

Wyoming Professional Photographers Association Inc.

By-Laws

Article I: Name

1. The name of the organization shall be the Wyoming Professional Photographers Association Incorporated.

Article II: Purpose

1. The purpose of the organization shall be to promote the interests and welfare of the Professional Photographers of Wyoming and to advance the art of photography through conducting educational activities such as conventions, seminars, clinics, workshops and meetings; to oppose violations or infringements of rights of professional photographers or their associations and to cooperate with other photographic organizations; doing so while adhering to the PPA and WPPA Code of Ethics.

a) PPA Code of Ethics: As a requirement for admission to and retention of membership and participation in this photographic association, each PPA member and participant shall agree to use the highest levels of professionalism, honesty and integrity, in all relationships with colleagues, clients and the general public.

b)WPPA Code of Ethics: As a requirement for admission to and retention of membership and participation in the Wyoming Professional Photographers Association, I agree to strive at all times to upgrade and improve my knowledge and skills of professional photography, marketing, and related areas. In all my dealings with users of photography and the general public I will: Strive to present all photographic services in surroundings and in a manner which reflects the highest levels of professionalism. Deal with all users of photography and the general public with honesty and integrity. Not use any marketing or competitive practice which violates any Federal Trade Commission, or other Federal or State regulatory agency rule or regulation, or Federal or State Statute or any decision of any Federal or State Court. Strive to produce photography and photographic services in accordance with the highest levels of professionalism at all times. In all dealings with fellow professional photographers, students, and others who aspire to be professional photographers, I shall share the knowledge and skill of professional photography. Support efforts for an assist in the education of all interested persons and the general public in the art and science of professional photography.

Article III: Membership

1. Membership in this organization shall be designated as Active, Associate, Life, Sustaining, and Student.

- a. **Active:** Any person shall be eligible to active membership provided this person derives a part of their income from the practice of professional photography. This includes owners, co-owners, partners, managers, and instructors of photography. This is a voting membership.

- b. **Associate:** Any Person who is associated with a studio and who is active in studio operation. I.e. technical paid personnel, colorist, receptionist, and sales personnel, provided that they are associated with a paid active member. This is a voting membership.

- c. **Life:** Any member who has been active in professional photography for 25 years or more and has maintained an active membership for at least 15 years may become a Life member upon approval by the Board of Directors. Not more than one Life member will be considered each year. This is a voting membership.

- d. **Sustaining:** Any individual or firm offering services to the photographic profession, a recognized dealer in photographic supplies and/or equipment, or a publisher of photographic books or magazines may become a Sustaining Member. This is a Non-Voting Membership.

- e. **Student:** Any individual preparing for a career in photography and enrolled on a fulltime basis in an accredited High School, College or other Institution may become a student member. Proof of enrollment is required. This is a Non-Voting Membership.

Article IV: Territorial Limits.

- 1. The territorial limits of the organization shall be the State of Wyoming.

Article V: Annual Dues

- 1. Amount
 - a. Each member shall annually pay such sums as may be set by the Board of Directors for the fiscal operation of the association and for conventions, or other activities.

- 2. Delinquency

- a. The Secretary shall notify each member of dues payable no later than the first day of the month following the annual convention. If dues are not paid by the last day of that particular month, the member shall be automatically dropped from the membership.

Article VI: Officers

1. Titles:

- a. The Officers of the organization shall be President, Vice President, Secretary, and Treasurer, which make up the Executive Committee. The Board will also have a Fellowship Director, Print Chairperson, Web Coordinator, Immediate Past President, Vendor/Student Liaison and two(2) assisting members.

2. Terms

- a. The term of office for which elected, shall be for two(2) years, beginning and ending at the close of the annual meeting.

3. Limitations

- a. Officers will be elected from the active membership list of the Wyoming Professional Photographers Association Inc., and must have been an active member of the Wyoming Professional Photographers Association for at least one (1) year.

4. Vacancies

- a. Vacancies on the Board of Directors will be declared at the beginning of the annual convention. Eligible members will notify the board Secretary of their interest to fill a vacancy. Members that have never filled a board position may fill an assisting board member position for their initial term. Any member that has previously been on the board may fill any non-executive committee position. Any member that has served more than four years or has been a past president or vice president may fill any vacancy. Appointments must be confirmed by the active membership at the annual meeting.

Article VII: Duties of Elected Officers

1. President

- a. The president shall preside at all meetings of the general membership and of the Board of Directors. The president shall have such usual powers of supervision and management as may pertain to the Board of Directors. The president shall sign, with the Executive Secretary, or other officers, all instruments so designated by the Board of Directors.

2. Vice-President

- a. In the absence or disability of the President, the Vice-President shall possess all powers and perform all duties of that office. The Vice President shall also be in charge of organizing the annual convention. This is including, but not limited to, obtaining talent, props, and models. The Vice President is also responsible to act as liaison between hotel personnel and members.

3. Secretary

- a. The Secretary shall take minutes of all board meetings and the annual meeting. The Secretary shall submit copies of all minutes to the Executive Secretary to be retained on file for permanent record. At the end of the year, copies of those records are sent to the Wyoming State Archives and the Historical Department, Photographic Section for safe keeping. These records may be withdrawn upon 2/3 vote of the Board of Directors. The records will be made available to all current officers and to the general membership upon written permission from the President or Vice President. The Secretary will maintain all membership records, be available to all members for membership questions, ensure PPA Affiliate member numbers are maintained, and shall present membership report to the regular meetings of the Board of Directors and at the annual meeting.

4. Treasurer

- a. The Treasurer shall receive all monies, have custody of these monies, and disburse the monies only upon order of the board of directors. The Treasurer shall keep financial records subject to audit at any time, and shall have these records audited by a Certified Public Accountant before they are turned over to a new Treasurer.

5. Print Chairman

- a. The Print Chairman shall be in charge of the print judging at the annual convention. The Print Chairman shall be responsible for receiving and organizing all prints at the annual convention and order all ribbons, trophies, and plaques and perform such other functions as may be incident to the office.

6. Fellowship Director

- a. The Fellowship Director shall promote the Fellowship and Service Award degree program, receive all degree applications, verify points, keep record of all applications, and awards earned. The Fellowship Director will order all awards at the appropriate time, to be presented at the awards banquet of the annual convention. The Fellowship Director will present all degrees and awards within the Fellowship program.

7. Vendor/Student Liaison

- a. The Vendor/Student Liaison is responsible for cultivating a relationship with High School and College students and photography teachers to encourage photography students to get involved with WPPA, and print competition. The Vendor/Student Liaison will help advise the board on the wants and needs to the students. This Liaison will coordinate with Vendors, to have them present at the annual convention.

8. Web Coordinator

- a. The Web Coordinator is responsible for keeping the website for Wyoming Professional Photographers Association updated on a quarterly basis. This person is responsible to secure the domain name for this site.

9. Immediate Past President

- a. The Immediate Past President shall be available to advise the Board of Directors as required.

Article VIII: Committees.

1. Arbitration

- a. The president shall appoint a committee of three (3) past presidents to serve as an arbitration committee in the event of disagreement on the meanings of any provisions herein, any rulings at annual convention, or any disagreement regarding print judging. Any grievance or complaint from a member may be brought to any board member who is bound to initiate the arbitration process by submitting the complaint in writing to a member of the executive committee. The executive committee member, without board discussion, will submit the member complaint in writing to 3 past presidents via email. The Board will follow the recommendation of the arbitration committee.

Article IX Board of Directors

1. Composition

- a. The officers of this organization defined in Article VI, Section 1 of these bylaws shall constitute the Board of Directors. The organization, control of internal affairs, and planning and administration of the organization shall be vested in the Board of Directors. The Board shall direct the carrying out of the purposes and exercise the powers of the organization or subsequent approval of the general membership.

2. Adopt By-Laws

- a. The Board of Directors shall adopt the initial by-laws and have the power to alter, amend, or repeal the by-laws. To adopt new By-Laws will require the affirmative vote of two-thirds (2/3) of the officers of the Board of Directors. No amendment may be brought before the board for vote unless all officers are in attendance, in person, or via video conference.

3. Meeting

- a. It shall be the duty of the board of directors to meet at least two (2) times per year to discuss and plan annual convention, business meeting, and other related matters. The board may meet by electronic means. I.e. Telephone, video conference, other online venue.

4. Quorum

- a. Five (5) members of the Board of Directors shall constitute a quorum.

5. Election of Officers.

- a. The election of officers to the Board of Directors shall take place at the annual business meeting. The vacancy on the executive committee will be elected by the Board of Directors. Officers or directors can be re-elected to succeed themselves or to fill a vacancy.

6. Authority

- a. Decisions of the board in all matters shall be final, subject only to appeal from the general membership. The board shall have general control over all officers and committees and may, for good cause, declare any office vacant.

Article X: Fiscal Year

1. The fiscal year should be the calendar year beginning January 1, and ending December 31.

Article XI:

1. The Wyoming Professional Photographers Association inc. is a corporation in good standing under the Wyoming Statutes for Non-Profit Corporations and shall in the event of dissolution; comply with the provisions contained in its Articles of Incorporation.

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