

BYLAWS OF THE GVR PHOTOGRAPHY CLUB

Amended December 10, 2022, and approved by the Membership January 12, 2023

ARTICLE I: NAME

The name of the organization shall be GVR Photography Club.

ARTICLE II: PURPOSE

Section 1: To promote and develop skills in photography for its members.

Section 2: To foster an appreciation and understanding of photography and digital imaging as an art and as a Medium for Communications.

Section 3: To provide equipment, assistance, and training, and to maintain facilities for the common good of its members.

Section 4: To support a photography community based upon shared experiences, field trips and social events.

ARTICLE III: MEMBERSHIP

Any person interested in photography and who is a member in good standing with Green Valley Recreation, Inc. (GVR) may become a member of the GVR Photography Club.

ARTICLE IV: MEETINGS

Section 1: There shall be at least one (1) general membership meeting held in April of each year for the purpose of electing new Directors.

Section 2: Board of Directors meetings shall be held as directed by the President on a monthly basis no less than five (5) times per calendar year and shall include an April meeting for the purpose of assessing the annual dues for the next calendar year.

Section 3: The Board may call a special meeting of the general membership with 10-days' notice and may use digital communications to individual members to so notify.

Section 4: A general meeting quorum shall consist of Club members in good standing attending a General Membership Meeting.

Section 5: Unless otherwise required by GVR governance, or these Bylaws, a majority of the number of Directors then in office constitutes a quorum for the transaction of business. Except as otherwise provided by GVR governance these Bylaws, the act of a majority of the Directors present at a meeting at which a quorum is present constitutes the action of the Board of Directors.

Section 6: All business meetings of the club shall be conducted in accordance with *Roberts Rules of Order*.

ARTICLE V: BOARD OF DIRECTORS AND OFFICERS

- Section 1: The Board of Directors shall consist of and be maintained at a minimum of eight (8) and a maximum of twelve (12) club members, of whom are herein defined as Directors. Directors shall be elected annually for a 2-year term by the members of the Club as provided in these Bylaws.
- Section 2: At the April General Meeting of the Club, members of the Nominating Committee appointed by the Board of Directors shall present a slate of candidates to fill vacant positions for a term of two years.
- Section 3: After the slate of candidates has been presented, the President shall call for Nominations from the floor and then request a standing vote, hand vote, or paper ballot to elect the Board of Directors. A majority affirmative vote of members present is required to elect these Board Members.
- Section 4: After the April General meeting, the current president shall convene the newly elected Board for the purpose of electing officers for the ensuing year. The current President shall preside at the first meeting of the new Board for the purpose of conducting the election of officers.
- Section 5: The Directors elected at the April General Meeting shall assume their duties at the next scheduled Board of Directors meeting.
- Section 6: The Board of Directors shall be responsible for all activities, standing and special committees and special events. The Board also has the responsibility, duty, power to administer the affairs of the Clubs as a non-profit organization in compliance with its Bylaws and GVR' s Guidelines, Procedures, and Policies for use of their facilities and Equipment, and GVR' s Charter Club Operations.
- Section 7: The Officers of the Club shall be President, Vice-President, Secretary, and Treasurer. They shall be elected by and from the Board of Directors for a term of one year.
- Section 8: The President shall lead the Board of Directors in performing its duties and responsibilities, including presiding at all meetings of the Board of Directors and shall perform all other duties incident to the office or properly required by the Board of Directors.
- Section 9: The Vice-President shall perform the duties of the President in the absence or disability of the President.
- Section 10: The Secretary shall keep or cause to be kept a book of minutes of all meetings of the Board of Directors. The minutes of each meeting shall state the date and time that it was held, and such other information as shall be held and such other information as shall be necessary to determine the actions taken.

Section 11: The Treasurer shall oversee and keep the Board informed of the financial condition of the organization and of audit or financial review results. In conjunction with the other directors, the Treasurer shall oversee budget preparation and shall ensure that the appropriate financial reports are made available to the Board of Directors. The Treasurer may appoint, with approval of the Board, a qualified member to assist in the performance of all or part of the duties of the Treasurer.

Section 12: Unless otherwise restricted by the GVR governance, or these Bylaws, the Board of Directors may participate in a regular or special meeting of the Board of Directors or of a committee thereof by means of video or audio conference or by any means of communication by which all Directors participating may hear one another during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting.

ARTICLE VI: VACANCIES

Section 1: The Vice-President shall perform the duties and exercise the powers of the President during the absence or disability of the President.

Section 2: If any Office, other than that of the President, shall become vacant, the remainder of the term shall be filled by appointment by the President, with board approval. These appointments shall be made, if possible, from the currently elected Board members.

Section 3: Any vacancy in the Board of Directors shall be filled by appointment by the remaining Board of Directors. Such appointed Director shall serve the remaining term of the Director being replaced.

ARTICLE VII: NEWSLETTER

The Club's newsletter is available to all members.

ARTICLE VIII: DUES AND OTHER RECEIPTS

Section 1: The Board of Directors shall establish annual dues at its April Board meeting.

Section 2: Annual dues are due before July 1st for that calendar year. New or renewing members paying on or before July 1st will be considered to have paid dues through the end of the next calendar year.

Section 3: Receipts from other activities sponsored by the Club will be at rates approved in advance by the Board of Directors.

ARTICLE IX: FINANCIAL PLANNING AND MANAGEMENT

Section 1: The fiscal year is January 1 through the following Dec 31.

Section 2: Not later than the November meeting of the Board of Directors, the Board will adopt a budget of estimated income and expenses for the

upcoming fiscal year. The details of this budget will be published at the discretion of the Board.

- Section 3: All monies received from any source will be turned over to the Treasurer for deposit into one of the Club's bank accounts.
- Section 4: All disbursement checks shall be issued by the Treasurer or in the Treasurer's absence by the President or by any other signatory to the account. Board approval must be obtained in advance for all expenditures not specified in the budget.
- Section 5: The Treasurer shall support each transaction of income and expense by hard copy voucher and subsequent entry into an appropriate accounting structure such as a General Ledger with a collateral general journal.
- Section 6: The financial records of the Club shall be reviewed by a qualified independent person appointed by the Board at least once a year. The President shall arrange for and schedule the review. The Treasurer shall supply the Board with a current copy of the Club's financial standing at each Board meeting.
- Section 7: The Treasurer shall account for all physical assets of the club. Any additions or deletions of club assets are to be reported to the Treasurer.

ARTICLE X: AMENDMENTS

- Section 1: Proposed amendments shall be submitted to Green Valley Recreation, Inc. prior to being voted upon for adoption. After adoption, amendments will be filed with GVR within 30 days.
- Section 2: Amendments to the Bylaws must be approved by a majority vote of the Club members in good standing attending a general or special meeting of the Club.

ADOPTED and APPROVED by the Board of Directors on the 10th day of December, 2022 and the membership on the 12th day of January, 2023.