

CAPE FEAR CAMERA CLUB
Wilmington, NC

CONSTITUTION AND BYLAWS
(As amended, June 21, 2022)

CONSTITUTION

Article 1 –Name

The organization shall be known as the Cape Fear Camera Club (CFCC).

Article 2 – Aims

The aims of the Cape Fear Camera Club shall be the enjoyment, mastery, and furtherance of photography through cooperation, effort and good fellowship.

Article 3 – Meetings

Regular meetings of the Club shall have place, date, and time stipulated by the Board of Directors (BOD).

All official meetings of the Club and the BOD shall be conducted in accordance with Robert’s “Rules of Order.”

Article 4 – Membership

The membership committee may provide information forms for new members to complete as agreed with the BOD.

There are two types of membership:

Individual Membership:

Open to any person of at least 18 years of age who is seriously interested in photography. Note: People of age 16 and 17 may join as individual members if they have a signed consent form from a parent or guardian. We encourage younger members to attend and participate in all CFCC functions. However,

it is the parent or guardian's responsibility to recognize that occasionally a CFCC function may include photographs or other material some individuals may consider inappropriate for younger members. This is the reason we ask for a signed consent form.

Family Membership:

Family membership consists of a sponsoring adult (at least 18 years of age), and her or his family. Family members are given membership at a reduced cost. Family members younger than 18 must be accompanied by an adult at CFCC functions.

The Club shall operate with a high level of respect for all members. Membership of any individual, or family, may be suspended by the BOD when sufficient reason exists.

As a member of the club you are agreeing to "Release and Waiver of Liability" per the addendum as attached below.

Article 5 –Officers

The following officers shall be elected by the membership: (1) President, (2) Vice President/Program Officer, (3) Secretary, and (4) Treasurer.

Article 6 – Committees

The following Standing Committees are established to conduct Club activities as provided in Article 4 of the Bylaws: (1) Competition, (2) Exhibition, (3) Social, (4) Membership, (5) Field Trips, (6) Publicity, (7) Webmaster, (8) Education, (9) PSA and (10) Mentoring.

The President, with the approval of the BOD, shall appoint chairpersons of the Standing Committees.

Special committees may be appointed by the President as required and shall be discharged when the assignments have been completed.

Article 7 – Board of Directors (BOD)

The management of the Club shall be directed by the BOD, which shall be composed of the duly elected Officers, the Chairperson of each Standing Committee, and the immediate past President. The BOD shall be called by the president to meet as often as necessary to transact the business of the Club. Three members shall constitute a quorum.

Article 8 – Amendments

Any Club member may propose amendments to the Constitution or its Bylaws. Any amendments shall be incorporated into this Constitution or its Bylaws upon approval at a Regular Club meeting. Members must be given at least 10 days advance notice (email or regular mail) of the meeting to decide on the proposed amendments. Approval requires at least a two-thirds majority of all eligible votes cast at the meeting.

Article 9 – Voting

Individual members, in good standing, are entitled to one vote. Each family member 18 years or older, in good standing, is entitled to one vote. A member must be in attendance to vote at a CFCC meeting. Questions may be decided at a meeting by voice vote, unless otherwise warranted. The election of officers shall be guided by Article 2 in the Bylaws.

Bylaws

Article 1 – Finance

Annual dues shall be set by the BOD.

The treasurer will prepare an annual budget at the beginning of each fiscal year, which will be approved by a majority vote of the BOD.

Dues shall be used for the sole purpose of funding club activities, interests, and operating expenses. The treasurer is authorized to make disbursements as called for in the annual budget. Additional disbursements shall be made upon approval of a majority vote by the board of directors. No disbursement shall produce a deficit.

Annual dues shall be paid, in advance, for the coming year. No person shall receive

the privileges of membership until his or her dues are paid in full. The BOD shall set the fiscal year for the Club.

Article 2 – Elections

Election of Club officers shall be held on a date selected by the Board of Directors and specified at least 30 days in advance. Club officers shall assume office on the date of the Annual Meeting, selected by the BOD. The President shall appoint a Nominating Committee composed of three members. The Nominating Committee shall prepare a single slate of officers after obtaining agreement from the nominees to serve if elected. The slate shall be presented to the membership on the election date selected by the Board of Directors. At this time, additional nominations may be made from the floor, with the stipulation that such nominations must have prior approval, from the candidate, to serve if elected. Written ballots shall be taken whenever more than one candidate stands for election to the same office.

The Officers shall serve for a term of two years each with two officers elected on alternating years (President and Secretary at one annual meeting and Vice President and Treasurer at the next annual meeting).

The President, subject to approval by the BOD, shall fill vacancies in Club Offices. Vacancy of the President's office shall be filled by advancement of the Vice President/Program Officer. Any such vacancies filled will be up for election at the next annual meeting, with the term determined in accordance with returning to the two years alternating term schedule.

Article 3 –Duties of Officers

President: To preside at all regular Club and BOD meetings; to appoint chairpersons of all committees; to appoint a Nominating Committee; to act as an alternative financial signatory and Club spokesman; to create committees for special projects, with the approval of the BOD; and to generally supervise and keep in touch with all club activities.

Vice President/Program Officer: To assume the duties of the President as necessary; to represent the Club in outside projects and meetings. To propose to the BOD and direct the monthly meeting programs.

Secretary: To make and maintain records of all Club and BOD activities; to conduct the correspondence of the Club.

Treasurer: To make and maintain records of the Club finances; to maintain a Club checking account and be principal signatory thereto; to collect and deposit dues and other payments to the club; to present a periodic report at Club and BOD meetings.

Article 4 –Duties of Committees

The BOD shall determine the activities of the Club committees. These activities shall thereafter be carried out by the committee chairperson and the members appointed by the chairpersons to the respective committees.

Standing Committees shall prepare periodic reports of activities at the direction of the BOD and shall prepare periodic reports of activities at the discretion of the BOD, and shall present annual reports to the membership, either orally or in writing, as directed by the BOD. All Standing committee chairpersons shall serve as members of the BOD.

Article 5 –Quorum

A quorum of the membership for the purpose of conducting Club business shall consist of not less than one-fourth of the entire voting membership.

CAPE FEAR CAMERA CLUB

Wilmington, NC

Addendum

Release and Waiver of Liability

Cape Fear Camera Club Members/Guest
Voluntary Assumption of All Risks,
Hold Harmless Agreement,
And Indemnification Agreement

In exchange for good and valuable consideration, the delivery and sufficiency of which is acknowledged,

- (1) Grant to the Cape Fear Camera Club (the "Club"), a non-profit entity, this complete and unrestricted release from and waiver of all actual and alleged legal and personal liabilities arising from or related to my association with the Club as a member or arising from or related to my participation in any Club or Club-sponsored activity as a member, a guest (including spouse) of a member (member to notify his/her guest), or otherwise;
- (2) I agree that, by joining and/or renewing my membership, I and/or my guest is voluntarily participating in the events/activities of the Cape Fear Camera Club, a non-profit all-volunteer club (aka "CFCC").
- (3) I acknowledge that there are risks and hazards inherent in this participation, not limited to travel to and from events/activities.
- (4) I acknowledge I best know my abilities to participate in club events and will act accordingly at all events and will advise my guest to do so.

- (5) Acknowledge and assume without recourse any and all risks, both foreseeable and unforeseen, arising from or related in any way to the Undersigned's participation as a member, guest of a member, or otherwise in any Club or Club-sponsored activities; and,
- (6) Agree fully to indemnify and hold harmless the Club and its directors, officers, members, agents, successors, and assigns from and for all liabilities, losses, costs (including but not limited to attorney fees), and other legal or personal obligations and expenses of any kind whatsoever incurred directly or indirectly as a result of damages and injuries suffered or allegedly suffered by me (member) and my guest while participating in Club or Club-sponsored activities; and,
- (7) Acknowledge and affirm that this Release and Waiver of Liability, Voluntary Assumption of All Risks, Hold Harmless Agreement, and Indemnification Agreement ("Release") is executed as a condition of joining the club and as consideration for, future opportunities to participate in Club and Club-sponsored activities and that both participation and the opportunity to participate in Club and Club-sponsored activities have value.
- (8) Acknowledge that I have been given ample opportunity to read and evaluate this Release and has done so to the satisfaction of me and I am legally empowered and entitled to execute this Release, and that this Release is freely, knowingly, and voluntarily executed by joining the Cape Fear Camera Club without duress of any kind.

This Release shall remain in force and effect until rescinded by a vote of club members to the club Constitution and By-laws.

Approved by a quorum of members at the general meeting on June 21, 2022