

C O N S T I T U T I O N

SANTA MARIA CAMERA CLUB

Up to date as of January 1, 2017

ARTICLE I – NAME

This organization shall be known as the Santa Maria Camera Club.

ARTICLE II – PURPOSE

The purpose of the Santa Maria Camera Club shall be the enjoyment, education, mastery, and furtherance of Pictorial Photography through cooperation, effort and good fellowship.

ARTICLE III – MEETINGS

A. General Membership Meetings

1. Regular meetings of the Santa Maria Camera Club general membership shall be held at a place and time designated by the Secretary, but may be changed by the Secretary as necessary.
2. Special meetings of the Santa Maria Camera Club general membership for any general purpose or for the purpose of dealing with disciplinary proceedings after a decision by the Board of directors and at the request of the affected member, may be set by the Board of directors or the president, at a designated place and time.
3. Notice of such a special meeting of the general membership shall be provided to the Board of directors, general membership and affected member in such a manner as to constitute timely and effective notice.
4. Notice sent at least 4 days prior to the event if by first class mail to the address of record or an updated one if known, or 4 days prior if by Email or 4 days prior if by telephone or in person, or by a combination of the above shall be deemed timely and

effective notice, unless the person does not have or use Email. In the latter case, any of the other listed options are acceptable.

B. Meetings of the Board of Directors

1. Regular meetings of the Board shall be held at least once per quarter. Notice of such regular meetings shall be sent to each member in good standing by Email to the Email address of record or an updated one if known to the sender. Said Email notice shall be sent at least 7 days prior to said meeting.
2. Special meetings of the Board shall be held upon 72 hours notice delivered personally or by telephone or by Email.
3. In order to qualify for a position on the Board as an officer or at-large member or member as past president, the member must have at the time of the nomination and maintain throughout the member's service as a Board member, a valid, current Email address and telephone number which shall be maintained and used by the Club for official notices to the Board member.
4. A notice of a meeting need not be given to a director who provided a waiver of notice or consent to holding the meeting or an approval of the minutes thereof in writing, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to that director.
5. These waivers, consent and approvals shall be filed with the Club records or made a part of the minutes of the meetings.
6. A majority of the directors present at a Board meeting, whether or not a quorum is present, may adjourn any meeting to another time and place.
7. If the meeting is adjourned for more than 24 hours, notice of an adjournment to another time or place shall be given prior to the time of the adjourned meeting to the members of the Board who were not present at the time of the adjournment.
8. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members of the Board, if any action taken is approved by at least a majority of the required quorum for that meeting.

9. An action required or permitted to be taken by the Board may be taken without a meeting if all directors individually or collectively consent in writing to that action and if the number of directors then in office constitutes a quorum. The written consent or consents shall be filed with the minutes of the proceedings of the Board. The action by written consent shall have the same force and effect as a unanimous vote of the Board.

ARTICLE IV -- MEMBERSHIP

Membership in the Club shall be open to any person whose qualifications meet the requirements specified in Article I of the By-Laws.

ARTICLE V – OFFICERS

A. The following officers shall be elected annually by the members in good standing at the time of the election: President, Vice President, Secretary and Treasurer. The immediate Past President shall also be a member of the Board. In addition six members in good standing, will be nominated and elected concurrently with the officers of the club and those elected will serve as at-large members of the Board. If a lesser number than six are willing to serve, those who are will be nominated and if elected will constitute the at-large members of the Board. They shall have full voting rights during Board meetings. The Board shall meet at the President’s call to conduct and transact the business of the Club.

B. Any club member in good standing may attend a Board meeting. However, the Board, upon a vote of two-thirds of the members present may elect to go into executive session. Only members of the Board may be present at or otherwise attend a Board meeting being held in executive session. Such a meeting may be part of a scheduled Board meeting or an entire Board meeting set aside for that purpose. A general explanation of the reason for going into executive session, and any action taken, shall be set forth in the minutes. Any record of the executive session may only be released upon majority vote of the membership of the Board.

ARTICLE VI – COMMITTEES

The following standing committees and their chairpersons shall be appointed by the incoming President to conduct the activities of the Club: Club Representative, Directory, Facilities/Storage, Field Trip Coordinator, Galleon Editor, Greeter, Historian, Judge Recruitment, Light Police/Chairs, Name Badges, Nominating, Points/Slides

Coordinator, Prints Coordinator, Program (Education) Recruitment, Publicity/Advertising, Refreshments, and Slide Set-up. The designated *ad hoc* committees are: Auditor (January), Awards Banquet (January) and Christmas Potluck (December). Any committee may consist of one or more persons.

ARTICLE VII – CLUB REPRESENTATIVES

Club members shall be selected to represent the Santa Maria Camera Club with the following organizations: the Photographic Society of America, the Santa Maria Library (exhibits), the Crosspoint Gallery, the Culture Corner Gallery, the Ebner Gallery, the Santa Barbara County Arts Commission, and the Santa Maria Arts Council.

ARTICLE VIII – AMENDMENTS TO THE CONSTITUTION AND BYLAWS

1. Amendments to this Constitution may be proposed by any member in good standing and may be incorporated into this Constitution if approved by a majority of the members present, in good standing at a general membership meeting. Notice of the proposed amendment(s) is to be provided as stated in this Article.

2. Amendments to the Bylaws of the Santa Maria Camera Club may be proposed by any member in good standing and if approved by a majority of the members present at a general membership meeting will be incorporated therein. Notice of the proposed amendment(s) is to be provided as stated in this Article.

3. Notice of any proposed amendment to the Club Constitution and/or Bylaws shall be provided by any one of the following methods:

A. The specific proposed amendment shall be Emailed to the member's current Email address of record, as listed in the Club directory or updated if known to the secretary. Notice by Email shall be sent no fewer than 7 days before the meeting where the Amendment is to be voted upon.

B. The specific proposed amendment shall be sent to members in good standing who do not have Email service, other than honorary members, by first class mail and shall be deposited in the mail no fewer than 7 days before the meeting where the amendment is to be voted upon.

C. If it is anticipated that specified amendments to the bylaws or Constitution may themselves be modified at the meeting before a vote is taken, this should be so stated in bold capital letters on the first page of the Notice.