

**CONSTITUTION
OF THE
WESTCHESTER PROFESSIONAL
PHOTOGRAPHERS ASSOCIATION, INC.**

Article I Name

Westchester Professional Photographers Association, Inc.(WPPA)

Article II Purpose

The object and purpose of this Association shall be to constantly elevate the standards of photography, both professionally and ethically and to improve the economic condition of the professional photographer. To create, foster, promote, and maintain cordial and ethical relations in the exchange of knowledge among its members.

Article III Code of Ethics

The following is hereby adopted as the Code of Ethics of the Association and must be signed by every member.

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

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

No untrue or misleading statement 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 or 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 as put forth by the Federal Trade Commission (FTC) of the US Government concerning the photographic industry.

The interpretation of the Code of Ethics rests with the Committee on Ethics.

Article IV Membership

Persons applying for membership shall be sponsored by an active or associate member in good standing of the Association, with each application subject to requirements contained within these By-laws, together with procedures adopted by the Executive Council of this Association.

Active Membership:

May be extended to a professional photographer who derives a significant portion of earned income from photography and is:

- 1) considered to be a full-time photographer, having a sales tax number who is available for assignment on a regular basis; or a direct owner or manager of a photographic operation with a sales tax number, which is considered to be full-time for the purpose of taking, or the taking and making of photographs.
- 2) employed full-time in business or industry with the prime function being that of a photographer, or the direct manager of a photographic department, which has as its purpose the taking, or the taking and making of photographs.

Associate Membership:

May be extended to anyone who:

- 1) earns a portion of his or her income from professional photography or the teaching of professional photography on other than a casual basis.
- 2) is primarily a student of an accredited school or university, enrolled in professional photography courses or in courses involving the utilization of professional photography.

One cannot qualify for membership as a student if he or she would qualify primarily under another classification.

Associate of a Member Studio:

Extended to additional members of a member studio at reduced NY State dues and benefits.

Life Membership:

May be extended to:

- 1) anyone who is an Active Member in good standing of this Association for at least ten (10) consecutive years prior to application in this classification, with the sum of their current age, plus WPPA membership years, equaling at least seventy-five (75) points. Said membership shall be conferred upon by a majority approval of the Executive Council present and voting at any meeting at which proper notice of the proposed action is given.
- 2) all past Presidents of PPSNY.

Allied Membership:

May be extended to owners, managers, or salesmen of firms engaged in the manufacture or the sale of photographic products or services.

Honorary Membership:

Without privileges of regular membership, except as provided by the Executive Council, may be extended to a distinguished person whom the Association wishes to honor by reason of his or her service to the Association or the field of photography. Said membership shall be conferred upon four-fifths (80%) approval of the Executive Council present and voting at any meeting at which proper notice of the proposed action is given.

Out-of-Section Membership:

May be extended to any person who is a member in good standing of another Section of the Professional Photographers Society of New York (PPSNY) and would entail only payment of section dues to WPPA, at the same category as the parent section.

The right to vote and hold office in this Association is vested solely in the Active and Life Memberships, except if otherwise provided in these By- Laws.

Any Active or Associate Member of this Association not attending at least three (3) dinner meetings per year without extraordinary reason as determined by Council, shall have the choice of:

- (1) termination of membership; or
- (2) payment for the cost of the same three (3) dinners.

Membership for any person may be suspended or revoked for cause, by a two-thirds vote of the Executive Council, following proper notice in this regard to the vote on such an action. A member shall also be served with at least ten (10) days notice of said pending action and shall be allowed to be heard fully in regard to the matter prior to the vote.

Article V Dues

Membership dues, fees and assessments for various membership classifications in this Association shall be determined by the Executive Council with annual membership expiring on December 31 of each year .

Each member, upon payment of dues and fulfillment of any other obligations,

shall receive a packet containing: membership card, wall certificate, print competition rules, and any other materials deemed necessary by the Executive Council. Members card and wall certificate shall be non-transferable.

If a member has not renewed his or her membership by the first day of February in any year, the Treasurer shall cause a notice to be mailed to the member's last known address, notifying him or her of the delinquency. If said member fails to renew membership by the last day of February in any one year, membership shall be terminated and the Treasurer shall cause a notice of said termination to be mailed to the canceled member at his or her last known address. Failure on the part of the Treasurer of this Association to provide said notifications shall not constitute a waiver of the right to terminate membership due to non-renewal.

Any member may, at any time, resign from this Association by submitting a resignation in writing to the Secretary of this Association. Upon termination of membership for whatever cause, a member shall nevertheless remain liable to this Association for all dues, charges and assessments accrued and unpaid at the date of such resignation and shall not be entitled to any refunds of dues, charges or assessments paid by resigned member and applicable to the unexpired term of membership.

Honorary and life members shall be exempt from paying dues.

Article VI Officers

The Officers of this Association shall consist of a President, Vice-President, Secretary, and Treasurer who shall be members in good standing. They shall not hold office for more than two (2) consecutive terms or until their successors shall be chosen and qualified.

Article VII Duties of Officers

The President shall preside at all meetings of this Association and its Executive Council, appoint all committees and delegates except as otherwise provided in these By-laws, and shall be a non-voting, ex officio member of all committees except the Nominating Committee.

He or she shall conscientiously promote the growth and improvement of this Association, and, at each general meeting, make a report to the membership of

any progress and business discussed at previous Council Meeting.

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

The Secretary shall attend all meetings of the Association and of the Executive Council, record and file minutes of all proceedings and execute such correspondence as he or she may be instructed to perform by the President or Executive Council. The Secretary shall also handle all correspondence not otherwise assigned and maintain a file of such correspondence.

The Treasurer shall receive, or shall cause to be received, all monies of this Association, except as otherwise provided in these By-laws. The Treasurer shall deposit said funds in a bank or banks approved by the Executive Council, and shall keep or shall cause to be kept, proper books and records of the account(s) of this Association, and shall pay proper claims against the Association when said claims are properly approved by the Executive Council. All checks must bear the signature of the President or Treasurer. The Treasurer shall present a report of the financial condition of the Association at each Council meeting and submit an annual statement of financial condition of the Association to the Audit Committee. If same are found correct, the Treasurer shall receive certification in writing to that effect from said committee.

Article VIII Executive Council

This Association shall be governed by a Board of Directors (referred to in these By-laws as the Executive Council or Council).

The Executive Council shall consist of the Officers of this Association, the immediate Past President, and Directors, all to be elected at an annual meeting. The number of Directors shall be determined by a proportional representation of one (1) to four (4) of the total General Membership of the previous year, rounded up to the nearest even number. The Directors shall be considered to be members-at-large. Committee Chairpersons shall also be a part of the Executive Council when called by Council to discuss that Committee's business and shall be entitled to vote on that Committee business only at that meeting. All persons entitled to vote at Executive Council meetings shall be present to exercise the vote; voting by proxy will not be permitted.

No officer or member of this Association will make any commitment in the name

of the Association without authorized approval of the Executive Council. The Executive Council shall hold meetings at intervals not to exceed sixty (60) days. A majority of the Executive Council shall constitute a quorum. The Executive Council shall have charge of all the affairs, and act for and in the name of the Association. The Executive Council shall, by a two-thirds (2/3) vote, have the right to recommend removal from office any officer, director or Council member for neglect of duty or any misconduct which may endanger the welfare, interest, or character of the Association. A two-thirds (2/3) vote at a general meeting is required for removal from office. The missing of three (3) consecutive Executive Council meetings shall be considered to be neglect. Should there be any vacancy in the officers and directors of the Executive Council, an election shall be held at the next monthly meeting to fill such vacancy for the unexpired term.

Nomination of candidates for office shall take place in September. The Nominating Committee shall make its recommendations known at the September General Meeting and additional nominations may then be made from the floor.

Elections shall take place in October; additional nominations may also be made from the floor, after which Officers and nominated members of the Executive Council shall be elected.

Installation of officers and Council shall take place at the Annual Meeting in November. Newly elected officers will assume their duties on January First.

Article IX Committees

The President of this Association shall appoint such Committees as shall be found necessary by the Executive Council and as provided by these By-Laws, including the following standing committees which shall have the duties hereinafter detailed, together with those which may be assigned by the Executive Council. These committees are:

Membership whose duties shall be to process all membership applications subject to Article IV (Membership), collect all dues from prospective members, collate and maintain the membership packet subject to Article V, keep an updated list of membership status, and turn in all monies collected to the Treasurer.

Programs whose duty it shall be to schedule all speakers, demonstrations, and

other programs of the Association.

Arrangements and Hospitality shall be responsible for all dinners and social affairs of the Association.

Prints shall handle all prints submitted to the Association for display or competition and, with the approval of the Executive Council, shall have the power to set the fee (s) required for submission of above prints. All monies received are to be turned in to the Treasurer. The Print Committee will determine, with approval of the Executive Council, rules to govern print competitions and supply said rules to Membership Committee for inclusion in packet.

Ethics shall consist of four (4) elected directors of the Executive Council. This Committee shall be responsible for all matters within the Association pertaining to ethics and shall investigate and pass on all reports of unethical conduct.

Nomination shall be appointed by the President during July. This Committee shall present a slate of officers and directors to the general membership at the September meeting to be voted on at the October meeting. This committee shall conduct the elections. This Committee shall consist of two (2) Past Presidents and one (1) active member in good standing.

Publicity shall handle all promotional activities toward the improvement of the public image of the Association.

Finance and Audit shall consist of three (3) members whose duties shall be to cooperate with the President in the audit of the Treasurer's Annual Report.

Article X Meetings

General meetings shall be held on the fourth Tuesday of each month whenever possible.

Meetings of the Executive Council shall be held on the second Tuesday of each month, whenever possible.

Special meetings of the Association may be called by the President or by petition of at least thirty percent (30%) of the voting membership. Voting power in the Association shall be limited to Active and Life Members.

All members in good standing are entitled to attend any Executive Council meeting strictly as an observer .

Article XI Order of Business

1. Opening of meeting by the President
2. Reading of the minutes by the Secretary
3. Correspondence
4. Treasurer's Report
5. Reports of Committees
6. Unfinished ("old") business
7. New business
8. Adjournment

Article XII Amendments

Amendments to this Constitution may be introduced at any regular meeting and must be in writing. They shall then be referred to the Council and, when reported on by Council, shall be submitted to the membership at the next regular meeting for acceptance or rejection by a majority vote.

The invalidation of any provision of these By-Laws, due to illegality, conflict with provisions of the State or National Association, or otherwise, shall not invalidate any other portion of these By-Laws.

Adopted as amended May 24, 1994
Adopted as amended April 27, 1999
Adopted as amended April 27, 2004

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