

Wyoming Professional Photographers Association Inc.

By-Laws

Article I: Name

1. The name of the organization shall be the Wyoming Professional Photographers Association Incorporated (WPPA) and is a Professional Photographers of America (PPA) Affiliate in good standing.

Article II: Purpose

1. The purpose of the organization shall be to promote the interests and welfare of the amateur, aspiring, student and 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 defined by the BOD according to the needs of the membership.
2. Removal of a Member requires a majority vote of the entire Board. Membership may be revoked and a member removed from the organization if the member is found to be overly disruptive,

abusive, undermining, criminal, in violation of our Code of Ethics, or failing to be a member in good standing. All levels of membership may be revoked by the majority vote. Any member in good standing can submit their complaint in writing to any current board member asking for removal of another member. Complaint must be dated, signed and detailed in nature.

Article IV: 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 members shall be notified no later than thirty days after their renewal date. If dues are not paid by the last day of that particular month, the member shall be automatically dropped from the membership.

Article V: Structure

1. Titles:
 - a. The Officers of the organization shall be President, Vice President, Secretary, and Treasurer, which make up the Executive Committee. The Board of Directors will consist of a Fellowship Director, Print Director, Membership Director, Web Director, Immediate Past President, Student Director 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 **on odd numbered years.**

3. Limitations
 - a. The Board 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 before the annual convention through whatever the current means of membership communication is. Eligible members will notify the Secretary of their interest to fill a vacancy. Members that have never filled a board position may fill any Board of Director position for their initial term. Any member that has previously been on the board may fill any Officer position.

5. Removal of a Board Member
 - a. If a majority of the entire Board of Directors agree an officer or board member is overly disruptive, non-contributing, abusive, undermining, or criminal, they may remove the board member by submitting in writing to all other board members a request for a vote for the removal of the board member. The request must be dated, signed, and detailed in nature.

Every member that receives the request for removal must vote. None can abstain. Vote must be documented.

Article VI: Duties of Elected Officers & Board members

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.-
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 board to be retained on file for permanent record. The records will be made available to all current officers and to the general membership.
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 will provide reports to the Board for each meeting. The Treasurer shall keep financial records subject to audit at any time, and shall have these records audited before they are turned over to a new Treasurer.
5. Print Director
 - a. The Print Director 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. Student Director
 - a. The Student Director 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 Student Director 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.
10. Student Representative
 - a. The student representative shall be a student member. This position is to ensure that the students are represented as their within the group.

Article VII: Committees.

1. Appointment and implementation:

- a. The Board shall appoint a committee to complete certain, detailed, time limited tasks. Committees can be made up of board members and non board members. The committee shall report to a board member liaison, who in turn reports the actions and decisions of that committee to the board. Committees are intended to complete tasks only. Committees do not have the ability to make policy or procedure changes without board approval. Committees do not have the ability to spend WPPA funds without board approval.

Article VIII: 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. By-laws shall be adopted and amended by a majority vote of the membership.

3. Meeting

- a. It shall be the duty of the board of directors to meet monthly 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. Majority of the sitting 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. A 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.

7. Operations Policies & Procedures

- a. The Board of Directors shall oversee the operations policies. Changes to these policies can be made with a majority vote of the board at any meeting.

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.

Revised 12/2016.
Revised 3/2019 jk
Proposed Revision: 2/2020 jk - no annual meeting. No changes adopted.
Proposed Revision: 1/2021 jk
Revised 2/2021 jk
Revised 2/2022jk
Proposed Revisions 3/23 jk