

HILO PHOTOGRAPHY CLUB

Articles of Organization

I. PURPOSE

1. The name of the club shall be the "Hilo Photography Club". It was formerly known

as the F.I.L.M. Club (F=Fellowship; I=Interest; L=Learning; and M=Motivation).

2. Objectives

a. To provide persons with some knowledge and practice of photographic

skills

and opportunities to advance those skills.

b. To provide opportunities for the sharing of knowledge and exchange of

ideas

relating to photography.

c. To provide social fellowship to members.

II. MEMBERSHIP

1. Membership shall be open to any person who has shown interest in the pursuance of

photography by virtue of attending one or more meetings of the club.

2. Membership begins with payment of dues. See below under Dues for further details.

III. BOARD OF DIRECTORS

1. The management of the club shall be under the direction of an elected Board of Directors ("the Board"), consisting of the Club President who serves as Board Chair, the immediate Past President, Vice President, who may act as Board

Chair

in the absence of the Club President, the Secretary, responsible for keeping minutes of meetings, the Treasurer, responsible for financial records, and other officials as the Chair deems necessary and whose duties the Board prescribes.

2. At all meetings of the Board, sixty percent (60%) of the Board members of record

shall constitute a quorum for the transaction of all authorized business. No voting by

proxy shall be permitted in the meetings of the Board. The acts of the majority of the

Directors present at a meeting at which a quorum exists shall be the acts of the Board, except where a larger number is required by law or these articles.

3. No votes by e-mail will be allowed.
4. Absentee ballots will not be allowed.
5. The Board shall have all the powers and duties necessary or appropriate for the overall direction of the Club. It may engage in such acts and do such things as are not prohibited by law or these Articles.
6. The Board shall meet on a regular basis.
7. Resolutions passed by the Board shall be recorded by the Secretary and made available, upon request, to any member.
8. All Board meetings will be open for any member to attend.
9. Any resolution requiring the expenditure of more than fifty dollars (\$50.00) must be put to a vote and approved by the general membership at a regular Club meeting before it can be enacted.

IV. MEETINGS

1. The club year runs from September through August.
2. Regular meetings shall be held once each month from September through August at such time and place as determined by the Board.

V. DUES

1. Dues shall be an amount determined by the Board. Dues are to be paid at the time a person becomes a member of the Club and thereafter by the end of September in order to retain membership for the current year.
2. The Board may recommend reduced dues for an additional person or persons who live in the household of a member who is already paying full dues.
3. In the event a person becomes a member of the Club after the first of February but before the first of May, dues shall be one-half of the regular dues for that year.
4. In the event a person becomes a member on or after the first of May, that person will be automatically renewed for the following year without any additional dues required.

VI. ELECTION OF BOARD MEMBERS

1. The Board Chair shall, in June, appoint a Nominating Committee, to present, at the July regular meeting, a slate of Board members for the coming year.
2. Board members for the coming year shall be elected at the regular August Club meeting and shall take office at the close of the regular August meeting.
3. In the event that a Board chair becomes vacant during the year, a successor shall be elected by a majority vote of the Board to fill the unexpired term.
4. In the event that three or more people are running for the same position, that vote shall be by paper ballot in an instant runoff format.
5. After serving for two consecutive years as a Board member, it is suggested that an HPC member be allowed to rest for one year.

VII. AMENDMENTS

1. Subject to restrictions imposed by statute, the Board may amend these Articles by adopting a resolution setting forth the amendment. provided written notice of the proposed amendments is given to each Boaed member at least fifteen (15) calendar days prior to a duly called Board meeting. Such amendment shall require an affirmative vote by two-thirds of the Board Members of Record.
2. Amendments must be approved by a majority of members present at the next full membership meeting.