

MINNESOTA VALLEY PHOTOGRAPHY CLUB

Constitution
Adopted May 3, 2012

This club, Minnesota Valley Photography Club (MVPC) is a special interest Group that is an authorized Club in the State of Minnesota.

ARTICLE I: NAME AND PURPOSE

- A. Name: This organization shall be known as the Minnesota Valley Photography Club (MVPC). In the remainder of this document MVPC will be referred to as the Club.
- B. This Club shall be operated as a non-profit organization in accordance with applicable statutes and the Club's Constitution.
- C. Purpose: The purpose of this club is to foster interest and promote the art and science of photography, and to develop and improve the skill and competence of its members through educational opportunities and hands-on experiences. This club will work and cooperate with other organizations in worth while photographic activities.

ARTICLE II: MEMBERSHIP, DUES and ACTIVITIES

- A. Membership in the Club is open to all persons who are willing to share and promote all types of photography.
- B. Annual dues are set by a vote of the membership. The fiscal year begins the first day of September and ends the last day of August.
- C. Membership in the Club, grants the individual the right to run for and/or hold an office, vote in elections and participate in and all Club activities and events provided all dues and any assessments are current according to the records of the treasurer. These individuals are referred to as members in this document.
- D. Members may participate in Club Salons by submitting their photographic work as stipulated in the MVPC rules for salons.

- E. Members may also submit their photographic work for inclusion in special events or salons of other organizations to which the club has affiliations.

ARTICLE III: MEETINGS AND INFORMATION

- A. Regular membership meetings of the Club, to conduct business shall be held monthly, except for July and August at a location, day and time to be published.
- B. Board meetings shall be held each month except for June and July at a location, day and time to be published.
 - 1. Board meetings are open to any member. The member may participate in discussions and provide their opinion but are NOT eligible to cast a vote
- C. Robert's Rules of Order shall govern meetings except when they conflict with the Constitution of the Club.
- D. Information concerning the Club's business and/or activities shall be made available to the membership.

ARTICLE IV: EXECUTIVE OFFICERS' TENURE

- A. The Officers of the Executive Board of Directors are: President, Vice-President, Secretary, and Treasurer & Past President. These positions, except for Past President, shall be elected by the general membership annually.
- B. Executive Board Officers shall serve for a period of no longer than two consecutive terms from the date elected. This restriction can be waived by the membership prior to the election dates established in Article VI, if the nominating committee is unable to secure candidates and the current officer is willing to serve an additional term.
- C. If an officer cannot complete the term of office for any reason, the President shall appoint a member to fill the vacancy for the remainder of the term. In the case of filling the office of President, priority will be given to filling it with the Vice-President. These appointments are subject to approval by the Board of Directors.
- D. When the Treasurer leaves the position or by an order of the executive board, an audit of the financial records shall be made by an independent member appointed by the executive board

ARTICLE V: BOARD OF DIRECTORS

- A. The Board of Directors shall direct the management of the club, which consists of the Executive Board, and the various committees.
- B. The Board of Directors shall meet monthly as defined in Article III. Additional board meetings may be convened by the president as often as necessary to transact the business of the club.
- C. The Club President determines and appoints the committees with final approval of the Executive Board. There is no maximum number of committees defined, however, to meet the purpose defined in Article I.C.; a minimum of two committees shall be appointed. The first would be a committee or committees to carry out the various educational opportunities the Club may offer and the second would be a Salon Committee.
- D. Committees may be appointed and/or discharged by the president, with approval by the board of directors as needed.
- E. The responsibilities and duties of the officers and committees shall be defined and kept current in a separate document. This document shall be available to the members.

Article VI: ELECTIONS, AND VOTING

- A. The election of the Executive Officers shall be held during the month of May. The new officers will assume their positions at the beginning of the next fiscal year.
- B. A Special Committee consisting of members appointed by the President shall nominate candidates for each Executive Office as defined in Article IV.A.
 - 1. The nominees shall be presented to the membership at the May monthly membership meeting
 - 2. Additional nominations may be made from the floor at the May meeting.
- C. Voting by the membership shall be conducted by one of the following methods:
 - 1. A show of hands at any general membership meeting.
 - 2. Paper ballot, at a membership meeting.
 - 3. By electronic ballot if available.

- D. A majority of votes, where quorum requirements are met, shall decide any issue, motion, election or other action of the Club, regardless of the voting method used. (Quorum is defined in Article VIII.)
- E. Voting for Executive Officers by method C.1 or C.2 shall be held at the May Membership meeting. Results will be announced at the same meeting and/or electronically.
- F. Voting by electronic ballot, C.3., if available, the notification requirements in Article VI.B.1 and .2, may be reduced to one membership meeting and a voting period of not less than 15 days following the meeting where the candidates were announced. Results of the election will be made electronically after the voting period has ended.
- G. Requirements for voting at the Board of Directors meetings shall be:
 - 1. A majority of the quorum for the Board of Directors shall decide any issue.
 - 2. Each executive officer and each committee member shall have one vote.

ARTICLE VII: AMENDMENTS

- A. Any member may propose amendments to the constitution. Any proposed amendment shall be presented in written or electronic form to the Board of Directors for discussion and relevancy. The Board of Directors may refuse the proposal or take the proposal to the General Membership for a vote.
- B. Taking the proposal to the membership will be made by electronic means, at least 45 days prior to the vote date. An announcement shall be made at a general membership meeting during this period at least 25 days prior to the established vote date.
- C. Voting on any amendment shall be made in accordance with Article VI.C, D, and F.
- D. Should the proposal be refused by the executive board, the proposer may petition for co-sponsors. The number of co-sponsors required shall be 10% of the membership. The proposal with the required co-sponsors shall be resubmitted to the board. Meeting this requirement will override the Board of Director's decision and the proposal shall be presented to the membership for a vote. The notification and voting requirements identified in B and C in this article shall apply.

- E. The methodology used in this article, shall also be used when proposing changes to other issues, policies or documents.

ARTICLE VIII: QUORUM

- A. A quorum of the membership for purpose of conducting Club business shall consist of not less than 25% of the paid membership.
- B. A board meeting quorum for conducting business requires 50 % of the entire board, of which at least 3 of the 5 executive members are present.