the Club;

• Ensure that the Constitution, By-Laws, and Policies, Procedures & Competition Manual are properly administered;

• Appoint committee chairpersons and other positions necessary for the efficient operation of the Club unless otherwise directed by the Board of Directors;

• Appoint a Digital Judge Chair and a Print Judge Chair for each monthly competition;

• Ensure that arrangements are made for securing judges for the annual Best of the Best competition and for providing awards presented at the annual awards banquet;

• Execute responsibilities authorized by the Constitution and By-Laws; and

• Perform such other duties as normally pertain to the office.

Section 2. Vice President

The Vice President shall:

• Assist the President in the administration of the Club;

• Perform the duties of the President during the President's absence or inability to serve;

• Coordinate arrangements for the annual awards banquet, including the location, food caterer, and program; and

• Perform such other duties as assigned by the President or the Board of Directors.

Section 3. Secretary

The Secretary shall:

• Record and preserve the minutes of meetings of the Club and the Board of Directors;

• Maintain the official records of the Club;

• Conduct correspondence as directed by the President or Board of Directors;

• Maintain custody of governing documents and official records; and

• Perform such other duties as assigned by the President or Board of Directors.

Section 4. Treasurer

The Treasurer shall:

• Receive, safeguard, and account for all funds of the Club;

• Maintain complete and accurate financial records;

• Pay obligations authorized by the Club or Board of Directors;

• Present financial reports to the Board of Directors and membership as requested;

• Maintain records necessary for an orderly transition to a successor Treasurer; and

• Perform such other duties as assigned by the Board of Directors.

Section 5. Director at Large

The Director at Large shall:

• Represent the interests of the membership;

• Assist with Club activities and committees;

• Serve as a liaison between the membership and the Board of Directors when appropriate; and

• Perform such other duties as assigned by the President or Board of Directors.

ARTICLE VI — OFFICER REMOVAL, INACTIVITY, AND VACANCIES

Section 1. Resignation

Any elected officer may resign by providing notice to the President or the Board of Directors. The resignation shall become effective on the date specified in the resignation or, if no date is specified, upon acceptance by the Board of Directors.

Section 2. Removal from Office

An elected officer who fails to perform the duties of the office, acts contrary to the best interests of the Club, or becomes unable to fulfill the responsibilities of the position may be removed by a majority affirmative vote of the Board of Directors.

Prior to removal, the officer shall be given reasonable notice and an opportunity to address the Board unless circumstances make such action impractical.

Section 3. Temporary Inactivity

An elected officer who is temporarily unable to perform the duties of the office may request a leave of absence. The Board of Directors may appoint another member to perform the duties of that office until the officer returns or the vacancy is otherwise filled.

Section 4. Vacancies

Vacancies in elected offices shall be filled in accordance with the Constitution. Any person appointed to fill a vacancy shall serve for the remainder of the unexpired term unless otherwise provided by the Constitution.

ARTICLE VII — COMMITTEES

Section 1. Establishment

The Board of Directors may establish standing committees and special committees as necessary to conduct the business and activities of the Club.

Section 2. Appointments

Committee chairpersons and committee members shall be appointed by the President unless otherwise directed by the Board of Directors.

Section 3. Duties

Committees shall perform the duties assigned by the President or the Board of Directors and shall report their activities when requested.

Section 4. Modification or Dissolution

The Board of Directors may create, modify, consolidate, or discontinue any committee when it determines such action to be in the best interest of the Club.

ARTICLE VIII — MEETINGS

Section 1. Regular Meetings

The Club shall hold one regular meeting each month, normally on the last Thursday of the month. The Board of Directors may change the meeting date, when necessary, because of holidays, facility availability, weather, or other circumstances affecting the operation of the Club.

Section 1. The November regular meeting shall be held on the third Thursday of the month due to the Thanksgiving holiday.

Section 2. December Meeting

In lieu of a regular meeting, the Club shall hold an annual Christmas Party in December on a date determined by the Board of Directors.

Section 3. Annual Awards Banquet

In lieu of a regular meeting, the Club shall hold an Annual Awards Banquet in August on a date determined by the Board of Directors.

Section 4. Special Meetings

Special meetings of the membership or the Board of Directors may be called by the President or by a majority vote of the Board of Directors whenever necessary to conduct the business of the Club.

Section 5. Electronic Participation

Meetings of the Club, the Board of Directors, and committees may be conducted in person, electronically, or in a hybrid format as authorized by the Board of Directors.

Members participating electronically shall be considered present for purposes of discussion, quorum, and voting.

ARTICLE IX — COMPETITIONS

Section 1. Purpose

The purpose of Club competitions is to encourage learning, creativity, technical excellence, and constructive evaluation of members' photographic work while promoting participation and fellowship among members.

Section 2. Monthly Competitions

The Club shall conduct monthly competitions throughout the Club year except as otherwise provided in these By-Laws.

Print competitions shall be held during the following months:

• September

• November

• February

• April

• June

Digital competitions shall be held during the following months:

• October

• January

• March

• May

• July

The Board of Directors shall have authority to modify the competition schedule when necessary for the efficient operation of the Club.

Section 3. Competition Categories

The Club shall conduct competitions in the following categories:

Digital

• Color Pictorial

• Black and White Pictorial

• Altered Reality

Print

• Color Pictorial

• Black and White Pictorial

• Altered Reality

Definitions and requirements for these categories shall be established in the Policies, Procedures & Competition Manual.

Section 4. Entry Limits

The Board of Directors shall establish entry limits and submission requirements for Club competitions.

Entry limits and submission procedures shall be maintained in the Policies, Procedures & Competition Manual.

Section 5. Competition Administration

The Board of Directors shall have authority over the administration and structure of Club competitions unless otherwise specifically provided by the Constitution or these By-Laws.

The Board may establish or modify competition procedures, schedules, category definitions, submission methods, judging procedures, and administrative requirements as necessary for the efficient operation of the Club.

Section 6. Monthly Awards

Monthly awards shall be presented in each competition category and shall consist of:

• First Place

• Second Place

• Third Place

• Honorable Mention

Approximately twenty-five percent (25%) of the entries in each category shall receive placement awards consisting of First Place, Second Place, and Third Place.

The remaining top twenty-five percent (25%) of the entries may receive an Honorable Mention award.

ARTICLE X — ANNUAL AWARDS

Section 1. Best of the Best Competition

The Club shall conduct an annual Best of the Best competition to recognize outstanding photographic achievement during the competition year.

All monthly award-winning entries shall automatically qualify for the annual Best of the Best competition.

Section 2. Annual Award Categories

Annual awards shall be presented in the following categories:

Digital

• Color Pictorial

• Black and White Pictorial

• Altered Reality

Print

• Color Pictorial

• Black and White Pictorial

• Altered Reality

Section 3. Annual Awards

Awards presented in each category shall consist of:

• First Place

• Second Place

• Third Place

No Honorable Mention awards shall be presented in the annual Best of the Best competition.

In addition, the Club shall annually present a Photographer of the Year Award.

ARTICLE XI — FINANCIAL OVERSIGHT

Section 1. Responsibility

The Board of Directors shall exercise general oversight of the financial affairs of the Club and shall ensure that Club funds and assets are managed in a responsible and accountable manner.

Section 2. Authorized Expenditures

Club funds shall be used only for purposes consistent with the objectives of the Club and shall be expended in accordance with policies established by the Board of Directors.

Section 3. Financial Records

The Treasurer shall maintain complete and accurate financial records of all receipts, expenditures, assets, and liabilities of the Club and shall make such records available for review by the Board of Directors upon request.

Section 4. Financial Reports

The Treasurer shall present periodic financial reports to the Board of Directors and to the membership as requested by the Board.

Section 5. Authorized Signers

The President and Treasurer shall be the authorized signers on the Club's financial accounts unless otherwise approved by the Board of Directors.

The Board of Directors may authorize additional or alternate signers when deemed necessary to protect the financial interests of the Club or to ensure the efficient administration of its affairs.

Section 6. Review of Financial Records

The Board of Directors may appoint a committee or designate qualified members to review the financial records of the Club whenever it determines such a review to be appropriate.

Section 7. Transfer of Financial Records

Upon leaving office, the Treasurer shall promptly transfer all Club financial records, bank statements, checkbooks, debit cards, electronic access credentials, passwords, accounting files, and any other Club property relating to the office to the successor Treasurer or to another person designated by the Board of Directors.

The Board of Directors may establish procedures to ensure an orderly transition of financial responsibilities.

ARTICLE XII — AMENDMENTS

Section 1. Proposal of Amendments

Amendments to these By-Laws may be proposed by:

A majority vote of the Board of Directors; or

A written petition signed by at least three (3) Members in Good Standing.

Section 2. Consideration of Amendments

Proposed amendments shall be presented and voted upon at a regular meeting of the membership.

Section 3. Adoption

A quorum as defined in the Constitution must be present.

Adoption of amendments shall require a majority vote of the members present and voting.