

Northern New York Professional Photographers

CONSTITUTION AND BY-LAWS



Northern New York Professional Photographers Constitution and By-Laws

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Article I Organization Title

This organization shall be named Northern New York Professional Photographers (NNYPP).

Article II Purpose of the Organization

The object and purpose of this organization shall be to promote good fellowship within our craft and to encourage growth among the local professional photographers and our surrounding communities while raising the standards of photography both professionally and ethically through education, to create, foster, promote, and maintain cordial relations and encourage the exchange of knowledge among its members.

Article III Code of Ethics

The following is hereby adopted as the Code of Ethics of NNYPP and shall be subscribed to by every member. Any alleged violation of this code shall be heard by the Executive Board of NNYPP which may make recommendations to the Ethics Committee of the PPSNYS.

The practice of photography, both as a science and an art, is worthy of the best thought and endeavor of all who enter it as a vocation.

Our fellow photographer's name and reputation shall be as sacred to us as our own.

No untrue or misleading statements shall be made in any way, in any form, of business promotion.

It shall be our duty to impart freely of our knowledge, individually and as an organization, so that the professional and his/her work may be raised to higher standards.

Professionally we shall strive to serve the public to the best of our ability.

We shall abide by and observe all the rules and laws pertaining to doing business in the photographic industry and shall be honest and forthright in customer relationships.

Article IV Membership

SECTION I

The membership of the NNYPP shall consist of the following classifications, determined by the Executive Board. They may be reviewed, changed, added or removed by the Executive Board.

- A. ACTIVE - May be extended to full-time professional photographers of ethical standards, to owners, part-time owners, or managers of studios or industrial photographic departments and those who are aspiring to open a business within a year.
- B. ASSOCIATE - may be extended to employees of photographic studios or employees of industrial photographic departments; faculty or students of accredited schools or universities, or free-lance subcontractors, providing that the president, CEO, part owner, or partner in the studio is an Active member. Employees of a studio may either have an Active Membership or an Associates Membership. An Active membership is for the employee only, and does not cover the studio.
- C. ALLIED - may be extended to owners, managers, or salespeople of stock houses and representatives for photographic manufactures.

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- D. HONORARY - without active privileges, may be extended to a distinguished person whom NNYP wished to honor. Said membership shall be conferred upon a 4/5 approval of the Executive Board after proper notice of the proposed action.
- E. LIFE - without payment of dues and with full active privileges may be extended in extraordinary circumstances to any member of NNYP upon 4/5 approval of the Executive Board after proper notice of the proposed action.
- F. SPOUSES - Spouses of members are exempt from dues unless they elect to become, and are accepted, as members.

SECTION II

The right to vote and hold office is vested in Active and Associate membership who agree to adopt our code of ethics and must agree to the requirements contained within this Constitution.

SECTION III

All members are required to belong to both NNYP and PPSNYS.

SECTION IV

Membership may be denied or suspended to any applicant or member by a majority vote of the Executive Board.

Article V Dues and Fees

SECTION I

Membership dues and fees shall be determined on a yearly basis by the Executive Board of NNYP.

SECTION II

Annual dues shall be payable to the Treasurer as specified by invoice.

SECTION III

The fiscal year of the association shall be from January 1 to December 31.

SECTION IV

Active members' dues shall be established as stated in Section I. Dues for other classifications shall be in the following percentages of Active dues rounded to the nearest dollar.

Active	100%
Associate	100%
Allied	100%
Honorary	50%
Life	0%

Article VI Officers

SECTION I

The officers of the NNYP shall be a President, a First Vice President, a Second Vice President, a Treasurer, and a Secretary. They shall be elected at the Annual Meeting and shall take office at the first meeting of the Executive Board following the Annual Meeting. They shall hold office for one year and until their successors are chosen and are qualified and taken the oath of office. The President and Vice Presidents may serve no more than two consecutive terms in the same office.

SECTION II

All officers of the association shall be elected by ballot prior to the Annual Meeting and results announced at that meeting.

Only Active and Associate members in good standing may vote by ballot, casting one vote for each listed office. The ballot shall show the nominee's name with the listed office, with space for write-

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in candidate for each office, as submitted by the nominating committee. Nominations may be accepted from the floor at the business meeting prior to elections.

Article VII Duties of Officers

SECTION I

The President shall preside at all meetings of the association and the Executive Board; appoint all standing committees as provided for in these By-laws, and any other committees they may deem necessary, subject to the approval of the Executive Board. They shall be a non-voting ex-officio member of all committees except the nominating committee. The President shall conscientiously promote the growth and improvement of NNYPP and work for its betterment.

SECTION II

The highest ranking Vice President, in the absence of the President or in the event there shall be a vacancy in the office of the President, shall perform the duties of the President. The Vice Presidents shall assume any duties assigned them by the President.

SECTION III

The Second Vice President shall be responsible for programs for each meeting. They shall contact potential speakers for future programs and report their findings to the Executive Board. They shall assign duties to a committee of their choice to assist in the overall organization of such programs.

SECTION IV

The Treasurer shall receive, or cause to be received, all monies of NNYPP and shall deposit said funds in the name of NNYPP and shall pay proper claims against NNYPP. They shall keep or cause to be kept, proper books and records of the accounts of the association. The Treasurer shall present a written report of the financial condition of NNYPP at the annual meeting, covering their term of office and at least quarterly to the Executive Board; make available all books and records of the Audit and Budget Committee for review when requested. All checks must bear the signature of the Treasurer, the President or the highest ranking Vice President and a copy of each voucher sent to the auditor immediately.

SECTION V

The Secretary shall give notice of all business meetings of NNYPP and the Executive Board, keeping minutes of all proceedings. They shall include as part of the minutes any written or verbal reports of committee or from the Treasurer. Copies of the minutes of each general business and/or Executive Board meeting shall be distributed to each members of the Board prior to the next scheduled Board meeting. Secretary is also responsible to maintaining all membership records and ensuring they are up to date. The Secretary or Business Service shall execute any other proper business as may be directed by the President of the Executive Board.

SECTION VI

All officers are required to attend all meetings. Inconsistent meeting attendance can result in dismissal of office.

Article VIII Executive Board

SECTION I

This-association shall be governed by a Board of Directors (also referred to as the Executive Board or the Board throughout this document).

SECTION II

The Executive Board shall consist of the present officers of NNYPP, and all past Presidents holding Active membership. Committee chairpersons may attend meetings and counsel the Board. The

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right to vote during sessions of the Board is vested only with Board members.

SECTION III

The Board shall hold regular meetings upon the call of the President; at intervals not to exceed sixty (60) days, excluding July and August. The President or Secretary shall also call special meetings of the Board upon written request of three (3) or more Board members. The presence in person of a majority of the Board shall constitute a quorum for the transaction of business.

SECTION IV

The Executive Board shall have charge of all the affairs and act for and in the name of NNYP, not inconsistent with law.

SECTION V

The Board may determine its own rules for procedures, not inconsistent with law and these By-laws.

SECTION VI

All Executive Board members must be present to vote and may not vote by proxy.

SECTION VII

The Executive Board shall have the power to remove from office, for just cause and by a two-thirds vote, any officer or Board member for neglect of duty or whose conduct endangers NNYP.

SECTION VIII

The Executive Board shall have the power to fill vacancies on the Board until the next annual meeting.

SECTION IX

It shall be the duty of the Board to submit to the entire membership an annual report summarizing the organization's activities and accomplishments, prepared by the President; and a complete financial report and statement of receipts and Disbursements, prepared by the Treasurer and approved by the Executive Board.

SECTION X

The President shall appoint the following standing committees and such other committees as they may deem necessary, immediately upon taking office, subject to Board approval:

- A. Membership - promotion of new members
- B. Audit/Budget - coordinate with the President the planning of an annual budget and the auditing of reports of the Treasurer.
- C. Nominations - A committee of three (3) members, one of whom shall be the immediate surviving past President, to screen and present nominees for office to the Executive-Board. The First and Second Vice President shall be nominated progressively; a new Second Vice President and Treasurer shall be nominated yearly. While members of this committee shall not be eligible for nominations by their own committee, their respective spouses and/or business partners who may be qualified shall be eligible for nomination.

Article IX Meetings

SECTION I

Meetings of the association shall be held regularly except, July and August, at a time and place determined by the Board.

SECTION II

There shall be an Annual Meeting of the membership each year for the installation of officers, for receiving the annual report of the Executive Board, and to transact such other business as may properly come before the Board. The Annual Meeting shall be held no more than (30) days after

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the PPSNYS Annual Meeting. Each member shall be notified, setting forth the date, place, time and purpose of the meeting, not less than ten (10) days prior to such meeting.

SECTION III

With a minimum of a five day notice, special meetings of NNYPP may be called either by the President, Board of Directors or upon petition of a least 20 percent (or three, whichever is greater) of the Active membership.

SECTION IV

A quorum shall consist of the majority Active and Associate members. A member must be in good standing on the first day of the month preceding a meeting in order to vote.

SECTION V

Meetings of the executive board shall be conducted according to following order of business:

- A. Roll Call
- B. Reading of Minutes
- C. Reports of Officers
- D. Reports of Committees
- E. Amendments of By-Laws
- F. Elections
- G. Old Business
- H. New Business
- I. Announcements
- J. Program

Article X Amendments

SECTION I

Proposed amendments to these Constitution and By-laws shall be presented in writing to the Board prior to the Annual Meeting, to enable an advisory vote to be taken. Proposals may then be introduced at the Annual Meeting for voting upon by the Active membership. Proposed amendments recommended by the Board may be adopted by a majority vote of those present qualified to vote. Proposed amendments not recommended by the Board may be adopted by a 2/3 vote of those present qualified to vote.

SECTION II

This Constitution and By-laws also may be amended by a 2/3 vote of the Active members present and qualified to vote at any duly organized meeting of NNYPP, provided that said resolution for amendment is introduced in proper form with at least 90 day written notice to the membership prior to the vote, and at least a majority of voting membership is present for the vote.

SECTION III

All amendments to the Constitution and By-laws shall have the same force and effect as the original By-laws of NNYPP, and shall become effective immediately upon adoption, unless otherwise provided in the resolution of the amendment.

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Article XI Invalidation

SECTION I

The invalidation of any provision of this Constitution and By-laws, due to illegality, conflict with the provisions of the state association, or otherwise, shall not invalidate any other portion of this Constitution and By-laws.

Adopted: 01/11/17