

**BY-LAWS OF  
SANTA YNEZ VALLEY CAMERA CLUB**

**Founded in 2003**

**(Amended May 26, 2004)**

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**ARTICLE I  
NAME, PURPOSE, DISCLAIMER**

**Section 1.01. Name**

The name of this Club shall be the Santa Ynez Valley Camera Club (or SYVCC).

**Section 1.02. Purpose**

The Club is a non-profit association organized under the laws of the State of California to meet the following objectives:

- 1) provide an association for the mutual enjoyment of photography.
- 2) encourage the advancement of members in the knowledge, practice and skill of photography.
- 3) make mutual contributions to the field of photography.

“Photography” is defined as any image captured on a photo-sensitive surface and/or produced by any technology available today. While the focus of the Santa Ynez Valley Camera Club is the acceptance and advancement of digital imaging, the Club will welcome all photographers regardless of the technology used in the capture and processing of their photographic images.

**Section 1.03. Disclaimer**

For the effective operation of the Club, in the conducting of all activities:

“Whereas photography is a hobby for the Santa Ynez Valley Camera Club participants, and planned activities add to the enjoyment of the hobby, it is hereby stipulated that each person participating in any Club-sponsored event or competition does so of his own accord and at his own risk. The Club and its elected officers and appointed chairman assume no responsibility for the personal safety or the safety of any equipment or photographs of those who do participate.

Participation is acknowledgement by those participating that they, individually, assume all risks involved and will not hold the Santa Ynez Valley Camera Club or its elected officers or appointed chairmen responsible.

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**ARTICLE II  
MEMBERSHIP**

**Section 2.01 General Membership**

Any person active or interested in the practice of photography may apply for membership in the club and shall become a member by paying the applicable dues and fees.

**Section 2.02 Honorary Life Membership**

A member of the Club who has made an outstanding service contribution over a long period of time is eligible for consideration for an Honorary Life Membership. Any members of the Club may propose any other member for consideration by the Board of Directors. An Honorary Life Membership is awarded only when approved by majority vote of the Board. Honorary Life Members shall have the same privileges and obligations as regular members, except that they shall not be obligated to pay dues.

**ARTICLE III  
DUES AND FEES**

**Section 3.01 Annual Dues**

The Board of Directors shall set the annual dues for regular members at least 30 days before the first day of the club's next fiscal year.

**Section 3.02 Payment of Dues**

All annual dues shall be payable to the Club in advance on or before June 1 of each calendar year, or for new members on the date the membership application is received by the Board. For new members joining after June 1, annual dues shall be payable as follows:

- 1) for members joining between June 1 and November 30, 100% of annual dues,
- 2) for members joining between December 1 and February 28, 50% of annual dues.
- 3) for members joining between March 1 and May 31, gratis.

If any member does not make full payment of dues within sixty (60) days after it becomes payable, then that membership shall lapse.

**ARTICLE IV  
MEETINGS OF MEMBERSHIP**

**Section 4.01 Regular Membership Meetings**

Regular meetings of the Club shall be held at such times and in such places as decided by the Board of Directors.

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**Section 4.02 Special Business Meetings**

Special Business Meetings may be called at any time by the President or by written request of not less than five members or by vote of the Board of Directors.

**Section 4.03 Annual Business Meeting**

The Annual Business Meeting (Annual Meeting) of the Club shall be held near the end of the calendar year at a place designated by the Board of Directors. All members shall be given official notice at least one month in advance of the meeting by the issuance of an "Announcement of Annual Meeting," which includes 1) the time and place; 2) the official business to be transacted.

**ARTICLE V  
OFFICERS**

**Section 5.01 Number of Officers and Qualifications**

The Officers of this Club shall be President, Vice President, Secretary, and Treasurer. All officers must be members of the Club.

**Section 5.02 Nomination, Election, and Installation of Officers**

(a) The President shall designate a Nominating Committee at least two months prior to the Annual Meeting, consisting of three or more Club members. The Nominating Committee shall prepare a slate of candidates for office. The Slate shall be included in the "Announcement of Annual Meeting". (See Article 4 section 4.03)

(b) Officers shall be elected by majority vote of the members attending the Annual Meeting. If there is more than one nominee for any office, voting shall be conducted by ballot.

(c) The new Officers shall be installed at the Annual Meeting, by the current President or a member designated by the President.

**Section 5.03 President**

The President shall be the chief executive officer of the Club and shall have general supervision over the business of the Club and its officers, subject to the control of the Board of Directors. He or she shall preside at all meetings of the membership and the Board of Directors. In the name of the Club, the President may sign and execute contracts or other instruments duly authorized by the Board of Directors. The President shall be a co-signer on all Club bank and investment accounts. In advance of the first Board of Directors meeting of the new Club Year, the President shall appoint a Chairperson (Chair) for each Program Committee (see Article 6, Section 6.06) and shall prescribe the duties of committee chairs or officers of the Club whose duties are not otherwise defined.

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### **Section 5.04 Vice-President**

The President may, in the event of his or her absence or disability, designate the Vice-President to perform all duties of the President and, when so acting, the Vice-President shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice President shall be responsible for the on-going direction and management of the chairs of the Program Committees.

### **Section 5.05 Secretary**

The Secretary shall be the custodian of current and historical official documents of the Club including a copy of the current by-laws, the current membership roster, and the minutes of all business meetings. In addition, he or she shall produce and distribute to all members an annual membership roster, and shall record the minutes of all business meetings of the membership or the Board of Directors.

### **Section 5.06 Treasurer**

The Treasurer shall control, audit, and arrange the financial affairs of the Club. He or she shall keep its financial records, shall receive and arrange for the safekeeping of its funds, and shall pay out its funds only in such manner as defined in these bylaws or duly authorized by the Board of Directors. On or before the 30<sup>th</sup> day of each fiscal year, the Treasurer shall produce an annual budget for action by the Board of Directors. In addition, he or she shall produce for Board review a quarterly financial report detailing income and expenditures to date. The Treasurer shall be a co-signer on all Club bank and investment accounts.

### **Section 5.07 Other Duties of Officers**

All officers shall serve on the Board of Directors and on the its Executive Committee.

## ARTICLE VI BOARD OF DIRECTORS

### **Section 6.01 Number of Directors and Qualifications**

The Board of Directors (Board) shall be composed of the elected officers of the Club, the immediate Past President, and the appointed Chairs of the Program Committees. All members of the Board must be current Club members.

### **Section 6.02 General Duties of the Board of Directors**

The Board shall be the governing body of the Club, and shall be responsible for the overall guidance of its operations, the prescription of rules and regulations governing its operations, and the transaction of its official business, subject to the provisions of these bylaws. The Board, through the President, shall keep the membership informed of the Club's financial status, business affairs, and other undertakings, and shall welcome expressions of opinion by the membership.

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### **Section 6.03 Meetings of the Board of Directors**

The Board by resolution may fix the time and place of regular Board meetings. Notice of regular meetings shall be given to the general membership and all Club members are welcome to attend.

### **Section 6.04 Quorum and Manner of Action**

At all meetings of the Board, the presence of two-thirds of current officers (including the Past President) and the current Chairs of Program Committees shall constitute a quorum. When a quorum is present at a meeting, every action taken or decision made by a majority of the Directors present shall be regarded as an act of the Board.

### **Section 6.05 Executive Committee**

The Executive Committee of the Board is the administrative body of the Board. Members of the Executive Committee include the four Officers of the Club. The Executive Committee is responsible for making major decisions that require action between regularly scheduled Board meetings and may also schedule an executive session, either prior to a regular Board meeting or as a separate meeting, for the transaction of special or unusual business. Between Board meetings and in executive session, the actions and decisions of the Executive Committee agreed to by majority vote of all Executive Committee members shall have the same authority as actions and decisions of the Board.

### **Section 6.06 Program Committees**

The President appoints the Chairperson (Chair) of each of the Program Committees (see Article 5, Section 5.03). All committee Chairs serve on the Board of Directors. Each Chair may appoint members to his or her committee as necessary to assist the Chair in the performance of committee duties. The general duties of the chairs of current Program Committees are as follows:

#### **Photographic Alliance/Exhibition Chair shall:**

- Represent the interests of the Club to other Central California camera clubs.
- Attend meetings and competitions that have a Club participant.
- Inform the Club of Photographic Society of America activities and actions.
- Represent the Club in the establishment of a California Central Coast Council of Camera Clubs (San Luis Obispo, Santa Maria, Ventura, Ojai, Santa Barbara)
- Coordinate volunteers to prepare Club photographs for exhibitions (i.e. art galleries, art shows, photo competition, County and State Fair exhibitions, public buildings, etc.) This would include all stages of photo preparation from enlargement, matting, and framing to displaying.

#### **Education Chair shall:**

- Determine the educational needs of club members.
- Develop a long-range plan (one-year) for those needs.
- Implement the long-range plan.

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- Solicit speakers and organize instruction to address specific technical needs of members.

### **Announcement/Membership Chair** shall:

- Serve as the primary back-up to the Club secretary and fulfill the requirements of Section 5.05 (Club by-laws) in the absence of the secretary.
- Be responsible for putting together information for the members to be posted on the website at the direction of the Board of Directors. This information could include various announcements pertaining to field trips, classes, exhibitions, and other Club events. These prepared announcements should be properly formatted and ready to post to the website.
- Greet visitors at Club meetings.
- Collect visitor information via Club Visitor Forms.
- Introduce visitors and new members at Club meetings.
- Provide visitor and member information to Club Secretary.
- Maintain and disseminate Club roster.

### **Resource and Creative Programs Chair** shall:

- Make recommendations to the Board of Directors for continuing education and training for creativity and artistic development.
- Access and share up-to-date information from publications, the internet, and schools for the benefit and edification of the Club members.
- Solicit speakers and organize instruction to address specific artistic needs of the members.

### **Website Coordinator** shall:

- Maintain the Club's website as a source of wide-ranging information for members and prospective members including membership application forms, calendar of events, current announcements, gallery of photographs from field trips and member's work, club by-laws etc.
- Instruct Board, Committee Chairs and members on proper formatting of materials to be posted on the Club website.

### **Section 6.07 Financial Duties of Directors**

The Board shall see that the Club is operated in a fiscally responsible manner. On or before the 15<sup>th</sup> day of each fiscal year, each Director shall submit to the Treasurer a written statement of proposed expenditures for that year. Directors may expend Club funds in the performance of their duties only as stipulated in the Board-approved annual budget or otherwise specifically authorized by the Board.

### **Section 6.08 Other Duties of Directors**

Detailed duties of individual Directors are contained in separate job descriptions, which may be prescribed and amended from time to time by the Board.

### **Section 6.09 Term of Office**

Elected officers and appointed chairmen agree to serve for one-year increments.

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**Section 6.10 Vacancies**

- (a) If the office of President shall, for any reason, become temporarily vacant, the duties of the President shall be assumed by the Vice President.
- (b) If any office other than that of the President shall become vacant, it shall be filled by appointment of the President, but for no longer than the remainder of the calendar year.

**ARTICLE VII  
MISCELLANEOUS PROVISIONS**

**Section 7.01 Fiscal Year**

The Fiscal Year of the Club may be any appropriate period of 12 months selected by the Board; otherwise, it shall be June 1 through May 31.

**Section 7.02 Inspection of Books**

The bylaws, financial records, and minutes of meetings of the members and the Board shall be open to inspection by any individual Club member upon written request to the Board.

**Section 7.03 Appeals**

Any member of the Club who may find cause for dissatisfaction with its operation must appeal in writing to the Board, whose decision regarding the resolution of such appeal shall be final.

**ARTICLE VIII  
AMENDMENTS TO BYLAWS**

**Article VII Amendments**

These bylaws may be amended at a Special Business Meeting or the Annual Business meeting as provided for in Article 4, Sections 4.02 and 4.03. All members shall be given official notice of such meeting at least one month in advance and notice shall include an explanation in general terms of the proposed amendment(s). An affirmative vote of two-thirds of the members present is necessary for passage of an amendment.

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Date approved: \_\_\_\_\_