

BY - LAWS
OF
GULF COAST PROFESSIONAL
PHOTOGRAPHERS ASSOCIATION.

*Amended January 1999
**Amended November 2006

ARTICLE ONE

ORGANIZATION

1.1 THE NAME OF THIS ORGANIZATION SHALL BE
GULF COAST PROFESSIONAL PHOTOGRAPHERS ASSOCIATION.

1.2 THE ASSOCIATION SHALL HAVE A SEAL WHICH SHALL BE IN THE
FOLLOWING FORM: (IMAGE LOGO)

ARTICLE TWO

Purposes

2.1 The following are the purposes for which this organization has been organized and the general nature of the objects and purposes of the association shall be to constitute and function as a society dedicated to scientific learning, research and instruction in connection with the art, science and profession of photography; to educate the membership and inform the public as to the standards both professionally and ethically. To promote and maintain cordial and ethical relations among the membership and with the community in order to advance professional photography in all its branches and to promote all things which may be of practical benefit to the profession.

ARTICLE THREE

Membership

3.1 Membership in the organization shall be open to all Professional photographers and Employees of Professional photographers who subscribe to the Code of Ethics of the Gulf Coast Professional Photographers Association and meet the following criteria:

New Member: Will have 1st year probationary membership with refusal to renew upon recommendation of the Board of Directors and a majority vote of the general membership.

Active Member: Those who earn 51% or more of their gross income from the practice of professional photography and maintain a current state, county and city business license number for photography, sales tax number, and

business telephone.

Associate Member: Those who may earn less than 51% from the practice of professional photography but are employed by an Active Member who maintains a current state and county business license number for photography, sales tax number, and a business telephone. *Associate members cannot have their own separate business license in photography.

***Aspiring Member:** For entry level professionals who are not ready for a full time career but plan to do so. Their time is limited to one year. They are not required to have an established studio or earn 51% of their income from photography but must have the necessary business licenses and state sales tax number. The sponsoring active member will be considered their mentor to help with questions about business practices, equipment, etc. At the end of their year, the sponsoring active member will report to the organization about their progress so they can be considered for active membership.

Honorary Member: Shall be anyone so honored by the Board of Directors Nomination and the Majority Vote of the Membership.

Guest: Shall be a member in good standing of any guild affiliated with Professional Photographers of America and be a resident of that state where that membership is held. Or someone invited by an Active Member to attend one meeting at no charge. Thereafter the board of directors may set a tariff at whatever is deemed fair.

3.2 Application shall be made in writing to the secretary and shall be on a form provided by the secretary with the approval of the Board of Directors. The conditions stated upon the application shall be conditions precedent to the acceptance of any applicant for membership. Application for membership shall be accompanied by funds required, the initiation fee and one year dues. Applications must be made for all types of memberships and kept by the Secretary. If any new applicant be refused membership, that applicant's money shall be refunded.

3.3 No applicant may be admitted for membership without a two thirds affirmative majority vote of the attending active membership. If the president so directs, the vote by the membership upon the acceptability of any applicant may be secret ballot. In the event that three (3) dissenting votes appear, that applicant's application may be re-voted at the next meeting of regular membership. Before the second vote, those dissenting members must state just reason before the Board of Directors who may discard their vote.

3.4 No applicant may be admitted for membership until his \ her application is sponsored by an active member. Such sponsoring active member must have been an active member for not less than one (1) year, or twelve(12)calendar months.

3.5 Any member whose dues or assessments are delinquent for more than thirty (30) days shall be considered to have forfeited their membership. Any membership forfeited by non-payment of dues or assessments may be reinstated by the unanimous decision of the Board of Directors upon the payment of the delinquent sums.

3.6 Any member may have their membership forfeited as discipline for the violation of a public law or for the violation of the Code of Ethics of this association. A decision to dismiss any member from the membership rolls upon the grounds stated must be made by a two-thirds vote of the voting members of the association.

***3.7** All new members will receive a membership packet that will include a copy of the bylaws, code of ethics, brochures and display/competition rules.

ARTICLE FOUR

GENERAL MEMBERS MEETINGS

4.1 There shall be an annual meeting of the membership on the Fourth (4th) Monday of November at which the directors and the officers for the following year shall be elected. The President, the Secretary, or any three members acting in concert may call a special meeting at any time or place permitted by these by-laws and laws of the State of Alabama.

**The current board shall have collected the names of any volunteers wishing to serve on the Board of Directors before the October meeting and will present the list of names and office sought to the membership at that October meeting. All board candidates must have been a member in good standing for over one year and only (1) active member per studio can serve on the board. Nominations can be made and volunteers may announce candidacy at the October meeting and be added to the slate of candidates. The slate is finalized by the end of the October meeting and the names and offices sought by the candidates will be published in the November newsletter to allow adequate time for consideration by the membership. No nominations or volunteers will be allowed on the night of the election unless one of the board seats has no candidate before then.

4.2 Member's meetings shall be conducted by the President of the Association or in his absence by the Vice President. Meetings shall be conducted according to the procedures in Robert's Rules of Order. The Secretary shall keep minutes of each meeting. The regular monthly meeting shall be a place and a time decided upon by the regular Active membership of the Association.

Meetings may be held and business conducted by the membership at other places and at other hours provided the membership is given forty-eight (48) hours notice of any change from the regular meeting place or time. Any meeting which had been convened at the regular meeting place may be adjourned and/or continued at another time and place.

4.3 Associate members and honorary members shall be permitted and shall be encouraged to attend all members' meetings. Associate members and honorary members may be heard on any subject before the membership at any such meeting in the same manner as active, but may not vote or hold office.

4.4 Each active member shall have one vote at any meeting at which a quorum of the membership is present. The vote shall be limited to two active members per business. Aspiring members are permitted and should be encouraged to attend all member's meetings. They may be heard on any subject before the membership at such meetings in the same manner as an active member but may not vote, hold office, display or be in the GCPPA brochures.

4.5 A quorum of the voting membership must be present for the transaction of any business at a member's meeting. **A quorum shall be defined as twenty-five percent(25%)of voting members.

4.6 All expenditures over two hundred dollars (\$200.00) must be approved by the membership.

4.7 All expenditures over one hundred dollars must be approved by the Board of Directors.

4.8 Any active member may cast his vote by proxy. Such proxy must be submitted in writing to the secretary by noon on the day of the vote.

ARTICLE FIVE

BOARD OF DIRECTORS

5.1 The Board of Directors shall conduct the affairs of this Association and shall have all powers permitted by the laws of the State of Alabama, except as restricted by these by-laws.

5.2 Meetings of the Board of Directors may be called at any time by any director. A two-thirds majority of the membership of the board shall constitute a quorum. No business shall be transacted by the Board of Directors except by the concurring vote of a majority of Board members present.

5.3 Any director may be removed from office at any regular or special meeting of the general membership by a majority vote of the membership. The Secretary of the Board shall keep minutes of all business transacted by the Board. Vacancies in the Board shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

**5.4 Any member of the Board of Directors of the GCPPA may serve in any board position at the state or national level but cannot serve on the board of another local guild. If such member is serving on the board of, or is elected to, a position with another local guild he/she must relinquish their GCPPA board position

ARTICLE SIX

OFFICERS

6.1 Officers of the Association shall be, President, Vice-president, Secretary, and Treasurer. Officers shall be elected by the active membership of the Association and shall serve for a (1) one year term unless re-elected by the membership. Any Officers may be replaced for non

performance of his/her duties, or failure to attend (3) three Board Meetings. The powers and duties of each officer shall be:

6.2 President:

- A. The President shall preside at all membership meetings.
- B. He/She shall by virtue of the office be chairman of the Board of Directors.
- C. He/She shall present at each annual meeting of the organization an annual report of the work of the organization .
- D. He/She shall appoint all committees, temporary or permanent.
- E. He/She shall see all books, reports, and certificates as required by law are properly kept or filed.
- F. He/She shall be one of the officers who may sign the checks or drafts of the organization.
- G. He/She shall have such power as may be responsibly construed as belonging to the chief executive of any organization.

6.3 Vice-president:

- A. The Vice-president shall assume the duties of the President in the absence from any meeting of the membership. The Vice- president shall also be the chairman of Programs and Meetings Committee.
- B. He/She may be one of the officers required to sign the checks or drafts of the organization.

6.4 Secretary:

- A. The Secretary shall keep the records of the organization in appropriate books.
- B. It shall be his/her duty to file any certificates required by federal or state statues.
- C. He/she shall give and serve all notices to members of this organization.
- D. He/she shall be the official custodian of the records and seal of this organization.
- E. He/she may be one of the officers required to sign the checks or drafts of the organization.
- F. He/she shall present to the membership at any meeting communication addressed to him/her as Secretary of the Organization.
- G. He/she shall submit to the Board of Directors any communication which shall be addressed to him as Secretary of the organization.
- H. He/she shall attend to all correspondence of the organization and

exercise all duties incident to the office of Secretary.

6.5 Treasurer:

A. The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He/she shall cause to be deposited in a regular Business bank or trust company. All monies of the association will be kept in a regular bank checking account.

B. He/she must be of one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

C. He/she shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

D. He/she shall exercise all duties incident to the office of Treasurer

6.6 Officers shall, by virtue of their offices, be members of the Board of Directors. No officer shall for reason of his/her office be entitled to receive any salary or compensation but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or Officer.

6.7 The Board of Directors shall consist of the active officers of the Association, its immediate past President, and two (2) other active members, one which is elected at each annual meeting and hold office for two years. When the results of the annual elections prevent the immediately past President from filling the indicated Board position, that position shall be filled by the vote of the membership at that annual meeting.

ARTICLE SEVEN

FINANCES

7.1 The Association may charge its members initiation fees, membership dues and special assessments. In addition the Association may accept money or other things of value from any lawful source and in any lawful manner.

7.2 Initiation fees shall be twenty five (\$25.00) per membership application. This applies to both active and associate membership, and may be waived by the Board of Directors.

*7.3 Dues shall be seventy five (\$75.00) annually for husband and wife or joint proprietor, fifty (\$ 50.00) per single active membership, with thirty-five (\$35.00) per associate membership and twenty five (\$25.00) for aspiring members Dues shall be payable the first day of November and will be delinquent the thirty first (31st) day of December.

7.4 Assessments may be imposed, dues or initiation fees increased by a majority vote of the active membership.

ARTICLE EIGHT

COMMITTEES

8.1 Committees shall be appointed by the President or in his/her absence by the Vice-president. Committees shall have the power to study, to investigate, to report, and to advise the membership, the Board, or the Officers.

ARTICLE NINE

AMENDMENTS

9.1 The power to alter, amend, or repeal the by-laws, or to adopt new by-laws, shall be vested in the active membership. Any form of change permitted by the laws of the State of Alabama may be made in the by-laws by a vote of a majority of the active membership present at any regular meeting or at any called meeting after the notice to the membership of that called meeting. Such notice may be waived by a member as provided elsewhere in these by-laws.

CODE OF ETHICS

I, upon being accepted into membership in the Gulf Coast Professional Photographers Association, Inc. , do hereby subscribe without reservation to this Code of Ethics and do solemnly agree that I will:

1. Endeavor to maintain a dignity of manner in my behavior, in the presentation of my photography and photographic service, in my appearance and that of my studio or place of business, and in all other forms of public contact.
2. Observe the highest standard of honesty in all my transactions, avoiding the use of false, confusing, inaccurate and misleading terms, descriptions and claims.
3. At all times endeavor to produce photographs of a quality equal or superior to the samples I display, to apply my best efforts towards providing the best possible photographic service and to play my part in raising the general standard of photography craftsmanship.
4. Show a friendly spirit of cooperation to my fellow professional photographers and assist them whenever possible should they be in trouble or in difficulty.
5. At all times avoid the use of unfair competitive practices and hereby subscribe to the Federal Trade Commission Rules of Fair competitive Practice for the professional photography industry.
6. Assist my fellow photographers and share my knowledge with them and encourage them individually and them and collectively to achieve and maintain the highest standards of quality.