

**Digital Photography Club of Annapolis  
Bylaws**

Approved May 2, 2016

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**ARTICLE I. THE ORGANIZATION**

1. Name: The name of the organization shall be the Digital Photography Club of Annapolis.
2. Purpose: To support and develop expertise, facilitate information exchange, provide image display platforms, and facilitate general camaraderie in respect to all aspects of digital photography.
3. Fiscal Year: The fiscal year of the Club's operations shall be from July 1 to June 30.

**ARTICLE II. MEMBERSHIP**

1. Eligibility: Membership in the Club is open to anyone with an interest in digital photography. A "member in good standing" is one whose dues are paid in full for the current Club year.
2. Dues: Annual dues shall be required of all members. The amount of annual dues shall be proposed by the Executive Board and approved by vote of the general membership during the last meeting of the fiscal year. Continuing members must pay the annual dues by November 1st to sustain their membership in good standing. New members joining after the midpoint of the regular program season shall pay fifty percent of the annual dues, rounded up to the nearest five dollars. New members joining within the last two meetings of the regular season, however, may pay full dues for the current year; those dues will cover membership for the upcoming year as well. Existing members may prepay dues for the upcoming year in the last month of the regular season. When dues are collected in one fiscal year to cover membership in the upcoming year, the dues will be treated as income in the upcoming year.
3. Privileges: Members in good standing shall be eligible to participate in all Club activities, vote at business meetings, and avail themselves of all services offered to members. Individuals who are not members in good standing may observe a maximum

of two programs offered by the Club and shall be ineligible for other Club activities and services.

### **ARTICLE III. GOVERNMENT**

1. Executive Board: The Club shall have an Executive Board comprised of members in good standing who shall manage the Club in accordance with its Bylaws. The Club's elected officers shall consist of the President, Vice President, Secretary, and Treasurer. The President shall appoint a Programs Director, Field Trips Director, Exhibits Director, Membership Director, Communications Director, Technology Director and Webmaster. The elected officers and appointed directors shall constitute the Executive Board. The Executive Board may appoint additional Committees and Committee Chairpersons as needed. Such Committee Chairpersons shall report to an Executive Board member as directed by the President but shall not be voting members of the Executive Board.
  
2. Elected Officers Responsibilities
  - a) President:
    - Preside over Club and Executive Board meetings
    - Act as an ex-officio member of all committees
    - Monitor the general operations of the Club and represent the Club to the public
    - Approve Club publications
    - Fill by appointment all vacancies in office
    - Take action, with the advice and approval of the Executive Board, on matters which need immediate attention
    - Serve as a non-voting advisor on the Executive Board as Past President during the year immediately following his or her term of office
    - Perform other duties as necessary
  
  - b) Vice President:
    - Report to the President
    - Substitute for the President, when necessary
    - Approve the agendas for Club meetings and other Club activities
    - Manage special projects
    - At the direction of the President, chair and form a committee to undertake review of the bylaws
    - Perform other duties, as directed by the President
  
  - c) Secretary:
    - Report to the President
    - Prepare minutes of Club and Executive Board meetings
    - After approval of the President, distribute Executive Board meeting summaries to members

- Provide to the membership, advance notice of a business meeting, to include topics of discussion at the meetings
- Maintain a file with historical records, excluding financial documents, of the Club
- Prior to the fiscal year's end, prepare an historical summary documenting the names of Club officers and directors and describing key Club activities for the past fiscal year
- Submit annual updates to the Club history to the Club Webmaster for posting on the Club's web site
- Maintain a list of contest opportunities for Club members

d) Treasurer:

- Report to the President
- Conduct transactions associated with the Club's bank account, including depositing all money collected by the Club in a checking account in the name of the Club.
- Keep a file of bills, receipts, cancelled checks, and bank statements and pass them on to the auditor or reviewer at the end of the fiscal year. Upon completion of his or her examination, the auditor or reviewer shall pass the financial records to the Treasurer for the next fiscal year.
- Prepare an annual financial statement to be shared with the membership
- Prepare a budget for the following fiscal year and submit it to the Executive Board for approval of the Club membership by the final meeting of the season
- On request, provide monthly cash flow statements to the Executive Board or the membership
- Prepare and submit Club financial documents for annual audit
- Prepare appropriate corporate tax returns each year

3. Appointed Directors' Responsibilities

a) Programs Director:

- Report to the Vice President
- Propose an agenda and arrange activities for each meeting during the regular program season
- Coordinate with speakers before their presentation date to ensure the presentations go smoothly. This coordination shall include ensuring speakers' audiovisual needs are met, obtaining their biographies to use in introducing them to the membership, scheduling their time slots and providing them with the address of the meeting place, reconfirming the speakers' participation shortly before the meeting takes place, and following up with thank you notes after the presentations.
- Gather member submitted photos for Showcases and Challenges and prepare them for display at meetings as scheduled by the Program Director.

b) Field Trips Director:

- Report to the Vice President
- Research, place before the Vice President for review, and organize outings for Club members outside the regular program schedule
- Collect member submitted photographs from each outing and assemble into Field Trip presentations
- Work with the Programs Director to schedule Field Trip presentations
- Conduct trip presentation at meetings for completed field trips

c) Membership Director:

- Report to the President
- Design and carry out strategies for member recruitment
- Respond to inquiries from prospective members
- Maintain a list of members in good standing with current and accurate email addresses
- Maintain appropriate privacy measures to protect members' personal information
- Maintain a record of visitors to Club meetings
- Record attendance numbers at each meeting
- Maintain an accurate record of all dues paid and make these records available to the auditor, as requested.
- Remit all collected monies to the Treasurer in a timely manner

d) Exhibits Director:

- Report to the Vice President
- Organize exhibits for Club members at area venues
- Publicize exhibit opportunities offered by outside organizations

e) Technology Director:

- Report to the President
- In coordination with the Communications Director, the Treasurer, and the Membership Director, advise on technology strategies that support communications with and among members beyond face-to-face meetings
- Support, maintain, and operate technology systems operated by the Club
- Maintain an inventory of Club equipment and a projected schedule for its replacement
- Recommend equipment replacements or additions

f) Communications Director:

- Report to the President
- Define strategies to enhance communications among the membership

using email, social media, and other vehicles

- Promulgate announcements to the membership
- Maintain a calendar of events on the Club's web site and post notification of Club meetings in local publications
- Oversee maintenance of the Club website

g) **Webmaster:** The President shall appoint a Webmaster to fulfill the responsibilities indicated:

- Report to the President
- Maintain the Club website in a timely manner
- Recommend improvements to the website to the Communications Director

4. **Terms of Office:** Officers shall be elected for one fiscal year. Officers shall be eligible for no more than three consecutive elected terms in the same office. An elected officer may be removed from office with a majority vote of the other members of the Executive Board. The President shall appoint replacements from members in good standing for officers who are removed from office or are otherwise unable to serve out their terms.
5. **Job Sharing:** At the discretion of the President, an appointed position may be shared by two persons. When an appointed position that is a voting member of the Executive Board is shared, the President will designate one of the two individuals sharing the job as the voting member of the Board.
6. **Nomination and Election of Officers:** The President shall appoint a Nominating Committee of at least three members in good standing, including one member of the current Executive Board, to recruit and present a slate of candidates for office the following fiscal year. Each slate must propose at least one candidate for each elected office. The slate of candidates must be completed and presented prior to the election of officers for the upcoming fiscal year. The election of officers shall occur by the next-to-last meeting of the regular program season. The new slate of officers shall be presented to the membership at the last regular meeting of the fiscal year.
7. **Committees:**
  - a) Directors may solicit help or form a committee from within the membership, as needed, to assist them in the execution of their duties.
  - b) Members may be assigned to committees by members of the Executive Board. Some committees may be ad hoc, appointed for a designated period to accomplish a specific task.
8. **Business Meetings:** A meeting of the membership for administrative purposes shall occur at least once per year to discuss and gain approval on the Club's administrative topics, such as nomination/election of officers, changes to the Bylaws, financial status of the Club, and changes to the dues structure. Portions of regular program meetings may be devoted to business meetings, as the need arises. Business meetings shall be conducted in accordance in accordance with Roberts Rules of Order.

9. Membership Votes:

- a) One-third of the membership in good standing shall constitute a required quorum.
- b) Membership votes shall be taken on election of officers, approval of changes to annual dues, approval of next year's budget or modification to the current year's budget, and revisions to the Club's Bylaws. Official votes by members shall occur by a show of hands during a business portion of a meeting with 10 days' notice. All votes shall require a simple majority of members present at the meeting, except for changes to the Bylaws, which shall require a quorum and a two-thirds majority of members present.

#### **ARTICLE IV. OTHER FINANCIAL RESPONSIBILITIES**

1. Disbursements: All payments by the Club will be made by check from the Club's checking account or with the Club's credit card. The reason for all payments shall be documented in writing via invoice, sales receipt, etc. Approval of the annual budget shall constitute authority for the Treasurer to make payments covered thereby.
  - a) For expenditures on items that are not specifically captured in the budget as line items, the Treasurer, at his or her discretion, shall pay from the Club's resources all expenditures costing under \$100. In the absence of the Treasurer, the Vice President or President may approve these expenditures.
  - b) The President must approve all items not captured in the budget as line items costing between \$100 and \$300 before the Treasurer makes payment. All expenditures on items not captured in the budget as line items costing between \$301 and \$1000 shall be approved by the Executive Board. Items not captured in the budget as line items costing more than \$1000 must be approved via a revised budget presented to the membership for approval. If the expenditure is urgent, the usual 10 days' notice to the membership may be reduced to 7 days.
2. Spending Authority: The President's name and the Treasurer's name shall be on the Club's bank account. In the event of the Treasurer's absence or incapacitation, the President shall have the authority to pay the Club's expenses.
3. Insurance: The Club shall purchase and maintain appropriate Officers and Directors' liability insurance.
4. Audits or Reviews: The President shall assign a member or nonmember to audit the Club's books and financial transactions by September 1 each year for the just-concluded fiscal year. The auditor or reviewer shall present a written report to the Executive Board concerning any discrepancies found and shall recommend procedural changes, as appropriate, to ensure strict accountability for all moneys handled by the Club.

## ARTICLE V. REVIEW, AMENDMENT, & DISSOLUTION

1. Review. The Vice President will review the Bylaws at least every five years, as measured from the time the Bylaws were last amended.
2. Amendment to Bylaws: Amendments to the Bylaws may be proposed by a two-thirds affirmative vote of the Executive Board or by written petition addressed to the Secretary and signed by 15% of the members in good standing. Amendments proposed by such petition shall be promptly considered by the Executive Board and submitted to the members with the recommendations of the Executive Board for a vote within three months of the date on which the petition was received. On receiving approval, the Secretary or Treasurer shall timely file the amended Bylaws with the relevant Maryland government authority. Amended Bylaws will take effect as soon as they are approved by the membership.
3. Dissolution: The Club may be dissolved with the approval of a two-thirds majority vote of the total membership. Upon dissolution of the Club, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the Club, dispose of all the assets of the Club to other organizations that are organized and operated exclusively for charitable or educational purposes, as the officers shall determine. The Executive Board shall distribute to the membership a final statement of what action was taken to dissolve the Club.