

CONSTITUTION OF THE PHOTOGRAPHIC SOCIETY OF CHATTANOOGA
Chartered in August 1952

ARTICLE I

NAME

The name of this organization shall be "THE PHOTOGRAPHIC SOCIETY OF CHATTANOOGA."

ARTICLE II

OBJECTIVES

The objectives of this Society shall be:

1. To associate for the mutual enjoyment of photography.
2. To promote fellowship and exchange ideas.
3. To increase the members' knowledge of photography and photographic techniques.
4. To hold lectures, demonstrations, photographic courses, and fieldtrips.
5. To foster exhibitions, contests, viewing of prints, projected images, movies, and videos.
6. To interest more people in photography as a hobby.
7. To promote the advancement of photography as science and art.
8. To promote the advancement of the Photographic Society of Chattanooga.
9. To promote the City of Chattanooga, Hamilton County, and surrounding metropolitan area.

ARTICLE III

MEMBERSHIP

1. Any person interested in photography may become a member upon payment of dues.
2. There shall be four categories of membership in the Society.
 - a. Single Membership: Grants all privileges of membership to an individual
 - b. Family Membership: Grants all privileges of membership to members of the same household.
 - c. Student Membership: Grants all privileges of membership to a full-time student.
 - d. Lifetime Membership: Grants all privileges of membership free of charge as approved by the Executive Board on a case-by-case basis, based on years of continuous membership, age and service contribution to the club.
3. Dues for all categories of members shall be proposed by the Executive Board and approved by the General Membership. Dues shall be payable upon joining, then are payable annually in October. New members joining in August or September shall only pay dues for the next fiscal year.
4. Privileges of membership may include, but are not limited to the following: receiving the newsletter, attending meetings and participating in all activities, attending the picnic, banquet and other special events, participating in competitions, exhibits, fieldtrips, and the opportunity to serve on the Executive Board as an Officer or Director.
5. General notice shall be printed in the September newsletter that dues are payable. Members who have not paid by the December meeting will be dropped from the membership roll.

ARTICLE IV

GOVERNING BODY

1. The governing body of this Society shall be known as the Executive Board. The Executive Board shall be composed of the Officers and nine Directors, all of whom must be members.
2. The Officers of this Society shall be President, President Elect, Secretary, and Treasurer.
3. The Executive Board may include an advisor with no voting privileges.
4. The Executive Board shall conduct the business and guide the activities of the Society. It shall develop programs for meetings and other activities of the Society to meet the needs and pleasures of Society Members.
5. All meetings of the Executive Board shall be open to any and all members of the Society.

ARTICLE V

TERMS OF OFFICE

1. The President shall be elected for a one-year term.
2. The Present Elect shall be elected for a one-year term and shall agree to serve as President for a one-year term following the term as President Elect.
3. The Secretary shall be elected for a one-year term and shall be eligible for re-election.
4. The Treasurer shall be elected for a one-year term and shall be eligible for re-election.
5. Directors shall each be elected for a three-year term. A Director shall not be eligible for re-election until he or she has been out of office for one year.

ARTICLE VI

NOMINATION, ELECTION, AND INSTALLATION OF OFFICERS AND DIRECTORS

1. A President, President Elect, Secretary, Treasurer, and three Directors shall be elected by majority vote of the members present at the September meeting of the Society.
2. The Executive Board shall serve as the Nominating Committee.
3. The President shall preside during the September meeting of the Society, and shall offer the slate of Nominees recommended by the Nominating Committee. The floor will then be opened to the general membership to propose any other nominations. Nominations from the floor must have the prior consent of the nominee.
4. Voting will be done by show of hands, voice, or secret ballot.
5. Newly elected Officers and Directors shall take office at the next General or Executive Board meeting, whichever is earlier.

ARTICLE VII

DUTIES OF OFFICERS

Each Officer leaving office shall provide an orientation to the incoming Officer regarding duties and responsibilities of the office prior to the first Executive Board meeting at which the incoming Officer is effective. An all-Officer meeting shall be scheduled to provide the forum for this exchange of information.

1. The President shall preside at all meetings of the Executive Board as well as the regular meetings of the Society. The President shall see that all business of the Society is conducted in an appropriate manner. The President shall not have a vote in the Executive Board, except to break a tie. The President shall work closely with the President Elect during the year to assure familiarity with all aspects of the President's position and the Society for the purposes of a smooth transition from year-to-year.
2. The President Elect shall preside at Executive Board and/or regular Society meetings in the absence of the President, shall assist the President as directed to conduct the objectives of the Society, and shall Chair the Program Committee.
3. The Secretary shall keep the minutes of the Executive Board meetings and of general meetings of the Society where business is conducted, shall perform the duties of the Treasurer as needed on a short-term basis, shall keep and be custodian of the current and past records of the Society, shall conduct the Society's correspondence, shall notify Executive Board of board meetings prior to each month's meeting and membership of regular the monthly meeting, shall maintain record of PSC Website passwords, shall present a package of information including, but not limited to, the Society Constitution, current list of club members, list of Executive Board members, copy of the Policies and Procedures Manual to each member of the Board, shall present the President with copies of the Board meeting minutes for the last twelve months (provided the President is new to the Board), and shall perform other duties as the Executive Board may direct.
4. The Treasurer shall act as custodian of all Society funds, shall receive and keep records of dues, shall maintain the membership list, shall pay bills as directed by the Executive Board, shall keep an account of all receipts and expenditures and make a summary of them at the Executive Board meetings, shall prepare an estimate of the next fiscal year's operating expense in August for Board review, shall prepare a year-end report in September to be distributed to each member of the newly elected Executive Board, shall maintain inventory of all PSC equipment, shall have necessary computer skills to perform the functions of the office and shall perform other duties as the Executive Board may direct.

ARTICLE VIII

VACANCIES

The Executive Board shall fill, by appointment, any vacancy that occurs during the year. A vacancy shall occur upon the resignation of an Officer or Director, upon the resignation of a Director to become an Officer, or by the decision of the Executive Board to declare a vacancy due to non-participation of an Officer or Director. Non-participation includes, and is not limited to, three absences from official Board meetings without reasonable cause.

ARTICLE IX

POLICY AND PROCEDURES

All policies and procedures associated with the Society's business shall be documented in a Policy and Procedures Manual. The manual shall contain the inter-workings of each office and committee and shall be maintained and updated by those currently holding the positions. Changes or additions to the manual shall be regarded as officially adopted upon its approval by a vote of not less than two-thirds of the Executive Board at a regular meeting of the Board, provided that (1) a quorum is present and (2) notice of intention to amend the manual and the nature and purpose of the proposed amendments shall have been given to the members of Board in writing at least ten days in advance.

ARTICLE X

COMMITTEES

Each committee chairperson shall be responsible for updating and maintaining the section of the Policies and Procedures Manual pertaining to their committee and shall make written copies of all changes available to the Secretary after approval by the Board. Each committee chairperson shall provide a copy of committee meeting minutes to the Secretary. Any committee that is divided among two chairpersons shall assure close collaboration between the two to coordinate the committee as a whole. Any committee that is chaired by a non-Board member shall provide representation at Board meetings.

1. The incoming Executive Board shall, at its initial meeting, delegate assignments as needed including, but not limited to, the following:
 - a. Membership
 - b. Reception
 - c. Exhibitions
 - d. Contests
 - e. Newsletter
 - f. Special Events
 - g. Fieldtrips
 - h. Publicity
 - i. Workshops
 - j. Website
 - k. Digital
 - l. Fund Raising
 - m. Program
2. The President shall also appoint special committees as needs may require.

ARTICLE XI

DUTIES AND FUNCTIONS OF COMMITTEES

1. The Membership Committee shall promote the membership growth of the Society, shall be responsible for the printing of name tags, shall send welcome letters to new members and visitors, and perform other related duties as necessary.
2. The Reception Committee shall welcome guests at meetings, shall be responsible for name tags, membership brochures and sign-in notebook, and shall perform other related duties as may be necessary.
3. The Exhibitions shall encourage and facilitate the participation of Society members in photographic exhibitions, shall direct all Society exhibitions, and shall perform other related duties as may be necessary.

4. The Contests Committee shall conduct such print, projected images, movie, video, or other contests within the Society as the Executive Board may direct and shall perform other related duties as may be necessary.
5. The Newsletter Committee shall be responsible for the timely publication and mailing of the Society Newsletter, to be known as "Contact Sheet," and shall perform other related duties as may be necessary.
6. The Special Events Committee shall be responsible for making arrangements for the Picnic, the Open House, the Christmas Banquet, and other events of the Society outside the regular meetings, and shall perform other related duties as may be necessary.
7. The Fieldtrip Committee shall be responsible for making arrangements for a variety of fieldtrips to be held throughout the year, shall appoint leaders for these trips, and shall perform other related duties as may be necessary.
8. The Publicity Committee shall be responsible for publicizing Society events as widely as appropriate, and shall perform other related duties as may be necessary.
9. The Workshop Committee shall be responsible for arranging for periodic workshops to benefit both the membership and the community as a whole, and shall perform other related duties as may be necessary.
10. The Website Committee shall be responsible for the oversight of the Society Website which includes continued development of the site, renewal of the domain name "chattanooga-photo" without lapse, shall name one member to be responsible for monthly updates to the site, shall perform monthly updates in concert with the release of the Contact Sheet (the primary communication to the Society) and corrections thereafter as needed, shall maintain one committee member familiar with the update process and trained to perform updates as a backup, shall report all necessary passwords for access to the site and any changes to such information to the Secretary and President, shall maintain the Website as the property of the Society, and shall perform other related duties as may be necessary.
11. The Digital Committee shall be responsible for promoting the advancement of digital photography through workshops, tutorials, instructional sessions, and informal question and answer sessions. This committee shall also be the custodian of the Society's digital projector and associated equipment.
12. The Fund Raising Committee shall be responsible for identifying, recommending and directing projects to fund the operation of the PSC; shall report all results to the Executive Committee; and shall perform other related duties as may be necessary. Projects may include a Photo Flea Market, the sale of Entertainment and Dining Books, etc.
13. The Program Committee shall be responsible for scheduling program presenters for all monthly meetings with the exception of September and December each year; and shall perform other related duties as may be necessary. The President Elect shall chair this committee.

ARTICLE XII

ORDER OF BUSINESS

1. The order of business for regular meetings of the Society shall be prepared or directed by the President.
2. The Program Committee, chaired by the President Elect, shall be responsible for providing programs of general interest at each monthly meeting and for assuring that the programs are of appropriate length.
3. Conduct of all meetings shall be governed by "Roberts' Rules of Order" insofar as they are applicable to and consistent with provisions of the Society's Constitution.

ARTICLE XIII

REVENUES AND OPERATING EXPENSES

Annual membership fees and various fund-raising projects as deemed appropriate by the Executive Board shall be used solely for the operating expenses associated with running the Society. All moneys spent shall be pre-authorized, with imposed limits, by the Executive Board. Participation on the Executive Board of the Society shall be on a volunteer basis with no compensation for participation in governing of the Society. The Society is a "not-for-profit" organization. Due to its small size and limited income, the Society is not recognized under the Department of Revenue, 501(c)(3), "nonprofit" designation.

ARTICLE XIV

HONORS

The Society may give special recognition to members for their contributions to the welfare and advancement of the Society. Nominations for honors may be made at any time to the Executive Board.

ARTICLE XV

QUORUM

1. A quorum of the membership at any regular meeting of the Society shall consist of one-third of the current membership.
2. A quorum of the Executive Board shall consist of not less than one-half plus one of the Board membership. A quorum of the Executive Board shall be required under the following circumstances:
 - a. Declaring or filling vacancies on the Executive Board.
 - b. Approving expenditures in excess of \$200.00.

ARTICLE XVI

PRIVACY

All member information collected by the Society shall be used solely for the purposes of conducting necessary Society business and shall not be disclosed to the general public without the express permission of the member for advertising or other purposes.

ARTICLE XVII

AMENDMENTS

This Constitution may be amended at any regular meeting of the Society upon affirmative vote of two-thirds of the members present, provided that (1) a quorum is present and (2) notice of intention to amend the Constitution and the nature and purpose of the proposed amendments shall have been given to members in writing at least ten days in advance.

ARTICLE XVIII

APPROVAL OF CONSTITUTION

This Constitution shall be regarded as officially adopted upon its approval by a vote of not less than two-thirds of the total members present at a regular meeting of the Society, provided that (1) a quorum is present and (2) notice of intention to adopt the Constitution shall have been given to members in writing at least ten days in advance.

Adopted: 8-27-52

Major Revisions Adopted: 3-11-82, 1-14-88

Complete Revision and Replacement Adopted: 1996

Major Revisions Adopted November 20, 2001

Major Revisions Adopted July 17, 2008

Amendment to Article III, Item 3, approved on September 23, 2010