



## Camera 35 Club

### Constitution

(Amended 2008)

#### 1. Name:

The organization shall be called CAMERA 35, hereinafter called the CLUB.

#### 2. Objectives:

The objectives of the CLUB shall be, as follows,

- (a) to foster interest in photography,
- (b) to meet fellow photographers with the same objectives and to share ideas,
- (c) to encourage individualism and creativity in photography,
- (d) to provide encouragement to all photographers towards achievement in the art and science of photography,
- (e) to compile and disseminate information relating to photography for the use and benefit of members of the CLUB.

#### 3. Membership:

- (a) Subject to the approval of the Board of Directors, where any doubt or difficulty arises, membership shall be open to all persons interested in photography or any aspect thereof.
- (b) The Board of Directors shall decide upon membership fee rates, which are to be kept reasonable and adequate, to cover the costs of operation of the CLUB. Any increases to membership fees, which may occur from time to time, shall be discussed and voted on by the general membership.
- (c) The CLUB may, subject to the approval of the Board of Directors, bestow upon one of its members a Honorary Lifetime Membership, in recognition of the years of meritorious service provided to the CLUB by the said member. This member will no longer have to pay membership fees but will retain all voting privileges within the CLUB and will also retain the right to be elected to the Board of Directors.

(d) The CLUB may, subject to the approval of the Board of Directors, elect as Honorary Members, persons, who are outside of the CLUB, whom they desire to honour for services to photography or to the community in other respects. Such Honorary Members shall not be required to pay membership fees and shall have no voting rights within the club.

#### **4. Board of Directors:**

The affairs of the CLUB shall be administered by a Board of Directors, consisting of the following officers:

- President,
- Vice-President,
- Secretary,
- National Association Director,
- Treasurer,
- Three (3) Directors-at-Large (as an option one of these may be appointed as a Youth Director, if there is a need for such),
- The immediate Past President (ex-officio).

The Board of Directors shall be elected annually, in accordance with section 8 of this constitution, and shall hold office for the fiscal year of the CLUB or until their successors are elected.

#### **5. Fiscal Year:**

The fiscal year of the CLUB shall begin on the 1st of July and end on the 30th of June, of each year.

#### **6. Committees:**

(a) Advisory:

The Past President(s) of the CLUB shall constitute the Advisory Committee to act, if and when necessary or, when asked to do so.

(b) Working Committees:

Working Committees may be appointed by the Board of Directors, when and as needed, to coordinate and carry out special projects that are of interest and benefit to the CLUB. The Chair of each committee shall report the activities of the committee at the regular meetings of the Board of Directors.

## **7. Meetings and Quorum:**

- (a) The Board of Directors shall hold business meetings prior to the beginning of each season and/or whenever deemed necessary. Normally a notice will be issued seven (7) calendar days prior to such meetings, unless all Officers and Directors are present and consent to the transaction of business. A quorum for a meeting of the Board of Directors shall be a majority of the members of the said Board.
- (b) The Annual General Meeting (A.G.M.) of the CLUB shall be held in the month of May each year, to discuss the business of the CLUB. A quorum for such a meeting shall be nine members and at least half of the Board of Directors. At least seven (7) days' notice shall be given of such meeting.
- (c) The Secretary shall, on the instruction of the President, issue notices of all the meetings. In the case of the refusal of the President to call a meeting, the Secretary shall give notice of a meeting of the Board of Directors if required to do so by not less than two (2) Directors, or of a general meeting of members if required to do so by not less than three (3) members.
- (d) A meeting of the members shall be held at least one (1) day of each month. However, for the months of July and August, the Board of Directors will decide, based on demand from the membership, whether or not to have meetings.
- (e) One third of the members in good standing shall constitute a quorum provided that it is not less than five.

## **8. Nominations and Elections:**

The Board of Directors, or the members of the CLUB at a regular meeting, shall appoint each year a Nominating Committee consisting of one (1) member of the Board of Directors and one (1) general member of the CLUB who does not hold a position on the Board. The Nominating Committee shall consult with the membership and take nominations for the Officers and Directors for the ensuing year. The consent of the nominees must be secured in writing if the nominees will not be attendance at the A.G.M. The Nominating Committee shall report to the A.G.M. at which time other nominations may be made from the floor of the meeting, provided the nominee is in attendance or the consent of the nominee then nominated has been obtained in writing prior to the nomination meeting.

Only those members whose fees shall have been paid in full for the current year shall be entitled to stand for office or be eligible to vote at the A.G.M. All or any of the outgoing Board of Directors are eligible to stand for renomination and re-election.

Positions will be filled in order, starting with the President.

An eligible member can only be elected to one (1) position, however during the nomination process he/she may be nominated for more than one position until such time that he/she is elected to a position or the nomination process ends, whichever comes first.

Where a position receives only one (1) nomination that is accepted by the nominee, that position will be said to be filled by acclamation. Where there is more than one (1) nominee accepting the nomination for a position, there shall be a vote by secret ballot.

Vacancies occurring in the Board of Directors during the year may be filled by the Directors or by the members of the CLUB at a regular meeting.

## **9. Amendments:**

This Constitution may be amended by any regular meeting of the members of the CLUB provided notice of such amendment(s) has been given at the preceding regular meeting, or if notice thereof shall have been sent in writing, or e-mail, to all members at least fifteen days prior to its presentation at a regular meeting.