

# LADYSMITH CAMERA CLUB

## BYLAWS

### 1. PURPOSE

To foster the sharing of awareness, appreciation and learning of the art and practise of photography.

### 2. MEMBERSHIP

- a) Membership shall be open to any applicant who supports the purposes of the club.
- b) There shall be two classes of membership:
  - i. Individual Regular members (1 vote)
  - ii. Family Two or more members of the same family (1 vote) where Family is defined as “a member and partner and any children under the age of 18”.
  - iii. Student Any single member [one (1) vote] who can produce a student identification card that is valid at any recognized school. College or university and which is active at the time of initially becoming a member and which must be valid and active at the time of each membership renewal. There are no age limits for Student members.
- c) In order to maintain membership in good standing, members must pay their annual Membership fees on time.
- d) Each individual, Family and Student membership shall be entitled to bring up to two (2) guests (non-members) per year without those guests having to pay the customary drop-in fee prescribed in paragraph 4(b). This provision shall be administered by recording the number of guests on the back of the hosting membership card.

### 3. WAIVER OF LIABILITY

Members are required to sign a waiver agreeing that Ladysmith Camera Club and its elected officers shall not be held liable for any personal injury or loss or damage to personal property while attending Club functions or activities. The wording shall be as follows:

*Waiver of Liability and Release*

## Revised – April 24, 2012

*In consideration of my acceptance in participation of all outings, field trips and events hosted by, or organized by the Ladysmith Camera Club, I for myself, my heirs, executors, administrators and assigns, waive any claims to which I may become entitled for injury or damage and release the **Ladysmith Camera Club** and the members of the Ladysmith Camera Club and all other organizers, sponsors, representatives, their agents and employees and any other person or organization assisting in the outings, field trips and events from any claims for damages or injury suffered by me as a result of my participation in or traveling to or from all outings, field trips and events.*

*I further state that I am in proper physical condition to participate in outings, field trips and events hosted by the Ladysmith Camera Club and I am aware that participation could, in some circumstances, result in injury or damage to me or my property.*

### 4. FEES

- a) There shall be no initiation fee.
- b) Prospective members and guests may attend regularly scheduled club meetings upon payment of a drop-in fee. The amount of this fee and when and how it is to be paid is to be determined by the Executive.
- c) Annual Membership fees for each class of membership shall be established by the Executive.
- d) Annual Membership fees are due and payable on September 1 of each year. Fees for new members who join after January 31 will be according to a fee schedule established by the Executive.
- e) Membership shall be deemed to have ceased if annual Membership fees are not paid by September 30 of each year.
- f) There shall be no rebate of annual Membership fees.

### 5. VOTING

- a) Each class of membership is entitled to only one vote at any meeting.
- b) Prior to any vote, the designated voter's name representing a Family membership must be provided to the Secretary.
- c) Voting rights at Annual General Meetings are restricted to members who have been in good standing for at least 30 days prior.

- d) Any changes or additions to the bylaws must be approved by at least a majority vote of those eligible members present to vote at an Annual General Meeting or special general meeting convened for that purpose.
- e) There shall be no voting by proxy.

#### 6. THE EXECUTIVE

- a) The Executive must be members in good standing of the club.
- b) The Executive of the club shall be the President, Vice-President, Secretary, Treasurer and a Director-at-Large.
- c) The Executive will serve without remuneration.
- d) The Executive shall operate in the best interests of the Club.

#### 7. ELECTION OF THE EXECUTIVE OFFICERS

- a) Any member in good standing may stand for election as a member of the Executive at the Annual General Meeting. Candidates' names shall be called for so they can be submitted to the Secretary for distribution to the membership at least 30 days prior to the Annual General Meeting.
- b) A candidate for an Executive office shall be elected by secret ballot and must obtain at least a majority vote of those eligible members present to vote at the Annual General Meeting. Two existing members of the Executive will be appointed to count and verify the results.
- c) The term of office for Executive officers shall be one year commencing from the following September 1.
- d) In the event that any Executive officer is unable to complete his/her term for any reason, the membership shall elect a replacement to complete that term by the process set forth in 7(b) at any duly constituted meeting called by the Executives.
- e) An Officer may be removed by a two thirds vote of the members at a special general meeting convened for that purpose. Such meeting must be called in accordance with Article 9 (I)(e) of these bylaws.

8. DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE

- a) The President shall
- i.* prepare an agenda for all meetings with input from the Executive and the members;
  - ii.* prepare an agenda for the Annual General Meeting with input from the Executive;
  - iii.* preside at all meetings;
  - iv.* ensure that proper decorum and order is maintained at all meetings;
  - v.* be the spokesperson for the Ladysmith Camera Club.
- b) The Vice-President shall
- i.* perform all duties of the President in his/her absence;
  - ii.* prepare and present the report of the Executive to the members at the Annual General Meeting;
  - iii.* issue membership cards;
  - iv.* ensure that up-to-date records of membership are kept. These records must include:
    - the full name and resident address of the person (or family);
    - the date on which the person (or family) is admitted as a member;
    - the class of membership (individual or family);
    - an email address if available.
  - v.* provide the Secretary with an up-to-date membership list prior to each club meeting.
- c) The Secretary shall
- i.* ensure that correspondence is carried out;
  - ii.* maintain a record of the attendees at each club meeting;
  - iii.* maintain a correct record of proceedings (Minutes) of all meetings;
  - iv.* send the Minutes to the appropriate recipients;
- d) The Treasurer shall
- i.* manage the financial affairs of the club;
  - ii.* provide the Vice-President with the names of each new or renewing member upon receipt in good order of such member's fees;
  - iii.* ensure that proper records are kept of the following:
    - all money received and disbursed by the club and the details pertaining to the receipts and disbursements;
    - every asset and liability of the club;
    - every other transaction affecting the financial position of the club;
  - iv.* balance the books and prepare a monthly and year-to-date financial statement for the club meetings;

- v. prepare the financial statement for the Annual General Meeting which must:
  - be for the period starting at the end of the last financial year and ending not more than 1 month before the Annual General Meeting;
  - include a statement of the receipts and disbursements for that period;
  - be approved by the Executive;
- vi. ensure that at least one account is maintained with a chartered bank, credit union or trust company for the deposit of funds;
- vii. Prepare an annual budget for the upcoming fiscal year for approval by the Executive to be presented and approved by at least a majority vote of those eligible members present to vote at an Annual General Meeting or special general meeting convened for that purpose;

## 9. MEETINGS

Democratic Rules of Order shall be the recognised rules of parliamentary procedure for all of the club's meetings.

### I. Annual General Meetings

- a) The Annual General Meeting of the club shall be held within 30 days of the fiscal year end.
- b) The fiscal year end of the club shall be April 30.
- c) At least a month's written notice of the Annual General Meeting shall be given to the membership specifying the time and place of the meeting as well as the agenda, notification of the names of candidates for Executive officers and any bylaw changes proposed. Email may be used where acknowledgement of the e-mail notice from the recipient is requested.
- d) An Annual Report must be presented at the Annual General Meeting and must include:
  - i. the financial statement (for a period ending not more than 1 month prior to the Annual General Meeting);
  - ii. the report of the Vice-President to the members.
- e) At the request of not less than 6 members in good standing, a general meeting of the members shall be convened. This request must:
  - i. state the purpose of the general meeting;
  - ii. be signed by the members requesting the meeting;
  - iii. be delivered or sent to the mailing address of the Club

- f) The quorum required for all Annual General Meetings shall be at least 6 members in good standing.

## II. Executive Meetings

- a) The Executive may meet as required to carry on the affairs of the club. Decisions of the Executive must be approved by a minimum of three votes.
- b) Minutes of Executive meetings shall be recorded and will be provided to members upon request.

## 10. COMMITTEES

- a) Only members in good standing may serve on committees.
- b) All committees must have at least one of the Executive as an ex-officio member.
- c) Standing committees of the Club shall include the Programme Committee and the Competition Committee.
- d) The Programme Chair shall:
  - i.* prepare a tentative schedule of events and activities (except competitions) for the active Club year (September 1 to August 31) for presentation at the first meeting of the Club year.
  - ii.* coordinate with the Treasurer to ensure that the expenses for planned events and activities fall within the budget available.
  - iii.* coordinate with the Competition Chair to ensure that their schedules do not clash.
  - iv.* submit the planned schedule to the Executive for approval before presentation to the members.
- e) The Competition Chair shall:
  - i.* prepare a tentative schedule of competitions for the active Club year (September 1 to August 31) for presentation at the first meeting of the Club year.
  - ii.* coordinate with the Treasurer to ensure that the expenses for planned events and activities fall within the budget available.
  - iii.* coordinate with the Programme Chair to ensure that their schedules do not clash.
  - iv.* submit the planned schedule to the Executive for approval before presentation to the members.
  - v.* establish a scoring system and track member skill levels.
  - vi.* seek non-member judges
  - vii.* seek donations for prizes

- f) The Executive shall appoint the Chair of each standing committee. The Chair then selects any other committee members.
- g) Recommendations made by committees must first receive approval from the Executive before implementation. Committee Chairs may attend Executive meetings and participate in discussions with the Executive.
- h) Additional special committees may be formed as needed with a Chair appointed by the Executive.

#### 11. REVENUES AND EXPENDITURES

- a) All funds expended by the Club shall be subject to the approval of the Executive and shall be in keeping with the approved annual budget.
- b) Any spending that deviates from the approved annual budget by more than \$200 or 10%, whichever is less, in either a single expenditure or in annual total must be approved by at least a majority vote of those eligible members present to vote at any duly constituted meeting called by the Executives.
- c) The signing officers shall be any two of the Executive. Both signatures are required for cheques and other financial documents.
- d) All books, accounts and records of the Club shall be open for inspection by a member of the Club who is in good standing upon application to the President.
- e) The Executive shall have no power to borrow monies.

#### 12. MAILING ADDRESS OF THE CLUB shall be that of the Secretary.

#### 13. WINDING DOWN

- a) The Club shall be required to wind down if any one or more of the following conditions come about
  - i. One or more of the Executive positions, excluding the Director-at-Large position, are not filled within thirty (30) days of those positions being vacated.
  - ii. The Club has insufficient funds to meet its financial obligations and carry on a successful program.
  - iii. A motion to wind down the Club is passed by a majority of members present at the AGM or at any duly constituted meeting convened by the Executive or as per paragraph 9(e).

## Revised – April 24, 2012

- b) A ‘notice of wind down’ shall be sent immediately to all members, This notice will indicate the triggering condition(s) as per paragraph 13(a). This notice will also convene a special general meeting within thirty (30) days.
- c) Within fifteen (15) days of being required to wind down, the available incumbent Executives shall meet to develop a wind down plan which will include the action items and schedule for terminating the Club’s program, disposing of its assets (e.g. equipment, cash, etc.) closing its bank accounts, resolving any obligations and any other such matters as may ne necessary to successfully wind down the Club. The Executive shall send the written wind down plan to all members to b presented and ratified at the special general meeting.
- d) Default Wind Down Plan. The following default wind down plan shall be executed if the Executive is unable to develop a plan as per paragraph 13©.
  - i. The President, Vice President or Secretary will immediately send a notice to all members notifying them that all planned meetings of the club are cancelled.
  - ii. The Program Chair will cancel and confirm cancellation of all booked guest speakers prior to the next regular club meeting.
  - iii. The Treasurer will ensure all current debts or other financial obligations are paid immediately and prepare a financial statement of accounts within fifteen (15) days.
  - iv. The President and Treasurer will arrange to donate all equipment and other physical assets (or their current market liquidated value), and cash to a local arts council, camera club, school board, church or similar organization of their choice.
  - v. The President shall cancel any commitment for the use of a hall or other venue for Club meetings and any other such commitments.
  - vi. The Treasurer will ensure that all bank accounts are closed upon clearance of all outstanding cheques.
  - vii. A written copy of this wind down plan, along with the completion status of all the action items above and any other such details as may be needed to confirm that the wind down has been successfully completed, shall be provided to the incumbent Secretary or newly elected Secretary, if there is one.
  - viii. The incumbent Secretary, or newly elected Secretary if there is one, shall retain the books and records of the Club for a period of not less than one (1) year following the wind down.