

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

**ARTICLE I**

*Name*

**Section I.** The name of this association shall be the Professional Photographers of Oklahoma, Inc.

**ARTICLE II**

*Incorporation*

**Section I.** This association shall be incorporated under the laws of the State of Oklahoma.

**ARTICLE III**

*Purposes*

**Section I.** The objectives and purposes of this association shall be to promote and advance professional photography in all of its components both as an art and as a profession for Oklahoma Professional Photographers, to create, foster, support and maintain cordial relationships through education, cooperation and interchange of thoughts and opinions freely among its members; to oppose violations and infringements on the rights of the professional photographer or the individual's organization; to foster the practical benefits to be derived from personal acquaintances and the discussions of subjects having to do with photography; to cooperate with any and all governmental agencies and departments having to do with the arts and profession of photography; and to cooperate with other organizations which may be striving to accomplish similar purposes.

**ARTICLE IV**

*Membership*

**Section I.** (a) The voting membership of this association shall consist of professional photographers who reside, have a business and pay local, state and federal taxes in Oklahoma. Photography related businesses, corporations and institutions may be eligible for membership under the classifications described in the Bylaws of this association.

(b) There shall be various classifications of membership that shall be set by the Board of Directors and set forth in the Bylaws of this association.

(c) Members shall be entitled to such services and privileges as decided for their respected classifications by the Board of Directors.

(d) The various services and privileges to which members are entitled shall be announced from time to time as they may be increased, expanded or reduced, in the official publication of the Association and shall be explained in detail in the Association's official membership literature.

**Section II.** The obligations and duties of the membership to the association shall be set forth and defined in the Bylaws.

## ARTICLE V

### *Board of Directors*

**Section I.** (a) The Board of Directors of this association shall be composed of the President, First Vice-President, Second Vice-President, Secretary, and Immediate Past President of the association and fifteen active or life members of this association who shall be elected for a period of three years by the voting membership attending the Annual Convention.

(b) The Board of Directors shall be elected in such a manner that five memberships expire annually.

(c) The Officers and Directors, whose terms expire in any given year, shall relinquish their office during the transitional Board meeting.

**Section II.** The Board of Directors will hold its meetings at the discretion of the President of the Association and/or upon written request of any three members of the Board.

**Section III.** Each Director shall be entitled to reasonable notice in order to give the individual ample time to attend all meetings of the Board. The official agenda must be mailed to all Officers, Board members and Past Presidents at least fourteen (14) days prior to each meeting date.

**Section IV.** In the event of a vacancy in the Board of Directors caused by death or resignation, the remaining members of the Board, by a majority vote, shall appoint an active or life member to fill the unexpired term caused by such vacancy.

**Section V.** At all meetings of the Board of Directors a majority of the Board shall constitute a quorum for the transaction of business.

## ARTICLE VI

### *Executive Council*

**Section I.** The Executive Council shall be composed of:

(a) The President of the Association

(b) The First Vice-President of the Association (Responsible for Trade Show)

(c) The Second Vice-President of the Association (Responsible for Print Exhibit.)

(d) The Secretary of the Association.

(e) The Immediate Past President of the Association

**Section II.** In the interim between Board meetings, the Executive Council shall have the power to carry out and follow all orders and policies promulgated by the Board of Directors.

## ARTICLE VII

### *Officers*

**Section I.** (a) The officers of the Association shall be a President, a First Vice-President, a Second Vice-President, and a Secretary who shall be elected annually by the voting membership at the Annual Convention. Nominations for officers and directors of the association shall be received from the nominating committee and from the membership in attendance at the annual business meeting.

(b) The First Vice-President shall be the President-Elect, to automatically become President, at the end of the current term.

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**Section II.** It shall be the duty of the President to preside at all meetings of the Board; to cause the Secretary to issue the roll call; to direct the activities of the Association in the manner prescribed by the Board; to review all invoices and accounts presented for payment; to act as member ex-officio of all committees; and to perform the duties generally imposed upon a like officer of similar associations.

**Section III.** (a) The First Vice-President shall perform the duties of the President during the President's absence or inability to serve, and in the case of vacancy in the office of President shall become President for the unexpired term.

(b) Should the First Vice-President become President, the Second Vice-President would become the First Vice-President and the Board shall elect a new Second Vice-President to fill the unexpired term.

(c) Should the offices of President, First Vice-President and Second Vice-President become vacant, the Secretary shall become President and the Board shall elect a new First Vice-President, a new Second Vice-President, and a new Secretary.

(d) The First Vice-President shall have complete responsibility for the Trade Show at the Annual Convention and review with the Board of Directors all financial matters related to the position. The Second Vice-President shall have complete responsibility for the Print Exhibit at the Annual Convention.

**Section IV.** It shall be the duty of the Secretary to record, send and supervise the maintenance of the minutes of the Board of Directors; and the issuance of such notices as the Board of Directors may direct; and to perform such other duties as may be required of him/her from time to time.

**Section V.** All expenses incurred by officers or members of committees which have been authorized by the Board of Directors for business of the Association, shall be defrayed by the Association upon approval of vouchers.

## ARTICLE VIII

### *Committees*

**Section I.** The following committees shall be standing committees of this association:

(a) Committee on Constitutional Amendments shall be composed of three life members of this Association who shall be named by the President of the Association and approved by the Board of Directors. Their duties shall be:

1. To present to the Association membership at their regular scheduled business meeting, all suggested constitutional amendments received by the chairman of this committee shall be provided at least thirty days before the opening date of the Annual Convention. All proposed amendments shall be published ten days previous to the opening date of the Annual Convention.

2. This committee shall make a recommendation to the membership at the Annual Convention upon each suggested constitutional amendment.

3. This committee shall make a recommendation on the constitutionality of any proposed bylaw submitted to it by the Board of Directors.

(b) Nominating committee shall be composed of all past presidents of the Association present at the called committee meeting at the Annual Convention. The chairman of this committee shall be the Immediate Past President. In the event of the absence of the Immediate Past President the first succeeding Past President in line shall act in this capacity. The duties of this committee shall be:

1. To present to the membership at the Annual Convention's regular scheduled business meeting, the names of the candidates for Officers and the Board of Directors they wish to nominate for the ensuing year.

## ARTICLE IX

### *Conventions*

**Section I.** Conventions shall be in full charge and control of the Board and shall be held annually at such times and places and consisting of such programs as the Board may determine.

## ARTICLE X

### *Constitutional Amendment*

**Section I.** The constitution may be amended by two-thirds vote of the active and/or life members present at the scheduled business meeting during the annual convention.

## ARTICLE XI

### *Rules of Order*

**Section I.** In all questions of parliamentary practice not covered by these Articles, Robert's Rules of Order shall prevail. As adopted February 16, 1958 by the Board of Directors; incorporating amendments effective this date.