

**THE BYLAWS OF THE
PROFESSIONAL PHOTOGRAPHERS OF OKLAHOMA INC.**

ARTICLE I

Section I. The Bylaws of this Constitution shall be binding on the membership in matters of policy affecting the activities of the Association.

ARTICLE II

Section I. The revision and amendments to the Bylaws shall be by a two-thirds vote of the Board of Directors and/or majority vote of the membership at the regular scheduled business meeting at the Annual Convention.

ARTICLE III

Code of Conduct (Ethics)

Section I. The following shall constitute the Code of Conduct for members of this Association and each such member shall signify his intention and willingness to abide by the same in the manner hereafter provided.

I, _____ having been accepted into membership of the Professional Photographers of Oklahoma, do hereby subscribe without reservation to this Code of Conduct, and do solemnly swear and agree that:

(1) I will endeavor to enhance and enable the status of the photographic profession by maintaining a dignity of manner in my behavior, in the presentation of my photography and photography services, in the appearance of my studio or place of business, and in all other forms of public contract.

(2) I will observe the highest standard of honesty in all my transactions, avoiding the use of false titles, confusing or inaccurate technical terms or descriptions, and misleading terms or claims.

(3) I will at all times endeavor to produce only those types of photographs and photographic services that will enhance the prestige of the profession, to apply my best efforts on behalf of the public, and to play my part in raising the general standard of photographic craftsmanship.

(4) I will show a friendly spirit of cooperation with my fellow professional photographers and assist them whenever possible should they be in trouble or difficulty.

(5) I will at all times avoid the use of unfair competitive practices.

(6) I will assist and give freely of my knowledge and talent to members of my profession, and will encourage them individually and collectively, so that the quality of photography may constantly be raised to higher standards.

(7) In all matters relating to the interpretation of this Code, I will recognize the authority of the Professional Photographers of Oklahoma, Inc.

(8) In witness thereof, I hereby append my signature this ___ day of _____, 20 ___.

Section II. The Code of Conduct shall be prominently incorporated with and be a formal part of every application for membership and shall be signed by hand, in ink, by each applicant, such signature to be in addition to the customary writing or printing of the applicant's name on the application form.

Section III. No applicant for membership shall be accepted and no services or privileges shall be accorded to any applicant unless and until the Code of Conduct has been signed.

Section IV. All original applications for memberships, together with their accompanying signed copies of the Code of Conduct, shall be retained in a permanent alphabetical file in custody of the Executive Director of the Association.

Section V. Upon acceptance of an application for membership a suitable elaborate copy of the Code of Conduct shall be sent to such new member, which he/she shall be required to sign and prominently display for the information of the public in or upon the studio premises or other place of business.

Section VI. No member of the Association shall enter into any agreement of any nature whatsoever, the object of which is to restrain trade, limit production, circumscribe competition, regulate prices, distribute business or perform any act which is contrary to law.

Section VII. Every member of this Association shall be at liberty at all times, in every respect and particular, to conduct business as the individual sees fit, provided that in so doing the individual does not violate the Code of Conduct and the provisions of Section VI of this article.

Section VIII. Failure to abide by the Code of Conduct, shall constitute cause for loss of membership, said membership to be rescinded at the discretion of the Board after the member has been notified and ample time allowed said member for the correction of this breach of conduct.

ARTICLE IV

Membership Classification

Section I. There shall be nine classifications of membership as follows: Active, Associate, Sustaining, Life, Life Spouse, Honorary Life, Aspiring, Student and Out of State. With the exception of Life membership, there is no spouse category. Any spouse who takes part in studio/company affairs must join or renew as an Associate member. Any spouse who does not take part in studio/company affairs will be considered a non-member. These non-member spouses may attend seminars, conventions and register for social events only. Professional photographers from states other than Oklahoma may not be Active or Associate members of this Association, but are welcome to attend all conventions, seminars and functions of this Association by showing proof of membership in their own state photography association and paying the registration fee of the PPO function. Professional photographers from out of state may enter prints in the PPO annual print exhibition, but only in the out-of-state category as stated in the PPO official print rules governing the exhibition.

Section II. (a) Active membership shall be extended to individual Oklahoma professional photographers, partnerships and corporations who reside and do business in Oklahoma and pay local, state and federal taxes and whose major portion of business involves the making of photographic images and who are engaged in any of the following: portrait photography, wedding, commercial or news photography in all their components; industrial or specialized types of photography of whatever description; video and electronic imaging, motion picture photography, the production of photocopies, slide films and photo finishing.

(b) Active membership shall also include industrial photographers in non-photographic establishments, organizations or institutions who are heads of photographic departments or the sole operators of such departments in and for their respective organizations; news and press photographers who are directors of photographic departments, or the sole photographers in and for their respective newspapers, news picture syndicates, magazine or publications; police/law enforcement and investigation, forensic, and other photographers who are directors of photographic divisions or sections, in any departments, division bureau, section or authority of any federal, national, state, territorial, provincial or local government body; photography-related instructors in recognized schools of photography; photographic technicians who are heads of such departments, or the sole photographer in and for their respective institutions.

Section III. Associate memberships shall be available to individuals employed by an Active, Life or Sustaining member and include such individuals as follows: employees of photographic departments in non-photographic institutions, establishments or organizations; employees of photographic departments of newspapers, news picture syndicates, magazines or publications; employees and representatives of photographic manufacturers, wholesalers, importers, distributors, dealers and publishers; employees of establishments specializing in the production of photocopies, electronic imagery, slide films and/or industrial motion pictures/videos; employees of photofinishing plants; employees of medical, dental, x-ray, biological or other photographic specialists or departments; employees of photographic divisions or sections of any department, division, bureau, section or authority of any federal, national, state, territorial, provincial or local government body; employees of recognized schools of photography; members of the armed forces of this other countries engaged in photography; advanced amateurs and others interested in advancing themselves in professional photography; writers and columnists dealing with photographic subjects and those engaged in video imagery.

Section IV. Sustaining memberships shall include individuals, firms, partnerships and corporations engaged in the manufacture, importing, distribution and/or wholesaling of photographic equipment, apparatuses, materials, supplies and

accessories; publishers of photographic magazines; and other national trade associations whose activities pertain to the photographic industry.

Section V. Life memberships shall be extended to the outgoing presidents of the Association upon the majority approval of the Board of Directors.

Section VI. Life Spouse memberships shall be extended to the spouses of past presidents of the Association and shall not have voting rights nor be eligible for office unless the individual meets other qualifications under Section II; (a) or (b) under membership.

Section VII. Honorary Life memberships shall be extended to individuals, partnerships, and corporations by vote of the Board of Directors, for outstanding services rendered to the Professional Photographers of Oklahoma.

Section VIII. Aspiring memberships may be extended to persons working in photography, but not deriving the majority of their income from photography. This category may be invoked for one year, with maximum one-year extension, to encourage growth in the profession and full membership in time. Dues: Same as associate member dues.

Section IX. Student memberships shall be extended to full time students preparing for a career in photography in a college or approved vocational or technical school. Students applying must list the name of the school being attended and the instructor. Membership in this category is limited to a two-year period and is not open to returning members.

Section X. Out of State memberships may be extended to any photographer from any other state, which desires Active membership of this association. Dues: Same as associate member dues.

Out of State Surcharge: Should the member not maintain a membership in their home state a \$30.00 surcharge will be added to their regular membership dues.

Section XI. The privileges of each membership classification shall be as follows:

(a) Active: Voting member and eligible for all elective offices; entitled to attend all educational programs, trade shows and enter print competitions; will receive publications; and may attend all social events.

(b) Associate: Non-voting member and not eligible to hold elective office; entitled to attend all educational programs, trade shows and enter print competitions; will receive publications; and may attend all social events.

(c) Sustaining: Non-voting member and not eligible to hold elective office or enter print competition; entitled to attend all educational programs and trade shows; will receive publications; and may attend all social events.

(d) Life: Voting member and eligible for all elective offices; entitled to attend all educational programs, trade shows and enter print competition; will receive publications; and may attend all social events.

(e) Life Spouse: Non-voting member and not eligible to hold elective office; entitled to attend all educational programs, trade shows and enter print competition; will receive publications; and may attend all social events.

(f) Honorary Life: Non-voting member and not eligible to hold elective office or enter print competition; entitled to attend all educational programs and trade shows; will receive publications; and may attend all social events.

(g) Aspiring: Non-voting member and not eligible to hold elective office; entitled to attend all educational programs, trade shows and enter print competition; will receive publications; may attend all social events. Dues: Same as associate member dues.

(h) Student: Non-voting member and not eligible to hold elective office; entitled to attend all educational programs, trade shows and enter print competition; will receive publications; and may attend all social events. Unless 21 years of age or older, the person will not be served alcoholic beverages at any PPO social events.

(i) Out of State: Non-voting member and not eligible to hold elective office or serve on a committee. Also, may not enter in PPO print competitions except in Out of State category. Entitled to attend all educational programs, trade show, receive publications and attend all social events.

ARTICLE V

Past Presidents

Section I. Past Presidents shall be ex-officio members of the Board of Directors. Ex-officio members are non-voting participants unless seated in a current term.

ARTICLE VI

Dues and Convention Registration Fees

Section I. The Executive Council will determine, with the advice of the Board of Directors, the manner of payment, the amount of annual dues and registration fees, as well as service charges, where such are deemed advisable or necessary.

Section II. Annual dues shall be payable prior to December 31 for the next year.

ARTICLE VII

Association Business Meeting

Section I. The Annual Convention business meeting shall be held for the election of the PPO Officers and Directors of the Association and for transaction of business of the Association, and shall be listed in the Annual Convention schedule of events.

ARTICLE VIII

Committees

Section I. A budget committee composed of the Executive Council Elect and the Executive Director shall submit a proposed budget at the transitional Board meeting called within forty-five (45) days after the Annual Convention.

Section II. The education committee shall be composed of a chair and six committee members appointed by the Board upon recommendation of the President.

1. The mission of this committee shall be to provide educational opportunities for the association membership and other photographers through the Oklahoma School of Photography or “PPO School”.

2. The chair shall serve as the director of the “PPO School” at the discretion of the PPO Board.

3. The committee members shall be appointed for a three-year term unless appointed to fill a vacant term in which case the appointment shall be to complete the original term. Two appointees will be made by each incoming President at the Transitional Board Meeting. Educational committee members may serve three terms. “During the first year of this committee two members will be appointed for three years, two members for two years and two members for one year.”

ARTICLE IX

Speaker Contracts and Remuneration

Section I. The maximum remuneration for transportation for program speakers for Annual Convention, Fall Seminar and other PPO events shall not exceed round-trip coach airfare. Remuneration for other speaker expenses must also be approved by the Board of Directors in advance on the recommendation of the President.

Section II. A Speaker’s Contract form, filled out by the Executive Director stating the maximum amount that shall be paid to a speaker for the individual’s

appearance, must be completed and approved (with signatures) by both the speaker and the Executive Director prior to the engagement.

ARTICLE X

Remuneration for the Board of Directors

Section I. The Officers and other members of the Board of Directors shall serve without remuneration for services or personal expenses.

Section II. The Executive Council shall have the authority to appoint or hire such paid employee(s) as it may deem necessary or expedient for the operation of the Association, on a contract, temporary, part-time, or full-time basis. Such employee(s) shall have such title, duties, tenure, and compensation as may be mutually agreed upon, and such employment, except in that of a strictly temporary nature, shall be subject to review and confirmation by the Board of Directors.

ARTICLE XI

Association Publications

Section I. A committee on publications shall be appointed by the Board of Directors and approved by a majority vote of the Board. This committee shall consist of six members: two members elected for three years, two members elected for two years and two members elected for one year. Each year the Board will appoint two members to replace the outgoing members. The chairman of the committee will be chosen annually by the members of the publications committee. This committee shall supervise publication of the PPO magazine, the annual directory, web site and any other publication deemed necessary by the Association.

ARTICLE XII

Parliamentary Procedures

Section I. In all questions of parliamentary practice not covered by these bylaws, Robert's Rules of Order shall prevail.

ARTICLE XIII

Board Meeting Requirements

Section I. The agenda for Board of Directors meetings shall be mailed to all Officers, Board of Directors and Past President at least fourteen (14) days prior to each meeting.

Section II. Minutes for Board of Directors Meetings shall be mailed to all Officers, Board of Directors and Past Presidents within thirty (30) days following each meeting.

Section III. Any member of the Board of Directors who misses three (3) consecutive meetings of the Board shall automatically be removed from the Board and a new member elected by the other Board members to fulfill that person's term.

ARTICLE XIV

PP of A National Award

Section I. The Executive Council shall meet, discuss, nominate and may elect, at their discretion, a person to receive the PP of A National Award. Three votes are necessary for the election.

ARTICLE XV

Policy and Procedure Manual

Section I. A policy and procedures manual shall be maintained by and for the use of the

following: (1) President, (2) First Vice-President, (3) Second Vice-President, (4) Secretary, (5) Convention Manager, (6) Board of Directors (maintained by the Secretary). These manuals along with all records related to an office must be returned and redistributed to the new officials at the Transitional Board meeting.

ARTICLE XVI

PPO Official Journal

Section I. The official journal of Board actions taken by the Professional Photographers of Oklahoma Inc. shall be created by the Secretary and handed down from Secretary to Secretary. The journal shall include all Board policies that are passed during Board of Director's meetings. The normal minutes shall contain all the fine points of the policies, and the journal will serve as a ready reference listing the crux of the policies with the date passed. When the Board feels a policy should become a bylaw, the policy book will still have an entry noting that the policy is a bylaw. The Executive Director shall also retain a copy of these actions. The Secretary is responsible for updating all manuals annually.

ARTICLE XVII

Qualifications for Officers and Members of the Board of Directors of Professional Photographers of Oklahoma Inc.

Section I. To qualify for election as an officer or a member of the Board of Directors, a person must be an active member of the Professional Photographers of Oklahoma Inc. in good standing. The person must have been active in The Professional Photographers of Oklahoma Inc. for at least two (2) years. The Officers and Board of Directors must also be members of the Professional Photographers of America Inc. They (Board members and Officers) must be available for consumer assignment during a normal week or in photographic-related employment or education which would include the employment of the industrial photographer and photography instructor.

Section II. Each year a new slate of five (5) Board of Directors are elected or reelected for a three (3) year term. At least one (1) Past President should be on each slate.