

## **By-Laws of the Rochester Movie Makers 6/2010 Revision**

### **Article I. Name**

The name of the organization shall be Rochester Movie Makers hereinafter referred to as the "Organization".

### **Article II. Purpose**

RMM Mission Statement- to create, develop and promote filmmaking and filmmakers in Rochester, NY.

Rochester Movie Makers is a New York State Educational Cooperative (501c3) organized to assist and encourage the development of a vibrant artistic community in the Rochester area with a primary interest in movie making and project collaboration with other persons in the Rochester area with similar interest and goals.

Rochester Movie Makers also has a purpose of promoting interest and exposure to all facets of movie making to inner city and disadvantaged youth and, thereby, promoting lifelong abilities, such as team building, technical, and presentation skills that can be utilized in any industry.

A goal of Rochester Movie Makers' is to provide access to cooperative education in video/film production through an annual, hands-on production experience open to students within the Rochester City School District.

### **Article III. Members and Voting Members**

**Section 1.** Anyone may make application for membership in the Organization on the Organization's web-site. A member may be removed from the group by a vote of 2/3's of the Executive committee.

**Section 2.** All current dues paying members are defined as "Voting Members." Voting Members may run for office in the Organization, vote on election of the officers of the organization and vote on amendments to the By-Laws or any issues put forward at any General Membership Meeting.

**Section 3.** The Executive Board shall set any annual memberships dues and dates payable.

**Section 4.** The Treasurer shall bring an updated spreadsheet with the names of all current voting members to each meeting.

**Section 5.** A quorum of voting members at General Membership Meetings will be established at any properly notified meeting where a majority of the Executive Board is present and an equal number of other voting members are in attendance.

**Section 6.** A majority of the quorum members present at a properly called meeting of the General membership is required for approval of motions and general issues.

#### **Article IV. Officers**

**Section 1.** The officers of the Organization shall be a Chairperson and Co-chairperson, a Secretary, Treasurer, and a Web Master. These officers shall perform the duties prescribed by these By-Laws and by the Parliamentary Authority adopted by the Organization and outlined by these By-Laws.

**Section 2.** At the regular meeting of the membership held in August, nominations shall be accepted for the offices. (To be eligible for election, candidate for office must have been a current member of the Organization.) The election shall be held at the following September Meeting. The officers shall be elected by ballot of the voting members to serve for up to 2 terms of 2 years, or until successors are elected. All terms of office shall begin at the close of the meeting at which the officer is elected.

**Section 2b.** The Chair, Secretary and Web Master shall be elected in even number years. Co-chair and Treasurer shall be elected in odd number years.

**Section 3.** The Chairperson shall preside at all meetings, or designate the Co Chairperson as presiding officer, shall serve as Chair of the Executive Board, shall be an ex-officio member of all committees; shall create Special Committees and appoint Committee Chairs as deemed necessary, and shall be the official spokesperson for the group.

**Section 4.** The Co Chairperson shall preside at all meetings when designated by the Chairperson, or in the absence of the Chairperson, and shall perform all duties as assigned by the Chairperson.

**Section 5.** The Secretary shall keep the minutes of all meetings of the Organization, and shall perform all duties as assigned by the Chairperson.

**Section 6.** A Treasurer will collect dues and work with Web Master to keep a current list of voting members.

**Section 7.** The Treasurer shall monitor attendance to all meetings. The Secretary shall record motions and votes taken at all Executive Board Meetings and General Membership Meetings.

#### **Article V. The Executive Board**

**Section 1.** The officers of the Organization shall be members of the Executive Board and their respective powers and duties will remain as earlier stated.

**Section 2.** The Executive Board at its discretion may appoint up to any and all "at-large appointed" members to the Executive Board needed to implement the purpose and goals of the Organization. Such "at large" members' terms shall be set by the Executive Board at the time of appointment which shall not exceed the terms of all regularly elected Executive board members. In addition, such "at large" members shall not

stand for election to their appointed offices. A simple majority of the Executive Committee is required for appointment of an "at large" member.

**Section 3.** The Executive Board shall have general supervision of the affairs of the Organization between its meetings, fix the hour and place of meetings, make recommendations to the Organization, and shall perform such other duties as are specified in these By-Laws. The Board shall be subject to the orders of the Organization, and none of its acts shall conflict with action taken by the Organization.

**Section 4.** The quorum for the meetings of the Executive Board shall be a simple majority of its members.

**Section 5.** The Executive Board shall meet at the discretion of the Chairperson, or a simple majority of the Executive Board. Notice of all meetings of the Board shall be given to each member of the Executive Board and General Membership by email at least 5 days prior to the meeting date.

**Section 6.** Each member of the Executive Board shall be entitled to one vote on each matter submitted to a vote. A member must be present to vote. No proxy voting is permitted.

**Section 7.** Any vacancy occurring on the Executive Board shall be filled by a nominee of the Chairperson, and appointed with the consent of the Executive Board.

**Section 8.** Any Executive Board member, whether elected or appointed, may be removed for cause by a 2-thirds affirmative vote of the members of the Executive Board at a properly called meeting.

**Section 9.** All Executive Board members will sign and comply with the written RMM Conflict of Interest Disclosure statement.

## **Article VI. Meetings**

**Section 1.** The Executive Board Meetings and any other meetings deemed necessary by the board of the Organization shall be held as determined as needed. All members will receive notice of all meetings regardless of dues paying status.

**Section 2.** Membership Meetings are held the last Monday of each month, unless otherwise noted. The Organization's web-site, [www.rochestermoviemakers.org](http://www.rochestermoviemakers.org), will have the information on meeting place and other information, or changes affecting the same, as soon as it is available.

**Section 3.** The August meeting shall be known as the Annual Meeting and shall be for the purpose of nomination officers, elections of Executive Committee Members will be in September. The October meeting will begin the terms of the newly elected officers, receiving reports of returning officers and committee chairs, and for any other business that may arise.

**Section 4.** Special meetings may be called by the Chairperson, or by a majority of the Executive Board, or at the request of ten voting members of the Organization. The purpose of the meeting shall be stated in the call for a meeting. Except in cases of emergency, at least a **5-day** notice shall be

given. Calls for a meeting from members shall be made through an email to the Chairperson or made at a General Membership meeting.

**Section 5.** All meeting attendees under the age of 18 must be accompanied by a parent or guardian.

### **Article VII. *Parliamentary Authority***

The rules contained in the current edition of Robert's Rules of Order The Modern Edition shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, and any special rules of order the Organization may adopt.

### **Article IX *Amendment of By-Laws***

Amendments of these By-Laws may be made at any regular meeting of the Organization, provided that all such amendments shall have been submitted previously at a properly scheduled meeting of the Executive Board, or with the Executive Board's previous consent to present all such amendments to the membership at a predetermined date. A 2/3rds vote of the voting members present and voting at a properly called meeting of the membership shall be required for adoption of any amendments to these Bylaws.