Club Bylaws

(Adopted 03/28/2024, Rev 1)

Article I. Name

The name of this club shall be **High Desert Photographers Club**, located in Idaho Falls, Idaho and herein referred to as "The Club."

Article II. Purposes

The Club is a social club organized for pleasure, education, recreation, and nonprofit purposes, and all of its activities are for this reason. The purpose of this organization shall be:

a. Personal contact, comingling, and association among members for the pleasure, recreation and other purposes of photography,
b. advancement of its members in the art of photography,
c. understanding the science of photography,
d. and contributions to the progress of photography.

The Club will organize regular meetings involving programs such as guest speakers, educational topics surrounding photography and equipment, and photo discussions. The Club may organize photo exhibits, photo workshops, and field trips. The Club may also volunteer to assist with photography related community events such as county fairs, schools and exhibits.

Article II. Membership

1. The Club is supported by annual membership dues, and assessments.
2. The Club's net earnings may not inure to the benefit of any person having a personal and private interest in its activities.
3. The Club may not discriminate against any person on the basis of race, color, or religion.
4. Club membership is limited however to individuals who are active in and share in the joy of photography which is the primary characteristic of the Club.
5. A Club Member shall be any person who has paid the annual dues, shares in the purposes of the Club, and participates in Club meetings and activities. A Club Member is entitled to participate in all Club functions.
6. The public or a Guest of the Club shall be any person who has not paid the annual dues but is welcome to attend Club meetings. However, a Guest is not entitled to participate in Club privileges such as holding office, voting, entering competitions, and using Club resources. Repeatedly returning Guests are expected to join.
7. Membership Dues are based on two categories – 'Individual' who is a single person, or 'Family' which consists of persons living in the same household that can include two adults (over age 18) and minors over the age of 11. Additional adult (18+ years of age) 'Family' members must be considered as dependents living in that household.

Article III. Officers and Board of Directors

Article IIIA. Officers

1. Club Officers shall be:
   a. President
   b. Vice President
   c. Secretary/Treasurer
   d. Webmaster
   e. Directors
   f. Special Appointments (as deemed necessary)
2. All officers shall be elected by the Club membership.
3. The President and Vice President shall be elected for a one year term and shall be eligible to succeed themselves for additional terms, if elected by the membership. All other officers may serve without regards to any term limit.
4. If the President must be absent, the next Officer will fill in during the meeting or function.
5. An Officer serves according to these by-laws.

Article IIIB. Board of Directors

1. The Board of Directors shall consist of the Club Officers elected by the membership. Board Members shall serve on the Board until the Board Member chooses to resign or a vote of the membership removes a Board Member from the Board for any reason.
2. The Board of Directors shall nominate Officers of the Club for a vote by the Club Members.
3. The Board of Directors shall set forth the duties of the Officers in Attachment A of these Articles.
4. The Board of Directors must meet at least once a year to address Club issues, but additional meetings may be called if the need arises. Any Board Member may call a meeting of the Board.
5. A meeting of the Board of Directors will be deemed official if at least three (3) Board Members are in attendance.
6. Meetings of the Board will be open to the membership.
7. Issues considered by the Board will become effective upon passage by a simple majority of Board Members present. In case of a tie vote the matter will be tabled until a vote of all Board Members can be obtained.
8. Board Members must maintain a current paid membership in the Club.
9. The Board shall act promptly to replace any Officer that has resigned, or is otherwise no longer deemed capable of fulfilling their role, per Article IIIB, items 1 and 2.

Article IV. Committees

1. The President will appoint committees for efficient operation of the Club.

2. President will have power to appoint special committees at any time, which will then be terminated upon completion of special functions.

Article V. Finances

1. A Financial Record of the Club shall be reviewed on a semi-annual basis. Each financial review shall include starting balance, expenses and ending balance. Prior to the start of each year the Board of Directors shall set annual dues.
2. Dues shall be paid to the Treasurer by the end of January each year. Club Members joining after June 1 of each year shall pay one half the annual dues.
3. Financial affairs of the Club shall be administered by the Treasurer, who shall disburse funds as described in Attachment A, Treasurer's duties.
4. Disbursement of Club funds shall require the signature of the Treasurer, President, or a Board Member designated by the Board of Directors.
5. In the event of dissolution of the Club, all funds held by the Club shall be distributed equally among Club Members. Club equipment shall be sold and the proceeds distributed equally among Club Members.

Article VI. Meetings

1. Regular meetings of the Club shall be held twice monthly.
2. Business transactions requiring a vote shall be approved or rejected by a majority vote of paid Club members present at the meeting.

Article VII. Amendments

1. Amendments to these Articles of Association proposed and sponsored by at least five Club Members shall be submitted in writing to the President and Officers of the Club. If the amendment is approved by a majority vote of general membership, the President shall direct the Board of Directors to amend these articles of association to reflect the adopted amendment.

Article VIII. Voting

1. A Club Member shall be entitled to cast one vote.
2. Issues brought before the Club for a vote must be first be proposed and seconded and then shall be passed by a simple majority vote to be instituted.
3. A vote of the Club shall be considered valid only if quorum requirements are met.

Attachment A

Duties of Officers

PRESIDENT

It is the responsibility of the President to execute the Board-approved calendar. The President is responsible to appoint committee chairs sufficient to carry out the program set by the Board in its annual calendar. The President presides over all Board Meetings and serves as Chair of the Board. The normal term of the President shall be one year. The President will serve as liaison between the Club and other external agencies. The President:

- Conducts the monthly meetings.
- Arranges for the meeting room.
- Calls and conducts meetings of Club officers for Club business.
- Supplies newsworthy information.
- Makes a *Thank You* announcement at monthly meetings recognizing those who brought food and drink.

VICE PRESIDENT

The Vice President shall serve as the Club President in the President's absence or inability to carry out the office. In the event the President resigns his/her position before his/her term ends the Vice President shall complete the term as Club President. The normal term of the Vice President shall be one year. The Vice President:

- Conducts monthly meetings in President's absence.
- Assumes the duties of the Program or Competition Coordinator if these coordinators are unable to attend meetings.
- Assists the President in oversight of Club activities and meetings, web page or social media content and member status or ideas.

SECRETARY/TREASURER

The normal term of the Secretary/Treasurer shall be one year. The Secretary/Treasurer shall:

- Record and maintain minutes of all Board meetings, election results, current membership information including contact information, and dates/attendance for club sanctioned events.
- Be responsible for the recording of all Club competition results.
- Maintain minutes for each officer meeting, provide all board members with copies of the minutes, and file copies with the President.

The Secretary/Treasurer shall keep financial records for the Club, transact Club business (pay bills as authorized, collect receivables, and control the Club bank account), and report the Club's financial position to the Board quarterly. For events requiring a registration fee, the

Secretary/Treasurer will oversee and control the activities of collecting monies and maintaining registration records. The Secretary/Treasurer:

- Provides an accounting on the financial affairs of the Club from time to time at the regular meetings.
- Deposits funds in an FDIC approved banking institution.
- Maintains financial records of the Club to be made available for any Club Member's examination upon reasonable request.
- Is responsible for the Club's monies, including managing the Club checking account, depositing, and writing checks, and balancing the checking account.
- Is responsible for disbursing funds on the Club's behalf subject to the following restrictions:

  (a) Funds up $50 may be dispersed to cover normal Club expenses.

  (b) Funds in excess of $50 and up to the greater of 10% of the Club's bank balance or $300 may be dispersed only after approval of the majority of the Club's Officers and Board of Directors.

  (c) Funds in excess of the greater of 10% of the Club's bank balance or $300 may be dispersed only after approval of the majority of Club Members present at any monthly meeting.

- Collects or issues receipts from the normal and usual (traditionally conducted) activities of the Club, including charges, admissions, membership dues, assessments, or other miscellaneous income such as donations.
- Receives membership dues.
- Maintains a list of current paid Club members in good standing.
- Provides information concerning membership status.

WEBMASTER

Maintains and develops a website that promotes The Club and facilitates its operation. The website should: 1) contain information about upcoming meetings, 2) showcase ~~competition~~ member images, 3) maintain the membership list and provide a Directory for the Club Members, ~~5~~4) protect Privacy information when applicable, ~~6~~5) abide by all copyright laws, ~~and~~ ~~7~~6) provide a mass communication system via email.

The Webmaster shall moderate and ensure web content follows accessibility guidelines for people with disabilities as required by the Americans with Disabilities Act (ADA), and adheres to applicable copyright, protection against pornography, etc. laws or guidelines.

DIRECTORS

- All Directors must comply with these articles
- Directors are members of a Board of Directors who make decisions on behalf of the Organization.
- No single Director or Group of Directors may make a decision in conflict with these articles or rules of the Club
- No single Director or Group of Directors may commit to expenditure of Club funds which is not covered by an approved budget or specific Board approval.
- The Board of Directors, by majority vote, may approve budget expenditure up to $500.
- Any expenditure over $500 must have approval by the general membership.
- Directors must be discreet when operating under the aegis of the ~~City~~ Club. Any personal concerns or criticisms must be presented as a private citizen. When in doubt, Directors should refer such issues to the President.
- Directors help establish monthly themes and coordination of monthly meetings, including acting as the lead coordinator for an assigned month.

COMMITTEES

The Directors of the Club may appoint committees to carry out the Club's annual program as determined by the Board. Committee Members must abide by these articles and the policies of the Club.