



THE CAMERA CLUB OF JOHANNESBURG

CONSTITUTION

Amended February 2004

1.0 NAME

The name of the club shall be CAMERA CLUB OF JOHANNESBURG. (Hereinafter referred to as the CLUB).

2.0 HEADQUARTERS

The headquarters of the CLUB shall be in Johannesburg.

3.0 COLOURS

The colours of the CLUB shall be royal blue, light blue, and silver and shall be emblazoned upon all and any article or thing in such a manner as the Executive Council may from time to time in its discretion decide.

4.0 OBJECTS

The aims and objects of the CLUB shall be:

- a. To promote, encourage, advise and enjoy the art, science and hobby of photography;
- b. To assist its members and others in all such matters and things as may be expedient in the attainment of these objects;
- c. If and where deemed expedient to work in co-operation with or to control and become affiliated to any alien Association or Institution with objects similar to those of the CLUB whether in the Republic of South Africa or elsewhere in the furtherance of these objects.

5.0 MEMBERSHIP

The CLUB shall consist of subscribing members and non-subscribing members.

A register of all members, whether subscribing or non-subscribing, shall be kept by the Executive Council and it shall be the duty of the members at all times to advise any change of address in writing by letter/email to the Secretary.

a.1. Subscribing members

1. Ordinary members
2. Affiliated clubs

Persons who subscribe towards the funds of the CLUB shall be subscribing members upon completion of an application in the form prescribed by the Executive Council and shall be entitled to renew their membership from year to year on payment of the annual subscription as set out in paragraph 8 hereunder, notwithstanding the aforegoing, the Executive Council shall in its discretion be entitled without assigning any reason therefore to refuse any application for membership or to renew any membership.

a.2. The amount to be charged of annual subscription shall be as follows:

- a. Entrance fee on registration of new members. This amount shall be determined from time to time by the Executive Council.
- b. Subscription per annum. This amount shall be determined from time to time by the Executive Council.
- c. Affiliated clubs. This amount shall be determined from time to time by the Executive Council.
- d. Members joining after the first quarter of the year, subscription per quarter.

The annual subscription may be changed from time to time but only with the authority of the majority of the Executive Council in its discretion.

a.2. Non subscribing members

Membership without payment of subscription may be conferred upon persons whose rank, position or special service to the CLUB, merits recognition by the CLUB and such persons shall be non-subscribing members. Conferment

of membership in this category shall be within the discretion of the Executive Council and may be for such limited period of time and subject to such conditions as the Executive Council may deem fit.

6.0 RIGHTS OF MEMBERS

All members of good standing whether subscribing or non-subscribing shall be entitled to all CLUB facilities and further be entitled to exercise a vote at all General Meetings of the CLUB. Voting may take place either personally or by proxy and whenever in this Constitution a reference is made to voting powers it shall be deemed to include a vote by proxy.

A member shall at all times have the right of access to the Executive Council in respect of any complaint or problem and any matter which a member desires to be raised and discussed by the Executive shall be set out in a letter addressed in writing/email to the Secretary.

7.0 LIMITATIONS OF RIGHTS AND LIABILITIES

Membership of the CLUB shall not give any member any proprietary right, title, or claim to or any interest in any of the property or assets of the CLUB, nor shall a member by such membership incur any personal financial liability or responsibility in respect of any claims made or action brought against the CLUB arising from any cause whatsoever and the liability of a member to the CLUB shall be limited only to any unpaid subscription.

8.0 SUBSCRIPTION ARREARS

Members whose subscriptions are in arrears after 31st March in any year shall forfeit membership.

9.0 MANAGEMENT OF THE CLUB

The management and control of the affairs of the CLUB shall be vested in an Executive Council. The Executive Council shall have the power to decide any question or procedure not provided for in the Constitution. The Executive Council shall have the power to co-opt any person to the Council if necessary.

10.0 EXECUTIVE COUNCIL

The Executive Council shall consist of the following:

- a. Three members delegated from each of the Sectional Committees hereinafter defined.
- b. Honorary Secretary
- c. Honorary Treasurer/Financial advisor
- d. Honorary Editor/Webmaster

11.0 ELECTION OF OFFICIALS

- a. President

The President shall be elected by the Executive Council annually, at its first meeting, and the President shall hold office for a period of not more than two consecutive years.

- b. Vice-President

The Vice-President shall be elected by the Executive Council annually, at its first meeting and in the event of the office becoming vacant, the Vice-President shall assume the position of President and shall continue to hold the office of President until such time as the Executive

Council appoints another President in the normal way.

Should the office of Vice-President become vacant a new Vice-President shall be elected. The Vice-President shall hold office for a period of not more than two consecutive years.

- e. Honorary Salon Director

The Honorary Salon director shall be appointed by the Executive Council, where necessary.

- f. Delegates to the Executive Council

Three members shall be appointed by each of the Sectional Committees to serve on the Executive Council. The members of the Executive Council shall appoint a Chairperson to preside at its meetings for the current year and until its next Annual General Meeting. He/She shall be responsible for co-ordinating the activities of the Executive Council and for the conduct of its meetings. Only members appointed by the Sectional Committees to serve as delegates shall have voting power. The Honorary Secretary, Honorary Treasurer and Honorary Editor/Webmaster shall not possess any voting powers and shall be elected at the Annual General Meeting of the CLUB.

12.0 SECTIONAL COMMITTEES

Shall be elected at the January/February meetings and shall consist of:

- a. Chairperson
- b. Vice-chairperson
- c. 4-8 members

These Committees will administer the affairs of their section, subject to the approval of the Executive Council. The Committees shall have the power to co-opt more members.

13.0 COUNCIL MEETINGS

The Executive Council shall meet at such times as may be desirable for the transaction of the CLUB'S business and shall adjourn or otherwise regulate its meetings as it may think fit. All motions and resolutions shall be decided by a show of hands except where a ballot is requested.

14.0 VOTING POWERS

- a. The Executive Council meetings:

Each member appointed as a delegate to the Executive Council by the Sectional Committees shall have one vote at meetings of the Executive Council, but the Chairperson shall not have a casting vote.

- b. Sectional Committee meetings:

Each member of a Sectional Committee shall have one vote and the Chairperson shall not have a casting vote.

15.0 QUORUM

- a. Ten percent of the total membership of the club shall constitute a quorum at any general meeting.
- b. Four voting members shall constitute a quorum at Executive Council meetings.

- c. If within 15 minutes from the time appointed for the meeting a quorum is not present, the meeting, if convened upon requisition of the members, shall be dissolved; in any other case it shall stand adjourned to the same day the next week, at the same time and place, or, if that day be a public holiday, to the next succeeding day other than a public holiday, and if at such adjourned meeting a quorum is not present within 15 minutes from the appointed time for the meeting to convene the members present will be a quorum.
- d. Any Executive Council member or Sectional Committee member who misses three consecutive meetings without leave of absence shall be deemed to have resigned from the Council or Committee unless absence is due to illness or to any other valid reason.

16.0 ANNUAL GENERAL MEETING

The Annual General Meeting of members shall be held during February of each year on a date and at a venue to be decided by the Executive Council.

17.0 MINUTES OF THE MEETING

The Honorary Secretary shall keep correct and proper minutes of all Council, General Meetings and Special General Meetings of the CLUB, such minutes or extracts there from signed by the Secretary and the President or Chairperson shall be accepted as evidence of the matters stated in such minutes and extracts, similarly, Sectional Secretaries shall keep minutes in like manner of all meetings of their Section Committees.

18. BUSINESS AT ANNUAL GENERAL MEETINGS

- a. The Secretary shall read the notice convening the meeting.
- b. The adoption and confirmation of the minutes of the previous Annual General Meeting or Special General Meeting.
- c. The President's address which will include reports prepared by the Chairpersons of the Sectional Committees on the past year's activities. The President's address may also include reports by Salon Directors and the Editor/Webmaster if necessary.
- d. Honorary Treasurers report

Annual accounts will be prepared by the Treasurer for each 12 month period for submission to the Annual General Meeting; will be approved by the Executive Council in meeting; certified correct and signed by the Honorary Treasurer and the President on behalf of the Executive Council.

- e. Election of:
- e.1 Secretary
 - e.2 Treasurer
 - e.3 Editor/Webmaster
- f. The transaction of such business of which due notice has been given in terms of the constitution. (Refer clause 23)
- g. General

19. SPECIAL GENERAL MEETINGS

The Executive Council may, when it deems fit, or on request of 10 % of the members a Special General Meeting. Business at such a meeting shall be limited to matters, which have been placed on the agenda.

20. NOTICE OF ANNUAL GENERAL MEETINGS OR SPECIAL GENERAL MEETINGS

A notice shall be sent to each member at his/her registered address or email address. The notice shall also be published in the CLUB'S monthly bulletin. The notice shall be posted on the website. Such notices shall be posted at least 21 days prior to the meeting.

21. VOTING AT GENERAL MEETINGS

At General Meetings each subscribing or non-subscribing member shall have one vote but no member shall be permitted to exercise his/her vote unless his/her financial obligations and liabilities to the CLUB have been fully discharged.

Votes shall be decided by a show of hands. A ballot may be demanded by not less than 20% of the members present at such a meeting.

22. PROXIES

Voting may take place either personally or by proxy. The instrument appointing a proxy shall be in writing, duly signed by the member appointing the proxy and shall be handed to the Honorary Secretary not less than 48 hours before the time of holding the meeting at which the person named in the instrument is authorised to vote. An instrument appointing a proxy shall be valid for the meeting specified or any adjournment thereof.

23. CHANGES TO THE CONSTITUTION

No clause, rule or sub-section of the Constitution shall be altered, amended or deleted by the Annual General Meeting or a Special General Meeting of members called for this purpose and then only by a two thirds majority of the votes cast by the members present and eligible to vote. Such proposed changes must be in writing/email and in the hands of the Honorary Secretary not later than 30 days prior to the meeting.

24. FINANCIAL AFFAIRS

The Honorary Treasurer shall keep a true and accurate record of the CLUB'S financial transactions and shall be prepared to extract a true statement as and when required or requested by the Executive Council. All monies received shall be deposited to the credit of the CLUB'S account. The Honorary Treasurer shall prepare books and financial statements for the Annual General Meeting. The Honorary Treasurer's books and statements shall be submitted to the Executive Council for approval at the end of each financial year.

25. MISCONDUCT OF MEMBERS

The Executive Council shall have the power to expel, suspend or otherwise deal with a member for misconduct, provided the said member has had the opportunity to appear before the Executive Council. In all cases of misbehaviour dealt with by the Executive Council, the Secretary shall immediately

convey in writing the decision of the Executive Council to the members concerned.

26. RESIGNATIONS

All resignations shall be made in writing/email to the Honorary Secretary, becoming effective as at the next following 31st December and shall be accepted subject to subscriptions and other dues having been met.

27. DISSOLUTION OF THE CLUB

If at any general meeting a resolution is passed for the dissolution of the CLUB by a majority of the members present such a resolution shall be put to a Special General meeting held not later than one month thereafter at which not less than half of the members shall be present. If at such a meeting the resolution be confirmed by a majority of two thirds of the members voting thereon, the Executive Council shall proceed to realise the property of the CLUB and after discharge of all liabilities, shall dispose of the same as directed by the meeting, and upon completion thereof the CLUB will be dissolved.