



# Bylaws

of the  
Peoria Camera Club

Peoria, Illinois

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## Article 1 - Name

This organization shall be known as the PEORIA CAMERA CLUB (PCC) and for purposes of this document referred to as the "Club".

## ARTICLE 2 - MISSION STATEMENT

### Section 1.

The Mission of the Club is to promote, encourage, and share techniques, ideas and friendships that foster the art and science of photography.

### Section 2.

The Club shall accomplish this by:

- A. Promoting and encouraging advancement in the knowledge and practice of photography and image processing,
- B. Providing a location and making available the necessary equipment to conduct its programs with approval of the Board of Directors,
- C. Presenting lectures and demonstrations of techniques,
- D. Providing assignments, critiques, competitions, and field trips,
- E. Support and encourage the Club and members to participate in photographic activities provided by organizations such as Photographic Society of America (PSA) and Central Illinois Camera Clubs Association (CICCA) and local communities.

## ARTICLE 3 – MEMBERSHIP

### Section 1.

Membership in the club is open to any person 16 and older who has an interest in photography. Membership is renewed each year by payment of dues. If a new member joins in April through June 30, their membership includes the upcoming year.

### Section 2.

Membership classes are:

- A. **Individual** – 18+ years old and the benefits are to:
  - i. Attend meetings and outings, and can invite guests,
  - ii. Compete in Club competitions,
  - iii. Serve on the Board of Directors.
- B. **Student** – 16 to 17 years old. Student is an add-on to a parent's membership.
  - i. The parent must attend meetings and outings with the student.
  - ii. Student membership is eligible for Club competitions.

- iii. Student membership is non-voting and not eligible for a Board position.
- C. **Honorary** – may be bestowed upon individuals by the Board in recognition of special and unique service to the Club. Honorary members would not serve on the board or compete in Club competitions. The benefits are:
  - i. No Dues.
  - ii. To attend meetings and outings, plus can invite guests

## ARTICLE 4 – MEETINGS

### Section 1.

Meetings - The day and time of Club meetings may be changed when necessary, or a special meeting may be convened when it is deemed in the interest of the club. Such action may be taken by the Board of Directors or, in the event of an emergency, by the President or Vice-President and one other Officer. Reasonable notice of such change or addition shall be communicated to the Club members in the most practical method possible.

### Section 2.

The types of meetings are:

- A. **Club Meetings** –Are for the Club members. The members are to be kept informed through means such as the Club website, email and/or club newsletter. Club meetings shall typically:
  - i. Occur a minimum of one per month from September to May,
  - ii. Be educational programs, photo sharing, and competition showings,
  - iii. Be held in-person (preferred) but can be by electronic conferencing
- B. **Annual Business Meeting** – Shall be conducted at the first Club meeting in April with minutes recorded.
- C. **Board of Directors Meetings** – Shall hold at least four meetings during the year by electronic conferencing or in-person as scheduled by the Club President.
- D. **Special Club Meeting** – May be called by the Board of Directors or by any five members who request a meeting to the Board. With either, the process is:
  - i. For the Board to notify the membership in writing by email at least thirty (30) days in advance.
  - ii. To have the meeting convened by the President or by one of the other members of the Board.

### Section 3.

Visitors are welcome at our Club meetings. Visitors do not vote or compete.

### Section 4.

A permanent change from two meetings a month or the established meeting evenings should be approved by the Board and then by a majority vote by the membership.

## ARTICLE 5 – FINANCE

### Section 1.

**Club Year.** The Club’s fiscal year begins July 1 and runs through June 30 of the following year.

### Section 2.

**Club Funding.** Club funding shall be through Club dues and if desired, fund-raising projects.

### Section 3.

**Financial Institution.** All funds shall be deposited in a financial institution in the name of “Peoria Camera Club”. The Club will follow the authorized signature procedures of the bank or credit union.

### Section 5.

**Expenditures.** New single capital expenditures of greater than \$500 must be approved by a majority of the Board. Existing recurring expenses do not need a vote.

### Section 6.

**Dues.** Dues may be revised by the Board not more than once in a calendar year. Dues may be in an amount voted in by a majority of the Board of Directors and ratified by a simple majority of the members at the next Club meeting before becoming permanent.

- A. **Membership is effective.** A membership shall become effective for the current Club year upon payment of dues.
  - i. Renewals are due by or at the first meeting of the fiscal year. Dues must be paid by October 31 to be a member “in good standing”.
  - ii. Members will receive adequate notification of their pending delinquency by the treasurer.
  - iii. If dues are not paid by October 31, the member may be considered “non-current”, and membership privileges are suspended until dues are paid.
- B. **Joining in April – June 30.** If a member joins in April to June 30, their membership includes the following fiscal year beginning on July 1.

## ARTICLE 6 - BOARD OF Directors

### Section 1.

**Officers.** The Board of Directors provides the leadership for the Club. The Board may consist of the current elected officers:

1. President	5. Program Director
2. Vice-President	6. Competition Director
3. Treasurer	7. Membership Director
4. Secretary	8. Immediate Past-President (not an elected position)

## Section 2.

### **Terms**

- A. One year beginning July 1.
- B. An officer may be elected to consecutive terms within the same office. However a person cannot exceed two consecutive terms in any of these positions unless approved by the Board and then a majority vote by the general membership present at the annual meeting.
- C. Retiring board members should pass along materials to the incoming person or to the board.
- D. When an officer is unable or unwilling to complete their term, any board member may be removed from office by a two-thirds majority vote of the board at a board meeting. The President may assign a person to fulfill the remaining term.
- E. Removal from Office - If a Board member is demonstrating gross negligence in regards to their position or misusing Club funds, the person shall be allowed to defend their actions. The remaining Board may then remove the person from office with a two-thirds majority vote. The President may assign a person to fulfill the remaining term.

## Section 3.

### **Duties of the Board of Directors**

- A. Shall strive to work together in the best interests of the Club, including planning and executing meeting content and activities,
- B. Shall establish a Club budget,
- C. Shall be responsible for an annual audit of club funds and property,
- D. Shall provide, as appropriate, guidance and approval of activities and programs,
- E. May set Goals for the Club,
- F. Shall inform members about meetings,
- G. Shall vote on new, single capital expenditures exceeding \$500,
- H. Shall at the end of the fiscal year, give copies of pertinent documents to the Club Record Retention Manager.
- I. May establish and conclude any committees deemed necessary for the proper operation of the club,
- J. May make recommendations for changes in membership dues,
- K. Approve general expenses,
- L. May bestow Honorary Memberships,
- M. May administer the Slonneger Service Award.

Section 4.

**Vacancy of an Officer**

- A. Vacancy of the President shall be filled by the advancement of the Vice President.
- B. If both the President and the Vice President leave office before their terms are over, the remaining Board may appoint a temporary President to hold office until the next election.
- C. Vacancy of any other officer may be filled by Presidential appointment subject to approval of the Board of Directors or the duties covered by the remaining Board.
- D. Resignation during the term, should be done in writing to the Secretary of the Board. The Board may assign a replacement or work around the missing person.

## ARTICLE 7 – OFFICER DUTIES

Section 1.

**Board Service:**

As a board member, you have a duty to care for the organization's affairs in good faith and with at least the degree of diligence, care and skill which ordinarily prudent people would exercise under similar circumstances in like positions. You should attend meetings of the board and board committees on which you serve.

Section 2.

**President:**

- A. Shall exercise general supervision and control over all activities of the Club,
- B. Shall organize and preside at all meetings of the Board of Directors, the annual business meeting, and at any Special Business Meetings,
- C. Shall manage obtaining and presenting the award plaques for the President's Special and the Slonneger Service Award,
- D. Shall be on the PCC bank account and shall be able to deposit and disperse Club funds in the absence of the Treasurer,
- E. May appoint Chairpersons and instruct them in their duties,
- F. May be the Club spokesperson,
- G. May support, represent the Club and/or participate in local arts community activities as appropriate,
- H. May act as chairperson if the Board assumes the role of the nominating committee.

Section 3.

**Vice President:**

- A. Shall assume the duties of the President in the absence of the President,
- B. Shall collaborate with the Program and Competition Directors and as appropriate, other Board and Club members for planning the meeting schedule and content,
- C. Shall coordinate the scheduling of speakers/programs and competition showings,
- D. May lead the appropriate programs mentioned above,
- E. Shall be editor or delegate an editor for the PhotoChatter newsletter,
- F. May perform other duties as approved by the Board.

Section 4.

**Treasurer:**

- A. Shall manage the finances in the best interest of the Club,
- B. Shall collect Club dues and maintain a current membership list,
- C. Shall provide current membership lists to the President, Secretary, newsletter editor and others as necessary,
- D. Shall receive and hold club funds,
- E. Shall maintain funds in a bank account or interest-bearing accounts in the name of the "Peoria Camera Club",
- F. Shall pay bills as directed by the President or the Board and authorized committee personnel,
- G. Shall account for all receipts and expenditures,
- H. Shall report on finances at each regular meeting of the Board,
- I. Shall file State and Federal regulatory forms in a timely manner,
- J. Shall provide members with a financial report at the annual meeting and if requested a printed or emailed report,
- K. May perform other duties as approved by the Board.

Section 5.

**Secretary:**

- A. Shall record minutes of the Board of Directors meetings, the Annual Business meeting, plus any special business meetings,
- B. Shall distribute the minutes as appropriate,
- C. May perform other duties as approved by the Board.

Section 6.

**Immediate Past President:**

- A. Shall support the Board and pass on advice and knowledge,
- B. May support and represent the Club and/or participate in local arts community activities as appropriate,
- C. May perform other duties approved by the Board.



Section 7.

**Program Director:**

- A. Shall assure that all relevant club meetings have a speaker and/or program available,
- B. Shall collaborate with the Vice President and Competition Directors and as appropriate, other Board and Club members for planning the meeting schedule and content,
- C. Shall manage the details of procuring presenters for Club meetings,
- D. May lead the Program portion of the Club meetings,
- E. May perform other duties as approved by the Board.

Section 8.

**Membership Director:**

- A. Shall welcome all, and especially guests,
- B. Shall encourage all to sign-in so we meet the fire marshal's request know who is in the building,
- C. May for new members, collect information on "New Member document,"
- D. Shall create, monitor, and update member badges,
- E. May provide meeting statistics and summary to all Board members,
- F. May perform other duties as recommended by the President and approved by the Board.

Section 9.

**Competition Director:**

- A. Shall be responsible for the Club competitions,
- B. Shall collaborate with the Vice President and Program Directors and as appropriate, other Board and Club members for planning the meeting schedule and content,
- C. May lead the competition portion of Club meetings,
- D. Shall coordinate competition turn-in and showings,
- E. Shall recruit and train competition handlers,
- F. Shall maintain records of competition results,
- G. Shall manage obtaining and presenting the End of Year plaque awards,
- H. May perform other duties as approved by the Board.

## ARTICLE 8 - NOMINATION OF OFFICERS

### Section 1.

#### **Nominating Committee.**

This committee determines which Board of Director positions are open and strives to find suitable members in good standing to complete the slate. The Board shall select a Nominating Committee prior to the February Board of Directors meeting. Should the Board act as the committee, the president will be chairperson.

### Section 2.

The Nominating Committee shall:

- A. Preferably be a minimum of three members,
- B. Select a chairperson,
- C. Select a candidate for each *open* elective position from the members in good standing,
- D. Announce officer recommendations to the membership at the annual Business Meeting,
- E. Open the floor to the general membership for discussion and additional nominations,
- F. Oversee the voting of the slate.

## ARTICLE 9 - ELECTION OF OFFICERS

### Section 1.

#### **Election.**

The Club officers shall be elected by the general membership present at the annual Business Meeting which is the first April meeting.

- A. A voice vote will be taken if there is only one nominee for an office.
- B. A written vote of the members present must be taken when there is more than one nominee for an office. The vote will be administered and tabulated by the nominating committee. Election to any office only requires a majority vote of the general membership present.

## ARTICLE 10 – PARLIAMENTARY PROCEDURES

### Section 1.

#### **Robert's Rules of Order, Simplified.**

All Board meetings and the annual business meeting shall be governed loosely by Robert's Rules, Simplified.

- A. The date/time and agenda of the Board meeting is set by the President.
- B. The meeting shall be called "to order" to begin and end with a motion to adjourn, second, all approve.
- C. Acceptance of the treasurer's report and minutes require a motion, second, approved by a majority vote.
- D. Other actions can be called to a motion and approval when the Board leader chooses.

### Section 2.

**Membership voting.** Club business, which requires a vote by the general membership, shall occur at a Club Meeting and shall be announced in writing prior to the meeting.

### Section 3.

**Written Announcements:** when required shall be sent by email and maybe included in the Club newsletter.

### Section 4.

#### ***Quorum***

A majority of the board members then in office shall constitute a quorum for the transaction of the business at any Board meeting, provided that if fewer than half of the directors are present at the said meeting, a majority of the directors present may adjourn the meeting to another time without further notice.

## ARTICLE 11 – CLUB CLASSIFICATION

### Section 1.

#### **Incorporation as a Not For Profit.**

The Peoria Color Camera Club's Articles of Incorporation were officially recognized by the Illinois Secretary of State August 28, 1964, as provided by the "General Not For Profit Corporation Act" of Illinois, that was approved July 17, 1943 and in force January 1, 1944. The Club's Certificate Number is 22880.

Section 2.

**Federal Tax-Exempt Status.**

PCC is exempt from Federal income tax under section 501 (c)(4) of the Internal Revenue Code according to the document dated July 26, 2009.

- A. IRS requires filing tax form 990. If income is less than \$25,000, file the Form 990-N (e-postcard). Always review current tax requirements.
- B. EIN (Employee Identification Number) 94-3473281 will identify the Club, its business accounts, tax returns and legal documents.

Section 3.

**Name Change.**

Club name officially changed from Peoria Color Camera Club to Peoria Camera Club on April 19, 2007 with the Illinois Secretary of State. The file number is 4455-676-6 dated May 26, 2009.

Section 4.

**Preserve and safeguard 501 (c)(4).**

The affairs of the Club will at all times be managed in such a way as to preserve and safeguard the 501(c)(4) tax exempt status with respect to its transactions and arrangements with members, non-members and related organizations. No member shall use the club or its resources including its membership list to promote their or other for profit business; therefore, the Club will not use its resources (web page, social media, or email distribution, etc.) for any form of advertising for profit activities for anyone.

The annual filing will be completed by the Treasurer and approved by the Board prior to submission each year.

Section 5.

**Registered Agent/Office.**

One member of the Club is to be the Registered Agent for IRS and Illinois Secretary of State mailing purposes. Their address is considered the Club's office. To change the Registered Agent/Office, go to the Illinois Secretary of State website.

## ARTICLE 12 – CONSTITUTION AND AMENDMENTS

Section 1.

**Amendments, updates or changes to the Constitution** of the Club may be proposed by a committee of Club members and presented to the Board for further activity.

- A. The Board will prepare the proposal for presentation to the general membership as listed below.
- B. The general membership shall be notified of the proposed amendments or changes to this constitution in writing by email or by the club newsletter.

- C. The voting date for proposed amendments or changes shall occur after 14 days of notification to the general membership.
- D. The voting date for proposed amendments shall be at a regularly scheduled meeting.
- E. Amendments and changes shall be approved by a two-thirds majority of the general membership that is present at the designated meeting.

## ARTICLE 13- DISBANDMENT

### Section 1.

**Disbandment.** The Board of Directors will consider disbandment of the Peoria Camera Club after due diligence and review of all circumstances that will not be in the best interest to continue.

- A. Consult with the IRS and the Illinois Secretary of State for official and current guidelines for management of remaining funds and notifications to the IRS.
- B. Notice of the Decision for disbandment shall be announced in writing (such as email, club newsletter) to the membership. Notice is to be a minimum of 60 days prior to disbandment.
- C. All equipment must be sold at a fair market price or by auction.
- D. All outstanding debts incurred by the Club are to be paid by the proceeds from the sale of equipment and the balance of the Treasury.
- E. All remaining assets should be distributed in a manner that is consistent with federal and state law. If allowed, PCC shall distribute its remaining funds to an organization that meets our mission such as Photographic Society of America (501c3), the Central Illinois Camera Clubs Association aka CICC or another 501(c)(4).
- F. Notice of disposition of funds shall be mailed to the general membership of the Peoria Camera Club within 90 days of disbandment.

### CERTIFICATION OF ADOPTION OF BYLAWS

The undersigned, being the duly elected Secretary of Peoria Camera Club, an Illinois not for Profit Corporation, hereby certifies that the attached bylaws were adopted by the Club and the same do constitute the bylaws of the Club.

Dated this 18<sup>th</sup> day of April, 2023.

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Secretary

Print name