

BY-LAWS
CAMERA CLUB OF LAGUNA WOODS VILLAGE
LAGUNA WOODS, CALIFORNIA

ARTICLE I

NAME

The organization shall be known as the **CAMERA CLUB OF LAGUNA WOODS VILLAGE**. The principal office shall be located in the County of Orange, State of California.

ARTICLE II

PURPOSE

The purpose of the Camera Club is to promote and advance the art of amateur photography and related arts among members of the Club and residents of Laguna Woods Village through participation and education.

ARTICLE III

MEMBERSHIP

1. Membership shall be limited to residents of Laguna Woods Village and non-resident members who shall be limited to *according to GRF rules*
2. Dues are payable October 1st and New members paying membership fees between October 1st and December 31st shall have all benefits and privileges of membership through December 31st of the following year.
3. Honorary membership may be conferred by the Board of Directors on persons for their contributions to the development and progress of the Club.

ARTICLE IV

ELECTED OFFICERS AND THEIR DUTIES

1. The President shall be the Chief Executive Officer of the Club and shall preside at all meetings of the Club and of the Board of Directors. He/She shall have all the duties usually vested in the office of the President of a Club, including the power to appoint committee chairpersons from among the membership. He/She shall serve as an ex-officio member of all

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committees, except the Nominating Committee.

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2. The 1st Vice President, in the absence of the President, shall perform the duties of the President, as prescribed in these By-Laws. He/She shall be the supervisor of such committees as the President, 1st Vice President and 2nd Vice President mutually agree upon. He/she shall perform other related duties as assigned by the President. The Vice President shall serve as an ex-officio member of the committees assigned to them.
3. The 2nd Vice President shall be the supervisor of such committees as the President, 1st Vice President and 2nd Vice President mutually agree upon. He/She shall perform other related duties as assigned to him/her by the President. The Vice President shall serve as an ex-officio member of the committees assigned to them.
4. The Secretary shall keep the minutes of meetings of the Board of Directors, shall keep and be responsible for secure storage for a period of four fiscal years of the records and seal of the Club, shall conduct the Club's correspondence, and shall perform all other duties incident to the office of Secretary. He/she shall perform other related duties as assigned to him/her by the President.
5. The Treasurer shall act as custodian of all Club funds. He/She shall pay all bills authorized to be paid by the Board of Directors, and shall keep an account of all receipts and expenditures, with monthly reports to be made at the Board of Directors meetings. He/She shall propose a budget for judges, special speakers, banquets, software, projector, and other operating expenses to the Board of Directors prior to the Annual General Meeting. He/She shall also a report at the Annual General Meeting on the condition of the Treasury and the proposed budget. He/she shall file annual 501(c)7 Federal & State Tax returns by April 15th. He/she shall file a Statement of Information-Nonprofit #SI-100 form with the Secretary of State's Office, as required. He/She shall perform such other duties as the President or the Board of Directors may direct.
6. Two Members-At-Large shall be added to the board of directors to serve as voting members of the board and work in an advisory capacity. He/She shall perform such other duties as the President or the Board of Directors may direct.

ARTICLE V

THE BOARD OF DIRECTORS

1. The Board of Directors shall be the governing body to carry on the Club's business and to supervise the activities of the Club's officers.
2. The Board of Directors shall consist of: the President; the two Vice-Presidents; the Secretary; the Treasurer; the immediate Past President; the two Members-at-Large.

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3. Regular meetings of the Board of Directors shall be held monthly. Special meetings may be called by the President or, in his/her absence, by the 1st Vice President or upon written notice by three (3) or more members of the Board. The notice shall be given to the Board members, by mail, ~~or~~ telephone or other appropriate means, at least three days in advance, stating the time, place, and purpose(s) of the meeting.
4. The President shall email a meeting agenda to all Board of Directors members prior to each monthly Board of Directors meeting. All other Board of Directors members shall prepare a monthly report of the business activities and status of their Board of Directors responsibilities to be emailed to all other Board of Directors members and the President prior to each monthly Board of Directors meeting whether or not they will attend the monthly Board of Directors meeting.
5. The Board of Directors may remove any director for failure to attend three (3) consecutive meetings or five (5) meetings in any twelve-month period. Vacancies on the Board of Directors shall be filled by the vote of the majority of the remaining directors at a regular or special Board meeting.
6. A quorum at all meetings of the Board of Directors shall consist of four (4) members of the Board of Directors.

ARTICLE VI

ANNUAL MEETING

1. At the annual meeting held in conjunction with the first auditorium program of November, the President shall summarize the activities of the Club for the past year. Such summary shall include a report of the work of the Officers, Directors, and Committees during the past year.
2. The Treasurer's report on the condition of the treasury shall be presented at the Annual Meeting.

ARTICLE VII

NOMINATION AND ELECTION OF OFFICERS

1. A Nominating Committee, consisting of three (3) or more members of the Club, shall be appointed each year by the President at the July meeting of the Board of Directors. No member of this committee shall be an officer or a member of the Board, nor may they be nominated. The Nominating Committee shall contact prospective members and personally interview selected members prior to October 1st. Any member may nominate himself/herself by written petition to the Board of Directors prior to October

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- 1st.
2. The Nominating Committee shall inform the Board of the nominees at the October Board of Directors meeting and shall report to the membership at the first monthly auditorium program meeting in October. Written nomination petitions submitted to the Nominating Committee may be presented at this meeting after the Nominating Committee's report is made. All candidates shall be Camera Club of Laguna [Woods Village](#) members in goodstanding and have given their consent to serve in the office for which they are nominated. The candidate for President shall be a full-time resident of Laguna Woods Village.
3. The election of officers shall take place at the Annual General Meeting of the Club by voice vote. Officer candidates shall state their intention to remain in office for the entire year. The term of office shall begin the following January 1st. A written ballot shall be taken in case of more than one nominee for the same office and the Nominating Committee shall tally and certify the count of written ballots.

ARTICLE VIII

BANK ACCOUNTS

The fiscal year is the calendar year. Club funds shall be kept in one or more bank accounts recommended by the Treasurer and approved by the Board of Directors. Cash-out and/or transfer of funds from Certificates of Deposit shall require prior majority approval by the Board of Directors.

ARTICLE IX

COMMITTEES

1. The President, with the advice and consent of the Board of Directors, shall appoint the Chairperson of all Committees, other than those designated in these By-Laws.
2. The President shall appoint an Audit Committee of one to three members who are not currently Board of Directors members at the beginning of the fiscal year to examine the financial records of the previous fiscal year for accuracy and conformance with the Board of Directors

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Meetings Reports, invoices and requests for re-imbursements. The Audit Committee shall prepare a written report to the Board of Directors that the financial records do or do not accurately reflect the actions of the Board of Directors. The Audit shall be completed prior to the March Board of Directors meeting of the fiscal year.

3. Special Committees may be appointed by the President as required.
4. All substantive changes, alterations, deletions, or additions to any existing written rules and regulations affecting Committee activities and affairs shall be submitted to the Board of Directors in writing for their information.

ARTICLE X

TERM OF OFFICE

1. All officers shall serve for the calendar year following their election or until a successor has been duly elected and qualified.
2. All officers shall be formally installed at the Annual Meeting and their term of office shall begin on January 1st following.
3. All committee chairpersons and members serve at the pleasure of the President, and their appointed terms shall terminate with the President's term of office. Exceptions may be made with the Board of Directors approval for a committee where a short carry-over of a maximum 60 days will make for a smoother transition from one administration to the next.
4. Upon the close of each administration, all Club properties, papers, and keys in the possession of members of the retiring administration shall be surrendered to the incoming President or his administrators on or before the first day of the term of the new administration.

ARTICLE XI

CONDUCT OF MEETINGS

Conduct of all meetings shall be governed by "Robert's Rules of Order" insofar as they are applicable to and consistent with the provisions of the Club's By-Laws.

ARTICLE XII

AMENDMENTS TO THE BY-LAWS

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Proposed Amendments to these By-Laws shall be approved by the Board of Directors at any regular or special Board of Directors meeting called for this purpose. Thereafter they shall be posted on the bulletin board in the Photography Rooms in Clubhouse 4 and distributed by email to active members for perusal and review by the members. A majority vote for approval at a regular monthly general meeting held 30 days following the posting of the proposed By-Laws shall constitute ratification and adoption of the Amendments.

These By-Laws, from and after the date of their adoption shall be the By-Laws of this Club. Any and all By-Laws adopted prior to date approved by the membership below are hereby repealed.

Approved by Board of Directors Date: August 28 2021

Approved by Membership Date: September 27 2021

Approved by Membership Date. November. 2023

