

Professional Photographers of North Carolina,
Inc.

Standard Operating Guide

Updated March 21, 2022

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A. About the Organization

A.1 Who We Are

The Professional Photographers of North Carolina (PPNC) is one of the nation's largest associations of professional photographers, offering our members seminars, professional photographic schools, as well as some of the best networking opportunities in the country. PPNC is the state affiliate of the Professional Photographers of America (PPA).

PPNC is made up of three (3) regions (Eastern, Central, and Western), each of which represents about 1/3 of the geographically contiguous PPNC members. Each region hosts a two-day seminar each year, with nationally-known and local speakers. Western Region hosts Fall Seminar; Central Region hosts Winter Seminar; and Eastern Region hosts Spring Seminar.

PPNC shall not discriminate on the basis of race, religion, creed, sex, age, or physical disability. The association will make every reasonable effort to accommodate persons with disabilities.

A.2 Our Mission:

Dedicated to Advancing Photographic Imaging as an Art and a Profession

A.3 Our Motto:

Advancing the Art . . . Enhancing the Profession

A.4 Our Vision:

Enhancing the profession to be an innovative, exciting and collaborative environment in which our community of creatives is inspired to be more.

A.5 Our Objectives:

- 1) To advance photography in all of its branches, both as an art and as a profession.
- 2) To create, foster, promote and maintain cordial relations, cooperation and interchange of thought and opinion freely among its members.
- 3) To oppose violations and infringements of the rights of professional photographers or their organizations.
- 4) To propose and support legislation favorable to and oppose legislation unfavorable or prejudicial to the interests of professional photographers.
- 5) To foster the practical benefits to be derived from professional acquaintanceship and the discussion of subjects having to do with photography.
- 6) To fix and maintain ethical standards among its members.
- 7) To cooperate with any and all government agencies and departments having to do with the art and/or profession of photography.
- 8) To cooperate with other organizations that may be striving to accomplish similar purposes.

A.6 Code of Ethics

A.6.1 Adherence to the Code of Ethics

Before admission to membership in this association, applicants shall, without reservation, and in writing, agree to conduct themselves and their business in compliance with the Code of Ethics. The membership of any person who repudiates or violates this Code shall be terminated with the rules of the association.

A.6.2 Code of Ethics

- Create, foster, promote, and maintain cordial relations, a spirit of cooperation, and the productive interchange of thought and opinion with other members.
- Refrain from speaking, writing, or publicly sharing negative or injurious comments about the association or its members.
- Show a friendly spirit of cooperation and offer assistance to other photographers and help them whenever it is appropriate.
- Exhibit integrity and a dignity of manner in all forms of public contact, in the presentation of photography and photographic services, and in the presentation of yourself and the studio or place of business.
- Observe the highest standard of honesty in all transactions, avoiding the use of false, confusing, inaccurate, and misleading terms, descriptions, and claims.
- Endeavor to produce photographs of a quality equal or superior to the samples displayed in your place of business, to apply your best efforts towards providing the highest possible photographic craftsmanship.

- Refrain from the payment of “kickbacks” and/or commissions to persons, firms, and organizations for influence with consumers where such person(s), firm(s), or organization renders no service. ● Advertise only *bona fide* prices and products and to refrain from the use of “bait” advertising methods.
- Encourage other photographers, individually and collectively, to achieve and maintain the highest standards of quality.
- Recognize the authority of this association in all matters relating to the interpretation of the Code of Ethics in accordance with the statutes of North Carolina and the United States and the decisions of courts and governmental agencies of competent jurisdiction.

A.6.3 Complaints of Violation

Complaints of violations of the Code of Ethics may be filed with any member of the Board of Directors. The Executive Director (or Secretary, if there is no Executive Director) shall submit the complaint and all supporting evidence to the Discipline Committee, which shall proceed in accordance with the discipline process in the bylaws and in *Roberts Rules of Order, Newly Revised*.

The Discipline Committee shall also be alert to and shall investigate disciplinary issues, with or without a formal complaint.

The Discipline Committee shall submit a report and recommendations for actions to the Board of Directors at any time during their investigation. The Board of Directors will determine the next action.

A.7 Our Emblem

The emblem is the official trademarked emblem of PPNC. Paid members are allowed to use it on their marketing materials. Displaying the emblem without payment of dues is a violation of the Code of Ethics.

A.8 Standard Operating Guide

The Standard Operating Guide contains Procedures and Policies that guide the organization. The Charter (Articles of Incorporation), Bylaws, and Special Rules of Order (if they exist) supersede the Standard Operating Guide in that order, respectively. The Standard Operating Guide may be amended by a majority vote of the full Board of Directors. Amendments shall be published to the General Membership in whatever form the Board of Directors normally communicates with the membership: by email or in an official publication of the association, written or electronic. Amendments shall be dated and added to the archive of the Professional Photographers of North Carolina. An up-to-date edition of the Standard Operating Guide shall be maintained in the Google Drive of the Professional Photographers of North Carolina and shall be available in PDF format for download from the association website.

A.9 Parliamentary Law

A.9.1 Bylaw that Pertain to Parliamentary Law. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 6.1: *Roberts Rules of Order Newly Revised* (latest edition) shall govern the association in all cases to which they are applicable and in which they are not inconsistent with the Charter, these Bylaws and Special Rules of Order adopted by this association.

B. Procedures

B.1 Membership

B.1.1 Membership Categories

B.1.1.1 Bylaws that Pertain to Membership Categories. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 1.1 The categories of membership shall be Active, Grandfathered Life (see Article 1.2), and Provisional.

1.1.1 A member who has submitted an application for membership, is current with dues payments and acts in compliance with the association's Code of Ethics shall be considered a Provisional member without voting rights until their application has been approved by the Board of Directors. If approved, a Provisional member becomes an Active member in good standing.

1.1.2 Active and Grandfathered Life members shall have voting rights if they are members in good standing, have been accepted into the association by the Board of Directors, their dues payments are current and they act in compliance with the association's Code of Ethics. Active and Grandfathered Life members who meet and maintain these criteria shall be considered to be members in good standing.

B.1.2 Membership Application and Approval

Membership applications are available on the association's website.

The Executive Director or Membership Committee Chair will prepare a list of membership applicants for presentation at the next scheduled board meeting. An applicant who has paid their dues becomes a provisional member with full benefits until the Membership Committee gives their recommendation for or against membership to the Board of Directors, who has final approval.

After approval by the Board of Directors, the Regional Directors in the new member's region will email the new member and welcome them to the association. (also noted in **B.4.6.6**)

No firm, corporation, or business organization shall have more than ten (10) members in the active or life membership classification at any one time.

A new member orientation will be held at the Carolina Photo Expo.

B.1.3 Membership Dues Structure

Based upon the annual financial report of this association, the Finance, Budget and Investment Committee, shall propose to the Board of Directors a dues schedule to reflect the fees to be paid by the various categories of membership. The dues shall be set on an annual basis, but will be collected on a monthly basis. Dues not paid by the monthly due date will be considered to be in arrears.

B.1.3.1 Arrears: A member, who is in arrears for failure to pay dues, shall not be eligible for any office of this Association, to register for any activity, or be on a committee. If no action is taken by the member(s) in arrears to pay the dues in arrears by the next due date, s/he shall be dropped from the roll of this association. The Board of Directors shall have authority to consider circumstances of the member in arrears.

B.1.3.2 Reinstatement: A member who is dropped for non-payment of dues may be reinstated upon payment to become current with the dues owed. If a member resigns, the dues that are in arrears must be paid before rejoining the Association.

When a member is reinstated or re-joins the association after a membership lapse, their prior credits and degrees will also be reinstated if the membership gap was 2 years or less.

B.1.3.3 Dues: Included in annual dues are: attendance at Fall, Winter and Spring Seminars, discounted admission to Carolina Photo Expo, discounted admission to East Coast School, attendance at regional PPNC events, and the opportunity to earn credits toward PPNC degrees.

B.1.3.4 Dues Amounts

Full Membership: \$20/month

Full Membership Additional Studio member: \$15/month

Active Duty Military: \$10/month

Student: \$10/month (Must be enrolled in an accredited photography program)

Retired: \$10/month (Must be retired from working in the photography industry)

Grandfathered Life members do not pay dues.

B.1.4 Membership Resignation

B.1.4.1 Bylaws that Pertain to Membership Resignation. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 1.3 Any member who desires to resign from the association shall submit their resignation in writing (via mail or email) to the Executive Director (Secretary, if the association does not have an Executive Director.) The resignation is considered to be accepted once the Executive Director (Secretary, if the association does not have an Executive Director) acknowledges receipt of the resignation by mail or email and notifies the Board of Directors.

B.2 Governing Body

B.2.1 Officers and Directors

B.2.1.1 Bylaws that Pertain to Officers and Directors. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 2.1.1 The elected Officers shall be Board Chair, President, Vice President, Treasurer, and Secretary.

Bylaw 2.1.2 The elected Directors shall be six (6) Regional Directors, with two (2) from each region of the association.

B.2.2 Election

B.2.2.1 Bylaws that Pertain to Election. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 2.2.1 The Executive Director (Secretary, if the association does not have an Executive Director) shall prepare a list of all Active members who are eligible for office, preceding the annual election, for consideration by the Nominating Committee. The list shall be available to any Active member on an individual basis, if so requested.

Bylaw 2.2.2 A Nominating Committee will be appointed by the Board of Directors. The Nominating Committee shall be composed of five (5) active members who have current knowledge of the needs of the association and who are familiar with the attributes of the membership. The Nominating Committee will recommend candidates for each of the offices to be elected at the annual meeting of the association.

Bylaw 2.2.3 Any Active member who has been a member in good standing for a minimum of five (5) consecutive years immediately preceding their election shall be eligible for election to the office of Board Chair, President, Vice President, Treasurer, or Secretary. A Regional Director may be elected from the Active members who have been a member in good standing for a minimum of two (2) consecutive years immediately preceding their election as a Regional Director.

Bylaw 2.2.4 The Board Chair, President, Vice-President, Treasurer and Secretary shall be elected at the annual meeting of this association and shall serve for a term of one (1) year or until their successors are elected and installed.

Bylaw 2.2.5 Two (2) Regional Directors shall be elected from each of the three (3) regions of the association each year at the annual meeting of the association, and may serve up to three (3) consecutive one (1)-year terms or until their successors are elected and installed. After serving the intended three (3) consecutive one (1)-year terms, they shall not be eligible for election to Regional Director for a period of one (1) year. It is intended that the election of the Regional Directors will be staggered so that the two (2) directors from a region will complete their intended three (3) consecutive one (1)-year terms in different years.

Bylaw 2.2.6 Additional nominations from the floor are permitted for each of the offices to be elected at the annual meeting of the association, provided said nominees meet the minimum requirements for election.

Bylaw 2.2.7 A majority of votes cast by the Active and Grandfathered Life members in attendance at the annual meeting of the association for which a quorum is present shall elect.

Bylaw 2.2.8 Officers and Directors shall enter upon this discharge of their duties immediately upon being installed at the annual meeting of the association.

B.2.3 Board of Directors

B.2.3.1 Bylaws that Pertain to Section on Board of Directors. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

3.1.1 There shall be a Board of Directors that consists of the Board Chair, President, Vice-President, Treasurer, Secretary, and six (6) Regional Directors (two (2) from each of the three (3) regions of the association). The Executive Director (if one is employed by the association) shall be a non-voting member of the Board of Directors.

3.1.2 The Board of Directors may appoint a Parliamentarian to advise the Board of Directors on parliamentary matters.

3.1.3 The Board of Directors shall have general supervision of all the interests of this association, shall meet at such times as may be specified by the President or in the Special Rules of Order for the purpose of considering such questions as may be brought before it, and shall carry out all programs as may be approved by the members for the attainment of the objectives of this association. They shall provide a place and arrange for the annual meeting of this association.

3.1.4 The Board of Directors may employ an Executive Director who may or may not be a member of this association. The duties of the Executive Director shall be those set forth in the job description and contract as approved by the Board of Directors.

B.2.3.3 Installation of Officers and Regional Directors

The installation of Officers and Regional Directors takes place immediately following their election.

The outgoing Board Chair calls up the incoming Board of Directors.

The Oath of Office is administered by the out-going Board Chair.

Ask the incoming Board of Directors to raise their right hand. Read the following: “As newly elected officers of the Professional Photographers of North Carolina, Inc., you are privileged to serve this great association, in a capacity of leadership, and honor. You also, by the same token, must carry the burdens and obligations of your office.

“Will you promise to support the Code of Ethics, the Charter and By-Laws and the Standard Operating Guide of this Association, and serve the interest of the membership as a whole? If you do, please answer: I will.”

Reply from group: I will.

“Will you diligently perform the duties of your office as prescribed, and attend the business and board meetings as required, to the best of your knowledge and ability at all times. If this is your sincere pledge and desire will you answer: I, and say your name, do promise.”

Reply from group: I, John Doe, do promise.

“You are now officially and duly installed to the office for which you were elected. Congratulations!”

Ask the Board of Directors to turn around and face the audience. Read the following: “Will the members and guests here present, show your loyalty and support to the new administration by your vote of confidence, in the form of applause?”

B.2.4 Succession

B.2.4.1 Bylaws that Pertain to Succession. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 2.3.1 It is the intention of the association that the order of succession of the officers will be from Secretary to Treasurer to Vice-President to President to Board Chair. However, each office will be elected each year, as described in Article 2.2 of these Bylaws. Election to the next highest office is not automatic or guaranteed.

Bylaw 2.3.2 A majority vote of the full Board of Directors shall elect a replacement to serve the remainder of the term for any office that is vacated during a term.

B.2.5 Removal

B.2.5.1 Bylaws that Pertain to Removal. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 2.4.1 After investigation of a disciplinary issue or complaint by the Discipline committee, the membership of an accused member who is the subject of a disciplinary investigation may be terminated by a two-thirds (2/3) majority vote of the full Board of Directors, or by a two-thirds (2/3) majority vote of votes cast by the Active and Grandfathered Life members in attendance at a special or annual meeting of the association for which a quorum is

present, for cause by disciplinary proceedings or for violation of the Code of Ethics of the association, as determined by the Discipline Committee.

Bylaw 2.4.2 Any officer or director may be removed from office by a two-thirds (2/3) majority vote of the full Board of Directors or by a two-thirds (2/3) majority vote of votes cast by the Active and Grandfathered Life members in attendance at a special or annual meeting of the association for which a quorum is present, for cause by disciplinary proceedings, for failure to execute the duties of the office or for violation of the Code of Ethics of the association, as determined by the Discipline Committee.

Bylaw 2.4.3 Any officer or director who is absent from three (3) meetings during a single term of the Board of Directors without valid reason, in the opinion of the Board of Directors, shall automatically vacate the office. Absence is defined as not being present for the entirety of a meeting of the Board of Directors.

B.3 Board of Directors Best Practices

B.3.1 Board of Directors Training. The Board of Directors shall participate in annual board/leadership training. This is an essential step because it establishes clear standards for participation in the Board of Directors process. It also defines roles, duties, expectations and legal responsibilities for each board member.

B.3.2 Performance Remediation. When a problem or deficiency with a board member is identified, the leadership of the board appoints an individual(s) to work with the board member. The goal of this meeting is to identify issues and set a course for improvement. The consequence for non-improvement is set out in Section B.2.5.

B.3.3 Conflict of Interest. For any issue, topic or motion where a member of the Board of Directors has a direct personal or pecuniary (monetary) interest not common to other members, the member must refrain from participating in discussion pertaining to the motion and refrain from voting on that motion.

B.3.4 Reports and Minutes. Reports from committees and the minutes from the Board of Directors meetings become part of the association's official record and act as guideposts for decision-making. It is vital to the success of the association that these reports contain relevant information and well-written assessments that are accurate, concise and contain correct spelling and grammar. Minutes from Board of Directors meetings that are conducted in executive session are not available to the general membership and are not made public.

B.4 Responsibilities of the Board of Directors

B.4.1 Board Chair

B.4.1.1 Preside at meetings of the Board of Directors and the annual meeting of the association.

B.4.1.2 Serve as a member of the Personnel Committee and the Finance, Budget and Investment Committee.

B.4.1.3 As out-going Board Chair, administer Oath of Office to the incoming Board of Directors at the annual meeting of the association.

B.4.1.4 Execute any duties related to the Document Retention and Destruction policy. (See Section C.2)

B.4.2 President

B.4.2.1Preside at meetings of the association, except at the Board of Directors and the annual meeting of the association. In the absence of the Board Chair, the President shall perform the duties of the Board Chair.

B.4.2.2May be a signer of checks issued by the association in accordance with Section C.1.1 Check Signature policy.

B.4.2.3With the Carolina Photo Expo chairman, shall submit names for Certificates of Appreciation to the Executive Director before the Carolina Photo Expo.

B.4.2.4With the Carolina Photo Expo chairman, shall decide if committee gifts will be presented. It is up to the President to secure these gifts for presentation.

B.4.2.5Newly-elected President will announce Carolina Photo Expo date and place for the upcoming year.

B.4.2.6Serve as a member of the Personnel Committee, the Finance, Budget and Investment Committee and the Long Range Planning Committee.

B.4.2.7The President will present degrees/chevrons, Print Salon Awards and Life Memberships at the awards ceremony.

B.4.2.8Execute any duties related to the Document Retention and Destruction policy. (See Section C.2)

B.4.3 Vice-President

B.4.3.1In the absence of the President, the Vice-President shall perform all the duties pertaining to the office.

B.4.3.2Attend all board meetings, Carolina Photo Expo, and Seminars meetings, and offer assistance where needed.

B.4.3.3Serve as a member of the Personnel Committee, the Finance, Budget and Investment Committee, and the Long Range Planning Committee.

B.4.3.4Select the Carolina Photo Expo Chair for the year that the Vice-President is to be President (if so elected). Work with the Carolina Expo Chair and the Executive Director to begin the planning process.

B.4.3.5 Execute any duties related to the Document Retention and Destruction policy. (See Section C.2)

B.4.4 Treasurer

B.4.4.1Serve as the Chair of the Finance, Budget and Investment Committee. The committee reviews each line item and puts together a balanced budget for the current year.

B.4.4.2Present the new budget for the approval at the Board of Directors meeting immediately preceding the beginning of the next fiscal year. The fiscal year is January- December.

B.4.4.3In the absence of the President, and Vice-President, shall call the meeting to order until a chairperson pro-tem is elected.

B.4.4.4Shall present the financial report (prepared by the Executive Director) at the annual meeting and include the amounts on deposit in all accounts of the association. The accounts and records shall be open to inspection at all times, in the Treasurer's presence, by any member of the

association.

B.4.4.5 Attend and present a financial report (prepared by the Executive Director) at all meetings of the Board of Directors.

B.4.4.6 May be a signer of checks issued by the association in accordance with Section C.1.1 Check Signature policy.

B.4.4.7 Provided by the Executive Director at the end of each month, the Treasurer shall review a copy of the bank statement, a list of all checks written and money deposited, and the associated proper documentation.

B.4.4.8 Serve as a member of the Personnel Committee, the Finance, Budget and Investment Committee and the Long Range Planning Committee. .

B.4.4.9 When the Board of Directors employs an Executive Director, the Board of Directors may designate duties of the Treasurer to be performed by the Executive Director, based on the job description in the Executive Director's annual contract for employment.

B.4.4.10 Execute any duties related to the Document Retention and Destruction policy. (See Section C.2)

B.4.5 Secretary

B.4.5.1 Keep a correct and accurate record of the proceedings of the meetings of the Board of Directors and of the association.

B.4.5.2 Coordinate the order of business with the Board Chair and the President, based on standard practices in *Roberts Rules of Order, Newly Revised*.

B.4.5.3 Attend All board meetings

B.4.5.4 Chair the Membership Committee.

B.4.5.5 Serve as a member of the Personnel Committee, the Finance, Budget and Investment Committee and the Long Range Planning Committee.

B.4.5.6 Execute any duties related to the Document Retention and Destruction policy. (See Section C.2)

B.4.5.7 When the Board of Directors employs an Executive Director, the Board of Directors may designate duties of the Secretary to be performed by the Executive Director, based on the job description in the Executive Director's annual contract for employment.

B.4.6 Regional Directors

B.4.6.1 Should be actively involved in the smooth operation of the association.

B.4.6.2 Attend all Board Meetings.

B.4.6.3 Should be available for input from members as to the needs and desires of the association.

B.4.6.4 Serve as a member of the Long Range Planning Committee.

B.4.6.5 Keep informed of the important happenings in their Region of the state.

B.4.6.6After approval by the Board of Directors, the Regional Directors in the new member's region will email the new member and welcome them to the association. (also noted in **B.1.2**)

B.4.6.7Execute any duties related to the Document Retention and Destruction policy. (See Section **C.2**)

B.5 Meetings

B.5.1 Bylaws that Pertain to Meetings of the Association. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw Article 4.1 Meetings of the Association

4.1.1 A meeting of the association shall be held annually at a time and place designated by the Board of Directors for the election of officers and directors, for the receiving of annual reports, and for any other business that may come regularly before the association. Notice of this meeting shall be given to Active and Grandfathered Life members by any technology that the association customarily uses to communicate with members, including but not limited to, telephone, Internet, social media, communication applications, mail or website posting at least two (2) weeks prior to such meeting. It shall include the proposed agenda for the annual meeting of the association.

4.1.2 The annual meeting of the association should take place at the expected largest event of the association, which is intended to be the Carolina Photo Expo.

4.1.3 A special meeting of the association may be called by the Board of Directors or upon written petition signed (electronically or otherwise) by no fewer than ten percent (10%) of the Active and Grandfathered Life members of the association. Notice of this meeting shall be given to Active and Grandfathered Life members by any technology that the association customarily uses to communicate with members, including but not limited to, telephone, Internet, social media, communication applications, mail or website posting at least two (2) weeks prior to such meeting. The meeting shall be held within thirty (30) days of the date that the written petition is received by the Executive Director (Secretary, if the association does not have an Executive Director).

B.5.2 Annual Business Meeting

The order of business at the business session at the annual meeting of the association shall be as follows:

Determination of the presence of a quorum

Call to order by the Board Chair

At this point, the Chair may entertain motions for changes in the agenda or acceptance of the agenda. Once the agenda has been approved by a majority vote of those voting members present and voting, any further changes require a 2/3 majority vote.

Annual Meeting Agenda

1. Reading and Approval of the Minutes of the last annual meeting of the association
2. Reports of Officers (including President's comments and annual report and the Treasurer's report)
3. Reports of Standing Committees
4. Charter, Bylaws and Standard Operating Guide (If there are bylaws updates to be voted on, the chair makes the motion and the vote takes place here.)
 - a. Discipline
 - b. Finance, Budget and Investments

- c. Legal and Legislative
- d. Long Range Planning
- e. Membership
- f. Memorials
- g. Personnel
- 5. Report of Special Committees
- 6. Special Orders (Election of the Board of Directors taken up here.)
- 7. Unfinished Business (Bylaw amendments are taken up here.)
- 8. New Business
- Adjournment

B.5.3 Meetings of the Board of Directors

B.5.3.1 Bylaws that Pertain to Meetings of the Board of Directors. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

4.2.1 A meeting of the Board of Directors may be called by any three (3) members of the Board of Directors. Notice of this meeting shall be given to all members of the Board of Directors by any technology that the association customarily uses to communicate with members, including but not limited to, telephone, Internet, social media, communication applications, mail or website posting at least seven (7) days prior to such meeting.

The Board of Directors can transact business only in a regular or properly called meeting of which every board member has been notified and at which a quorum is present. The personal approval of a proposed action obtained separately by telephone, by individual interviews or in writing, even if from every member of the Board of Directors, is not the approval of the Board of Directors, since the members lacked the opportunity to mutually debate and decide the matter as a deliberative body. If action is taken on such a basis, it must be ratified at a regular or properly called meeting of the Board of Directors in order to become an official act of the board.

If an emergency action is taken that is related to budget, finance or investment matters, the action(s), including a description of the action taken, the amount of money involved in the action and the reason for the action must be reported to the membership by any technology that the association customarily uses to communicate with members, including but not limited to, telephone, Internet, social media, communication applications, mail or website posting within seven (7) days of the action taken.

4.2.2 Any official meeting of the Board of Directors may communicate, meet, vote and conduct other association business utilizing any technology available including but not limited to telephone, Internet, social media, communication applications, or video conference.

B.5.3.2 In-person meetings of the Board of Directors should be held at least five (5) times a year. It is suggested that the first meeting of the newly-elected Board of Directors take place at the end of the Carolina Photo Expo or at the end of the event when they are elected. Three meetings will take place at the Regional Seminars. The fifth meeting will take place immediately preceding Carolina Photo Expo or other event when they are to be elected.

B.5.3.3 Monthly meetings of the Board of Directors take place via electronic communications means described in the Bylaws, except in months when the Board of Directors is having an in-person meeting. If these meetings have a published agenda, prior notice, a quorum and real-time audio participation, which allows for full discourse, they may be considered to be official meetings of the Board of Directors.

B.5.3.4 Discussions on current or upcoming issues may take place via any electronic

communication means described in the Bylaws, including a private Facebook group. These platforms provide an opportunity to debate issues. Even if a consensus is reached, an official vote can only be taken at a properly called meeting of Board of Directors.

B.5.3.5 Board agendas are determined by the Board Chair, President and Executive Director. Agenda items can be recommended by any member of the Board of Directors.

B.6 Standing and Special Committees

The Board of Directors appoints members of the Standing and Special Committees, naming the Chair first.

All Standing and Special Committees shall be subject to the supervision and/or direction of and report their findings to the Board of Directors.

When the Board of Directors require a report from a Standing and Special Committee, they will give the committee chair seven (7) days notice and the committee report will be properly listed in the Board of Directors meeting agenda. Standing and Special Committees are required to report when requested in this manner.

Standing Committees are those that are named in the Bylaws and are appointed for a term that corresponds to the term of the Board of Directors.

Special Committees are appointed, as needed, to attend to a specific body of work, which is decided upon before the committee is appointed. It remains convened until the body of work is completed, even if that spans the term of office of successive Boards of Directors.

B.6.1 Standing Committees

Standing Committees are those that are named in the Bylaws and are appointed for a term that corresponds to the term of the Board of Directors. The unfinished work of a Standing Committee can carry over into the term of the successive Board of Directors, however, the committee needs to be appointed each year.

B.6.1.1 Bylaws that pertain to Standing Committees. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.1 All standing committees shall be appointed by and report their findings to the Board of Directors. The Board of Directors shall have authority to make final decisions for all matters. A majority vote of the Board of Directors shall appoint the Chair of each standing committee by naming that person first to the committee, except as noted in Article 5.1.4 and Article 5.1.7. Standing committees shall be made up of Active and Life members who are members in good standing. Committee members shall be appointed immediately following the elections at the annual meeting of the association. Committee members will serve for one (1) year or until their successors are appointed.

B.6.1.2 Charter, Bylaws and Standard Operating Guide Committee.

B.6.1.2.1 Bylaws that Pertain to the Charter, Bylaws and Standard Operating Guide Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.2 The Charter, Bylaws and Standard Operating Guide Committee shall be composed of at least four (4) members, plus the Parliamentarian, if one has been appointed. It shall be the duty of this committee to review the Charter (Articles of Incorporation), Bylaws, Special Rules of Order and Standard Operating Guide. Updates to the Standard Operating Guide shall be

approved by the Board of Directors. Revisions to the Charter, Bylaws and Special Rules of Order shall be approved by the membership according to the procedure for adopting changes described in the approved bylaws.

B.6.1.2.2 The Chair will contact the previous year's Board of Directors and committee chairs for recommended corrections, additions, and deletions to the Standard Operating Guide.

B.6.1.2.3 Changes to the Standard Operating Guide require a majority vote of the full Board of Directors.

B.6.1.2.4 Changes to the Charter (Articles of Incorporation), Bylaws, or Special Rules of Order (if they exist) that are recommended by the committee shall be submitted to the Board of Directors for discussion before being presented to the members for a vote.

B.6.1.2.5 After discussion, the Board of Directors, presents the proposed changes to the Charter (Articles of Incorporation), Special Rules of Order and/or the Bylaws to the membership for a vote, as described in the Bylaws. Changes must be approved by a two-thirds (2/3) majority vote of the voting members present and voting.

B.6.1.2.6 The Chair of the committee may attend all meetings of the Board of Directors and keep notes of all actions that can affect the Standard Operating Guide. An updated copy is provided to the Executive Director for posting as an official document of the association.

B.6.1.2.7 The Executive Director will post revisions to the official Standard Operating Guide (dated to reflect the change). An up-to-date edition of the Standard Operating Guide shall be maintained in the Google Drive of the Professional Photographers of North Carolina and shall be available in PDF format for download from the association website, as described in Section A.7.

B.6.1.3 Discipline Committee

B.6.1.3.1 Bylaws that Pertain to the Discipline Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.3 The Discipline Committee shall be composed of at least five (5) members. The members of this committee shall review all written complaints on disciplinary issues, shall determine if such complaints warrant a formal disciplinary hearing, shall manage each case and report the necessary and recommended resolutions to the Board of Directors and, shall hold all disciplinary hearings, if necessary. Any behavior that injures the good name of the association, disturbs its well-being, or hampers its work is subject to disciplinary action. A written report for each investigation shall be given to the Board of Directors.

B.6.1.3.2 Each member of the Discipline Committee should become familiar with *Roberts Rules of Order, Newly Revised*, Chapter XX, pp. 643-669.

B.6.1.4 Finance, Budget and Investment Committee

B.6.1.4.1 Bylaws that Pertain to the Finance, Budget and Investment Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.4 The Finance, Budget and Investment Committee shall be composed of the Board Chair, President, Vice-President, Treasurer, Secretary and the Executive Director (if one is employed by the association). The Executive Director shall be a non-voting member of the committee. The Treasurer will serve as Chair. It shall be the duty of the committee to:

- develop the annual budget of the association
- require adequate documentation of all receipts and disbursements • provide an income/expense report which must be run from the accounting software. The report will be distributed by the Executive Director (or Treasurer if there is no Executive Director) to the Finance Committee in a timely manner.
- recommend procedures for raising funds whenever additional revenue is needed to carry out the approved projects and purposes of this association • implement and periodically review the association's investment policy • identify and recommend an investment firm for the association to retain • monitor the performance of the investment firm retained by the association • manage all assets that are not managed by the investment firm • recommend an amount to be maintained as Operating Reserves (an amount of the invested funds to not be spent during the upcoming budget year) and make an annual recommendation of an amount of the invested funds that may be used in a given budget year to benefit the association, before the annual budget is adopted
- provide an annual report at the annual meeting of the association

This committee shall be empowered to rule should a question arise on any financial matter not covered in the bylaws, investment or finance procedures, or by the directives of the Board of Directors.

B.6.1.5 Legal and Legislative Committee

B.6.1.5.1 Bylaws that Pertain to the Legal and Legislative Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.5 The Legal and Legislative Committee shall be composed of at least three (3) members. Each region of the association shall be represented on the committee. It shall be the duty of this committee to stay informed about local, state and national legislation that is pertinent to the photography industry and to recommend any actions that the Board of Directors or membership should take on legal or legislative matters.

B.6.1.6 Long Range Planning Committee

B.6.1.6.1 Bylaws that Pertain to the Long Range Planning Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.6 The Long Range Planning Committee shall be composed of members of the Board of Directors, the Executive Director (if one is employed by the association) and other members of the association, up to a total of twelve (12) committee members. Each region of the association shall be represented on the committee. It shall be the duty of this committee to develop a plan of work for the association that reviews its current situation, defines its five (5)-year goals and create a plan to achieve these goals.

B.6.1.7 Membership Committee

B.6.1.7.1 Bylaws that Pertain to the Membership Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.7 The Membership Committee shall be composed of at least four (4) members, including a Regional Director from each region of the association and the Secretary, who will serve as the Chair. It shall be the duty of this committee to

review and make recommendations about the approval of applications for membership in this association, to participate in activities for new members, and to explore opportunities concerning member retention.

B.6.1.7.2 The Executive Director will present the membership applications at a meeting of the Board of Directors.

B.6.1.8 Memorials Committee

B.6.1.8.1 Bylaws that Pertain to the Memorials Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.8 The Memorials Committee shall be composed of one (1) or more members who have a desire to reach out with a personal touch in difficult times when the association learns of the death of a member, of a former member or in their families. This committee shall work with the Executive Director (if one is employed by the association) to express the association's sympathy.

B.6.1.8.2 The Executive Director (Secretary, if there is no Executive Director) will purchase, print, or have printed a set of note cards with the PPNC logo on the front or sympathy cards. At the first meeting of the Board of Directors, all members of the Board of Directors will sign the cards. If there are no in-person meetings, the Executive Director (Secretary, if there is no Executive Director) may sign for the Board of Directors.

When the association learns of the death of a former member, current member, or the immediate family member of a current member, the sympathy card or note will be sent to the nearest relative of the deceased.

If the deceased is an Active or Life Member, a floral arrangement will be sent in addition to the card.

The Executive Director (Secretary, if there is no Executive Director) or member of the Memorials Committee will notify the membership.

B.6.1.9 Personnel Committee

B.6.1.9.1 Bylaws that Pertain to the Personnel Committee. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.9 The Personnel Committee shall be composed of the Board Chair, President, Vice-President, Treasurer and Secretary. It shall be the duty of this committee to evaluate the performance of all association employees as a basis of their continued employment and level of compensation. These evaluations should take place in August of each year.

B.6.2 Special Committees

Special Committees are those that are appointed as the need arises to carry out a specific body of work, which is decided upon before the committee is appointed. It remains convened until the body of work is completed, even if that spans the term of office of successive Boards of Directors. Upon completion of that work, the committee reports its findings and automatically disbands, if the Board of Directors determines that the intended body of work has been carried out.

B.7 Credits and Degrees

The association's degree program was established to provide:

- Recognition for service to the association.

- Recognition of the accomplishments of those who achieve merit scores and awards in print competitions.
- Opportunities to promote personal publicity for the members of the association. •
- Encouragement for members to continue to be active in the association.
- Elevation of the profession of photography in the eyes of the public.
- Incentive for non-members to join the association.
- Incentive to serve the association in its offices and work.
- Public relations opportunities for the association.

Credits are earned by individuals for service, for education and for earning merit scores and awards in print competition within the Professional Photographers of America and affiliates network.

Credits and degrees that are awarded remain valid for the lifetime of the member. Credits and degrees can only be removed for violation of the Code of Ethics or for disciplinary reasons.

B.7.1 Administration of the Degree Program

The Table of Credits shall be maintained in the PPNC Google Drive.

Requests for credits shall be submitted online. Maintenance of the records shall be the responsibility of the Executive Director.

The Board of Directors shall review credit submissions or appoint a special committee to review credit submissions to provide the Executive Director (or Secretary, if there is not Executive director) with a list of members who have reached eligibility for degrees and chevrons, so that certificates, ribbons and chevrons may be prepared.

The Executive Director will announce the deadline for submission of credits each year.

B.7.2 Degrees to be Earned

B.7.2.1 Eligibility for Degrees

To receive an Associate Fellow of Photography Degree or a Fellow of Photography Degree, the recipient must meet the requirements for the degree and be a member in good standing.

B.7.2.2 The Associate Fellow of Photography (A.F.P.) Degree

The Associate Fellow of Photography (A.F.P.) Degree is awarded when thirty-five (35) credits have been earned.

- A certificate is awarded.
- The letters A.F.P can be added after the recipient's name on documents, correspondence, business cards and *etc.* (i.e., First Name Last Name, A.F.P.)

B.7.2.3 The Fellow of Photography (F.Ph.) Degree

The Fellow of Photography (F.Ph.) Degree is awarded when fifty (50) credits have been earned. • The Red Ribbon with the medallion of the association is awarded when at least 35 of the 50 points are print credits.

- The Black Ribbon with the medallion of the association is awarded when at least 35 of the 50 points are service and educational.
- The Black and Red Ribbon with the medallion of the association is awarded when 35 points are for prints, 35 points for service and the remaining 30 are earned in a combination of service, prints, or education.
- The letters F.Ph. can be added after the recipient's name on documents, correspondence, business cards and *etc.* (i.e., First Name Last Name, F.Ph.)
- The ribbon with the medallion should be worn at all association events and can be worn at

events of the Professional Photographers of America.

B.7.2.4 The Gold Chevron

The Gold Chevron is received for each additional fifty (50) credits that are earned after earning the Fellowship of Photography Degree.

- Gold Chevrons are worn on the ribbon.
- The ribbon with the medallion and chevrons should be worn at all association events and can be worn at events of the Professional Photographers of America.

B.7.2.5 Presentation of Degrees

Candidates for degrees and chevrons will receive their ribbons, medallions and chevrons at the annual awards ceremony, if one is held. If the annual awards ceremony does not take place, the recipients will receive their ribbons and chevrons by mail.

B.7.3 Removal of Degrees

Once awarded, a degree can only be removed for violation of the Code of Ethics, which must be verified by the Discipline Committee. A two-thirds (2/3) majority vote of the full Board of Directors is required.

B.8 Awards

B.8.1 PPA National Award

The PPA National Award is a special honor that recognizes outstanding services to professional photography by an individual. It recognizes support for photography that goes far beyond any regular expectations or contributions.

PPA makes this award available to state, regional, national and international affiliates. The choice of the recipient is left to the discretion of the association. It may be given to a member or non-member, inside or outside of the field of photography.

An individual may only receive the National Award once from the same affiliate during his or her lifetime.

The award does not need to be given each year, if no suitable candidate is nominated.

B.8.1.1 Selecting the Recipient. The National Award Selection Committee is composed of the previous three (3) winners. The most recent winner serves as the Chair and has the deciding vote. The committee may meet by conference call. The committee will report the chosen recipient to the Executive Director in time for necessary preparation for the presentation at the annual awards ceremony.

B.8.1.2 Ordering the PPA National Award.

The current information for ordering the PPA National Award can be found on the PPA website by searching PPA Affiliate Awards in your browser. The award should be ordered from PPA at least 60 days before the event to give time for PPNC to have the recipient's name engraved on the award.

B.8.1.3 Introduction of the National Award

The highest ranking PPA representative in attendance can be invited to introduce the National Award, and may use the following introduction:

"Volunteers truly are the lifeblood of PPA and its affiliates. Every association has those extraordinary volunteers whose efforts on behalf of the affiliate and its members deserve special recognition.

"Seeking a way to thank these individuals, Professional Photographers of America created the National Award in 1958. Each year, PPA makes this prestigious award available to state, regional, national and international affiliates—who then present it to deserving individuals. The highest honor

granted by a PPA Affiliate, it recognizes those whose support for photography goes far beyond any regular expectations or contributions. The simple inscription on this plaque reads “for service to professional photography” but we know that this award means far more than that. We are here to honor one of those special individuals today. PPA is pleased to share with The Professional Photographers of North Carolina, Inc. in the presentation of the coveted National Award. On behalf of the Professional Photographers of America, I am pleased to extend my gratitude and congratulations to this year’s recipient.

“Would all those who have received the National Award please come forward to congratulate this year’s recipient? Now, here is (Presenter’s Name) to tell us about this year’s National Award recipient.”

If the PPA officer holds the National Award, then he or she can join other National Award recipients while the affiliate presenter finishes the presentation. If not, the PPA officer should step away from the podium, but remain standing.

B.8.1.4 Presentation of the National Award

The National Award is presented by the previous recipient. The presenter should highlight the recipient’s service to the association and the photography industry. A slide show highlighting the recipient in action is appropriate.

B.8.2 The North Carolina Service Award

The North Carolina Service Award is presented to a member who is judged to have had the most outstanding service during the current year. The record of past service to the organization is also taken into consideration. This award is given for distinguished service over and above the call of duty and without regard for praise or thanks. Formerly known as the Barber Award and given by Don Barber in honor of his father, A. F. Barber, the name of the award was changed in 1960 to the North Carolina Service Award.

B.8.2.1 Selecting the Recipient

The North Carolina Service Award Selection Committee is composed of the previous three (3) winners. The most recent winner serves as the Chair and has the deciding vote. The committee may meet by conference call. The committee will report the chosen recipient to the Executive Director sixty (60) days prior to the event to give the time for necessary preparation for the presentation at the annual awards ceremony.

B.8.2.2 Presenting the North Carolina Service Award

The North Carolina Service Award is presented by the previous recipient. The presenter should highlight the recipient’s service to the association, highlighting the extraordinary service during the past year. A slide show highlighting the recipient in action is appropriate.

B.9 Scholarships

Scholarship applications are available to members. The applications are turned over to the Carolina Photographic Foundation for consideration.

B.10 Education

B.10.1 Carolina Photo Expo

Carolina Photo Expo is PPNC's largest event, held annually, to advance the art of photography, enhance the profession and inspire photographers through education, fellowship and fun. It provides professional-level speakers, a tradeshow, an awards ceremony, and hosts the annual meeting of the association.

CPE Academy, which consists of one-day classes taught by national-level speakers, may also be held as a part of the Carolina Photo Expo.

Carolina Photo Expo shall be run by a Special Committee that is appointed to create and run the Carolina Photo Expo for a specific year. The work of a Special Committee can be carried out across the term of successive Board of Directors, if the assigned body of work has not been completed.

The Chair will be appointed by the Board of Directors two (2) years before the event takes place, in order to allow enough time for the special committee to find a venue, recruit speakers, and build the specific program so that they may announce the next year's program at the current year's Carolina Photo Expo.

The Chair will recommend to the Board of Directors the makeup of the special committee. The

Chair will propose dates. It is intended that Carolina Photo Expo will take place in late summer.

The Chair will select the venue. The Board of Directors, by majority vote of the full Board, will have final approval of the venue contract.

The Chair will work with the person who is expected to be President during the year of the Carolina Expo that they are planning. Speaker recommendations must be submitted for approval at the Board of Directors meeting that takes place during the Winter Seminar in the year prior to the Carolina Photo Expo being planned. If a full slate of speakers is not presented, the Board of Directors shall work together to fill the speaker lineup. The Board of Directors, by majority vote of the full Board, will have final approval of the speaker contracts.

Registration fees are tiered, with increasing values from initial date of opening registration period until the time of the event. The discounted rate for members vs. non-members will be determined based on the budget for that event. The exact dates of when the registration fee increases to the next level will be determined each year.

The cancellation policy can be found in **C.5.1**.

Member and non-member registration fees will be determined based on the budget and will be announced prior to the opening of registration.

The Carolina Photo Expo Committee will manage and oversee the details for the execution of the event and will operate within the approved Carolina Photo Expo budget.

The Chair and the Executive Director will work together to ensure that those who are due PPA merits for participation in Carolina Photo Expo receive them.

It is the responsibility of the Chair to submit and/or update an existing turnover document for the Carolina Photo Expo within 30 days of the completion of the event, as described in **B.12**.

B.10.2 East Coast School

East Coast School is an extended learning opportunity that provides a deep experience in a singular area of photography, intended to enhance the participant's photography and/or business skills.

East Coast School shall be run by a special committee that is appointed to create and run East Coast School for a specific year. The work of a Special Committee can be carried out across the term of successive Board of Directors, if the assigned body of work has not been completed.

The Chair will recommend to the Board of Directors the makeup of the special committee.

The Chair will be appointed by the Board of Directors two (2) years before the school takes place, in

order to allow enough time for the special committee to recruit speakers and build the specific program.

The Chair will propose dates that do not conflict with the Carolina Photo Expo or Regional Seminars. It is intended that East Coast School will take place in June, unless East Coast School takes on a different configuration of smaller events throughout the year.

The Chair will select the venue. The Board of Directors, by majority vote of the full Board, will have final approval of the venue contract.

The Chair will select speakers. The Board of Directors, by majority vote of the full Board, will have final approval of the speaker contracts.

The East Coast School Committee will manage and oversee the details for the execution of the school and will operate within the approved East Coast School budget.

Member and non-member registration fees will be determined based on the budget and will be announced prior to the opening of registration.

The cancellation policy can be found in **C.5.2**.

The Chair and the Executive Director will work together to ensure that those who are due PPA merits for participation in East Coast School receive them.

When necessary, the Chair will assist the Executive Director to secure sponsors and vendors.

For Carolina Photo Expo, registration fees are tiered, with increasing values from the initial date of opening the registration period until the time of the event. The discounted rate for members vs. non-members will be determined, based on the budget for that event. The exact dates of when the registration fee increases to the next level will be determined each year.

When necessary, the Chair will assist the Executive Director to secure sponsors and vendors.

It is the responsibility of the Chair to submit and/or update an existing turnover document for the East Coast School within 30 days of the completion of the event, as described in **B.12**.

B.10.3 Regional Seminars

PPNC is made up of three (3) regions (Eastern, Central, and Western), each of which represents about one-third (1/3) of the geographically contiguous PPNC members. Each region hosts a two (2)-day seminar each year, with nationally-known and local speakers. Western Region hosts Fall Seminar; Central Region hosts Winter Seminar; and Eastern Region hosts Spring Seminar.

Regional Seminars provide members opportunities for networking, learning from photography industry professionals and camaraderie.

Seminars shall be run by a special committee made up of the Executive Director (Chair) and one (1) appointed assistant from each region where the seminar will be held. The work of a special committee can be carried out across the term of successive Board of Directors, if the assigned body of work has not been completed.

The Chair will recommend to the Board of Directors the assistants who will participate on the special committee.

The assistants will be appointed by the Board of Directors two (2) years before the event takes place, in order to allow enough time for the special committee to recruit speakers and build the specific program.

The Chair will propose dates that do not conflict with the Carolina Photo Expo or East Coast School. It is intended that Seminars will take place in Fall, Winter and Spring.

The Chair will select the venue. The Board of Directors, by majority vote of the full Board, will have final approval of the venue contract.

The Chair will select speakers. The Board of Directors, by majority vote of the full Board, will have final approval of the speaker contracts.

The venues and speakers should be approved by the Board of Directors and posted at least one (1) year before each event date, such that there is always one (1) year of activity on the association calendar.

The Seminar Committee will manage and oversee the details for the execution of the seminars and will operate within the approved individual Seminar budget.

The registration fee for members is included in the annual dues. The non-member registration fees will be determined based on the budget and will be announced prior to the opening of registration.

The Executive Director/Chair will ensure that those who are due PPA merits for speaking at a Seminar receive them.

When necessary, the Executive Director/Chair will secure sponsors and vendors.

It is the responsibility of the Chair to submit and/or update an existing turnover document for each Seminar within 30 days of the completion of the event, as described in **B.12**.

B.11 Image Competition

Image Competition is the opportunity for photographers to have their work scored by a jury of qualified judges in a competition setting. Work entered into the Image Competition can also be formally critiqued by a judge, after the competition.

Image Competition shall be run by a special committee. The work of a special committee can be carried out across the term of successive Board of Directors, if the assigned body of work has not been completed.

The Chair will recommend to the Board of Directors the makeup of the special committee.

The Chair will be appointed by the Board of Directors the year prior to the event, in order to allow time for the Chair to recruit jurors and work with the Winter Seminar committee on logistics.

The Chair will determine the date of the competition. It is intended that Image Competition will take place at Winter Seminar.

The Chair will select the jurors, working with the Seminar Chair to collaborate on speaker/juror coordination. The Board of Directors, by majority vote of the full Board, will have final approval of the juror's contracts.

The Image Competition Committee will manage and oversee the details for the execution of the

event and will operate within the approved Image Competition budget.

Entry and critique fees will be announced prior to the opening of Image Competition registration.

The Chair and the Executive Director will work together to ensure that the jurors and jury chair receive their PPA merits.

When necessary, the Executive Director will assist the Chair with awards and prizes.

It is the responsibility of the Chair to submit and/or update an existing turnover document for Image Competition within 30 days of the completion of the event, as described in **B.12**.

B.12 Turnover Documents

It is the responsibility of the event chairs (to include East Coast School, Carolina Photo Expo, Seminars, image competition) to submit and/or update a turnover document for their respective event within 30 days of the completion of said event. This document should be comprehensive and include planning details, tasking list, milestones, and timelines that are required for the successful execution of future events. Suggestions, recommendations, and precautions for future events should also be included. The document should be added to or updated in a corresponding folder for the appropriate committee on the PPNC Google Drive or other prescribed storage means as indicated by the Board of Directors.

The purpose of these documents is to maintain the institutional memory for the association, which will aid in the success and consistency of each event over time.

B.13 Discipline

B.13.1 Bylaws that Pertain to the Discipline. (The Bylaws can only be changed by a 2/3 majority vote of those members who vote at the annual meeting of the association.)

Bylaw 5.1.3 The Discipline Committee shall be composed of five (5) members. The members of this committee shall be alert to and shall investigate disciplinary issues, shall review all written complaints on disciplinary issues, shall determine if charges shall be brought, shall manage each case and report the necessary and recommended resolutions to the Board of Directors and, shall hold the trial, if it should be necessary. Any behavior that injures the good name of the association, disturbs its well-being, or hampers its work is subject to disciplinary action. A written report for each investigation shall be given to the Board of Directors.

B.12.3 Basic Tenets

The basic tenets of discipline are that every association *“has the right to make and enforce its own rules, and to require that its members refrain from conduct injurious to the organization or its purposes. No one should be allowed to remain a member if his retention will do this kind of harm.”* *“It is usually in the best interests of the organization first to make every effort to obtain a satisfactory solution of the matter quietly and informally.”* When it appears that formal disciplinary procedures are needed, tactful handling of a case is important. (*Robert’s Rules of Order, Newly Revised (RONR)*, p.643-644)

All members of the association have a duty to see that the integrity of the organization is maintained. Both the Discipline Committee and the association’s membership should be alert to issues, including, but not limited to, behavior that could be injurious to the association, dereliction of duty of a member of the Board of Directors, abuse of authority or violation of the Code of Ethics, as described in Bylaw 5.1.3. Issues that come to the attention of the Discipline Committee, whether they are based on rumor or hearsay or are in a formal complaint, must be investigated.

The discipline process is governed by *Robert’s Rules of Order, Newly Revised (RONR)*. Refer to RONR for complete procedural information.

B.14 Executive Director

B.14.1 Contract: Agreement for Professional Photographers of North Carolina (PPNC) Executive Director

This agreement is entered into this date between name located at address, and Professional Photographers of North Carolina (PPNC), a trade association and 501(c) 6 tax exempt corporation, having its principal office at address. WHEREAS, PPNC desires to employ name to provide management and administration services to PPNC according to the terms and conditions stated herein; and WHEREAS, name desires to be employed by PPNC to provide management and administration services to PPNC according to the terms and conditions stated herein;

TERM

The term of this agreement shall be for a period of one (1) year, and may be continued for additional periods of time, under such terms upon which both parties mutually agree. Contract period is October 1 to September 30.

SERVICES PROVIDED

Services provided to PPNC are outlined in B.15.2 and B.15.3, which are a part of this agreement.

PAYMENT

Base salary of \$xxx is to be paid. Payroll will be subject to all Federal and State deductions as required by law. PPNC agrees to cover expenses listed in B.15.2.

PERFORMANCE REVIEW

Annual evaluation will be conducted by the PPNC Personnel Committee and recommendations made to the PPNC Board of Directors at the conclusion of the Carolina Photo Expo.

TERMINATION/RENEWAL

The agreement shall continue during the term hereof, and terminate automatically. At the end of the term, or each extension, the parties may renew this agreement in writing one to the other, 30 days prior to the renewal date.

INDEMNIFICATION

PPNC agrees to indemnify and hold harmless name from any claims, demands, causes of action, and damages, including reasonable attorney fees, caused by or arising out of the operation of PPNC's business or services or the business or services of its members. The obligation of indemnification by PPNC hereunder shall survive termination of this Professional Photographers of NC, Inc.

PPNC shall indemnify and hold harmless name and others named above for any liability hereunder that accrues after termination for this agreement.

Name agrees to indemnify and hold harmless PPNC, its members, directors, officers, employees, and agents, from any claims, demands, causes of action, and damages, including reasonable attorney fees, caused by or arising out of misrepresentation or negligence of duties as defined herein. The obligation of indemnification by name hereunder shall survive termination of this agreement and indemnify and hold harmless PPNC and others named above for any liability hereunder that accrues after termination of this agreement.

This agreement for all purposes will be governed by and interpreted and enforced in accordance with the laws of the STATE OF NORTH CAROLINA.

IN WITNESS WHEREOF, the parties have executed this Agreement in duplicate as of the date written below.

DATE

PROFESSIONAL PHOTOGRAPHERS OF NORTH CAROLINA, INC.

BY:

TITLE:

B.14.2 Attachment A

Duties and Responsibilities General Services (includes ECS)

- Authenticate all acts and orders of this Association.
- Possess a copy of the Articles of Incorporation and By-Laws, the minutes of all business meetings, the financial statements, custody of all records and papers of this Association and Board of Directors.
- All records shall be open to inspection upon request in accordance with NC Chapter 55A, in the presence of the Executive Director, by any member of the Association desiring to read them. Professional Photographers of NC, Inc.
- Maintain and backup data on Google Drive
- Handle all incoming mail, email, voice mail, and answer necessary correspondence promptly. • Coordinate with executive officers, convention chairman, and committee chairmen in the duties of their positions.
- Maintain updated Standard Operating Guide as updated by Committee and Board of Directors. • Coordinate with PPA as required.
- Help coordinate operation and inventory of PPNC store (if applicable)
- Other duties as agreed upon by the Executive Director and the administration

Financial Service (include ECS)

- Maintain and oversee all membership payments.
- Receive all moneys of this Association, record and deposit promptly
- Collect Insufficient Fund checks and rejected charge cards
- Invoice all sponsors and advertisers
- Keep accurate account of all receipts and disbursements
- Track all investments, including, but not limited to, Investment Account, Checking and Savings of all accounts.
- Pay bills promptly as approved
- Attend Budget Meeting, prepare budget worksheets and final report
- Prepare financial statement for each board meeting
- Assist Certified Public Accountant hired by the Board in preparation of all quarterly and annual filings and reports, and designing accounting system efficiencies.
- Present budget amendments to the Board for approval as needed.
- Present SOG departures to the Board for variance approval
- Handle the securing of bonds for all persons requiring bonding
- Keep all records pertaining to the Treasurer up-to-date.
- Inform treasurer and president promptly of areas approaching over budget.

Membership Services (includes ECS)

- Maintain up-to-date records of members.
- Distribute new member information to Secretary
- Prepare a list of all active and life members eligible for office, preceding the annual election for consideration by the Nominating committee and the membership
- Notify all committees of their appointment
- Prepare and email welcome information to New Members
- Coordinate the Chevrons, Medallions, and Fellowship Certificates as needed for presentation at the annual convention. Meeting and Conference Services
- Issue notice for all meetings and conduct all the general correspondence.
- Attend Board and Business meetings, prepare order of business.
- Receive registrations, and prepare list of registrants

- Operate or coordinate registration desk
- Prepare final report of the Carolina Photo Expo Duties
- CPE program designed and ready for printing
- Coordinate and prepare awards ceremony program line-up and script
- Prepare name badges for attendees, speakers, judges, and vendors
- Sell trade show booths, organize and set up trade show area
- Prepare CPE packets or bags
- Procure PPNC Service Plaque, National Award, President's Plaque and banners. •
- Prepare and email ALL speaker contracts as well as vendor contracts
- Order all merits as required
- Market PPNC Membership to other NC Photographic organizations through speaking, social media, and other methods of communication.

B.14.3 Attachment B

IUSA - Travel, room and registration

B.14.4 Annual Review

Prior to distribution of evaluation forms, the Chair of the Personnel Committee will ask the Executive Director to submit a list of accomplishments and work that was initiated and/or completed that are not covered in the Duties and Responsibilities Section of the Executive Director's contract. That list will be provided to the Personnel Committee prior to the Annual Review of the Executive Director.

On August 1, the Chair of the Personnel Committee will make the forms for the performance evaluation of the Executive Director available to the committee that was in office during the contract year. The forms will be returned to the Chair by August 15. The officer that was the Chair of the committee during the contract year will compile and tabulate the scores. The Personnel Committee will meet with the Executive Director to discuss the results before August 30. The results of the evaluation will determine whether a salary raise is appropriate, if budget allows. The Committee Chairman will report the findings to the Board of Directors at their next meeting, but not later than the September meeting of the Board of Directors.

B.14.4.1 PPNC Executive Director Evaluation Criteria

The purpose of this form is to evaluate the PPNC Executive Director in accordance with your duties as a member of the Board of Directors. Feedback is designed to acknowledge the strengths of the Executive Director and to provide a basis for addressing weaknesses, which is intended to help PPNC grow and become a stronger organization.

Duties that are to be considered for this evaluation are those specified in the current contract.

Actions and accomplishments that are above and beyond those listed in the contract should be acknowledged in the section for Additional Comments.

If you feel that there are duties that should be considered for changing, list them in the section for Additional Comments.

	Rating	Description of Duties	Justification of scores of 1, 2, or 5.
	1 is a low score; 5 is a high score Circle the score.	Duties from Executive Director's Contract	Any score of 1 or 2 or any score of 5 MUST have a statement explaining why. List the letter and write your explanation.

	Low High	General Services	
A	1 2 3 4 5	Authenticate all acts and orders of this Association.	
B	1 2 3 4 5	Possess a copy of the Articles of Incorporation and By-Laws, the minutes of all business meetings, the financial statements, custody of all records and papers of this Association and Board of Directors.	

C	1 2 3 4 5	All records shall be open to inspection upon request, in the presence of the Executive Director, by any member of the Association desiring to read them. Professional Photographers of NC, Inc.	
D	1 2 3 4 5	Maintain and backup data on Google Drive.	
E	1 2 3 4 5	Handle all incoming mail, email, voice mail, and answer necessary correspondence promptly.	
F	1 2 3 4 5	Coordinate with executive officers, convention chairman, and committee chairmen in the duties of their positions.	
G	1 2 3 4 5	Maintain updated Standard Operating Guide as updated by Committee and Board of Directors.	
H	1 2 3 4 5	Coordinate with PPA as required.	
I	1 2 3 4 5	Help coordinate operation and inventory of PPNC store (if applicable).	
J	1 2 3 4 5	Other duties as agreed upon by the Executive Director and the administration.	
		Financial Services	
K	1 2 3 4 5	Maintain and oversee all membership payments.	
L	1 2 3 4 5	Receive all moneys of this Association, record and deposit promptly.	

M	1 2 3 4 5	Collect Insufficient Fund checks and rejected charge cards.	
N	1 2 3 4 5	Invoice all sponsors and advertisers.	
O	1 2 3 4 5	Keep accurate account of all receipts and disbursements.	
P	1 2 3 4 5	Track all investments, including, but not limited to, Investment Account, Checking and Savings of all accounts.	
Q	1 2 3 4 5	Pay bills promptly as approved.	
R	1 2 3 4 5	Attend budget meeting, prepare budget worksheets and final report.	
S	1 2 3 4 5	Prepare financial statement for each board meeting.	
T	1 2 3 4 5	Assist Accountant hired by the Board in preparation of all quarterly and annual filings and	

		reports, and designing accounting system efficiencies.	
U	1 2 3 4 5	Present budget amendments to the Board for approval, as needed.	
V	1 2 3 4 5	Present SOG departures to the Board for variance approval.	
W	1 2 3 4 5	Handle the securing of bonds for all persons requiring bonding.	
X	1 2 3 4 5	Keep all records pertaining to the Treasurer up to-date.	
Y	1 2 3 4 5	Inform treasurer and president promptly of areas approaching over budget.	
		Membership Services	
Z	1 2 3 4 5	Maintain up-to-date records of members.	
AA	1 2 3 4 5	Distribute new member information to the Secretary.	

BB	1 2 3 4 5	Prepare a list of all active and life members eligible for office, preceding the annual election, for consideration by the Nominating Committee and the membership.	
CC	1 2 3 4 5	Notify all committees of their appointment.	
DD	1 2 3 4 5	Prepare and email welcome information to new members.	
EE	1 2 3 4 5	Coordinate the chevrons, medallions, and Fellowship certificates, as needed, for presentation at the annual awards ceremony.	
		Meeting and Conference Services	
FF	1 2 3 4 5	Issue notice for all meetings and conduct all the general correspondence.	
GG	1 2 3 4 5	Attend Board and business meetings and prepare order of business.	
HH	1 2 3 4 5	Receive registrations and prepare a list of registrants.	
II	1 2 3 4 5	Operate or coordinate registration desk.	
JJ	1 2 3 4 5	Prepare final report of the Carolina Photo Expo	

		duties	
KK	1 2 3 4 5	CPE program designed and ready for printing.	

LL	1 2 3 4 5	Coordinate and prepare awards ceremony program line-up and script.	
MM	1 2 3 4 5	Prepare name badges for attendees, speakers, judges, and vendors.	
NN	1 2 3 4 5	Sell trade show booths, organize and set up trade show area.	
OO	1 2 3 4 5	Prepare CPE packets or bags.	
PP	1 2 3 4 5	Procure PPNC Service Award plaque, National Award, President's Award plaque and banners.	

QQ	1 2 3 4 5	Prepare and email all speaker contracts, as well as vendor contracts.	
RR	1 2 3 4 5	Order all merits, as required.	
SS	1 2 3 4 5	Market PPNC Membership to other NC photographic organizations through speaking, social media, and other methods of communication.	
Additional comments:			

B.14.5 Distribuon of Execuve Director Responsibilities, if there is no Execuve Director

In the event that the associaon is without an Execuve Director, this table gives recommendaons for who in the associaon should handle each responsibility. The Board of Directors has flexibility in how these dues are actually assigned.

ED Dues and Responsibilities	Recommended
General Services (includes ECS)	
Authencate all acts and orders of this Associaon.	Parliamentarian or Board Chair, if there is no Parliamentarian
Possess a copy of the Arcles of Incorporaon and By-Laws	All BOD members
Possess a copy of the minutes of all business meengs	Secretary, with a copy in the G-Drive
Possess a copy of the financial statements	Treasurer
Possess custody of all records and papers of this Associaon and Board of Directors	Secretary, President or Vice President
All records shall be open to inspecon upon request, in the presence of the Execuve Director, by any member of the Associaon desiring to read them. Professional Photographers of NC, Inc.	Secretary

Maintain and backup data on Google Drive	Vice President
Handle all incoming mail, email, voice mail, and answer necessary correspondence promptly.	Secretary
Coordinate with execuve officers, convenon chairman, and commiee chairmen in the dues of their posions.	President and Vice President

Maintain updated Standard Operating Guide as updated by Commiee and Board of Directors.	Secretary or Vice President
Coordinate with PPA as required.	Secretary or President
Help coordinate operation and inventory of PPNC store (if applicable)	Special Commiee
Other dues as agreed upon by the Executive Director	---
Financial Service (include ECS)	
Maintain and oversee all membership payments.	Treasurer
Receive all moneys of this Association, record and deposit promptly	Treasurer
Collect Insufficient Fund checks and rejected charge cards	Treasurer
Invoice all sponsors and advertisers	Treasurer
Keep accurate account of all receipts and disbursements	Treasurer
Track all investments, including, but not limited to, Investment Account, Checking and Savings of all accounts.	Treasurer
Pay bills promptly as approved	Treasurer
Attend Budget Meeting, prepare budget worksheets and final report	Treasurer
Prepare financial statement for each board meeting	Treasurer
Assist Certified Public Accountant hired by the Board in preparation of all quarterly and annual filings and reports, and designing accounting system efficiencies.	Treasurer
Present budget amendments to the Board for approval as needed.	Treasurer
Present SOG departures to the Board for variance approval · Handle the securing of bonds for all persons requiring bonding	Treasurer
Keep all records pertaining to the Treasurer up-to-date.	Treasurer
Inform treasurer and president promptly of areas approaching over budget. Membership Services (includes ECS)	T
Membership Services	

Plan and organize the Member Seminars	Regional Directors, who may engage the help of a Special Commiee
Maintain up-to-date records of members.	Secretary with Vice President, who handles the G Drive
Distribute new member informaon to Secretary	Secretary
Prepare a list of all acve and life members eligible for office, preceding the annual elecon for consideraon by the Nominang commiee and the membership	Secretary or Vice President
Nofy all commiees of their appointment	President
Prepare and email welcome informaon to New Members	Regional Directors

Coordinate the Chevrons, Medallions, and Fellowship Certificates as needed for presentaon at the annual convenon.	Special Commiee
Meeng and Conference Services	
Issue noce for all meengs and conduct all the general correspondence.	Secretary
Aend Board and Business meeng, prepare order of business.	President
Receive registraons, and prepare list of registrants	Special Commiee
Operate or coordinate registraon desk	Special Commiee
Prepare final report of the Carolina Photo Expo Dues	CPE Chair

CPE program designed and ready for prinng	Markeng Commiee
Coordinate and prepare awards ceremony program line-up and script	Board Chair and President
Prepare name badges for aendees, speakers, judges, and vendors	Special Commiee
Sell trade show booths, organize and set up trade show area	CPE Commiee
Prepare CPE packets or bags	CPE Commiee
Procure PPNC Service Plaque, Naonal Award, President's Plaque and banners.	President
Prepare and email ALL speaker contracts as well as vendor contracts	Secretary

Order all merits as required	Secretary or President
Market PPNC Membership to other NC Photographic organizaons through speaking, social media, and other methods of communicaon.	Markeng Commiee with oversight from a BOD member

C. Policies

C.1 Financial

C.1.1 Signature. All financial accounts owned and managed by PPNC, Inc. will hold the names of the Executive Director, President and Treasurer as signers. Issuance of checks of the Professional Photographers of North Carolina, Inc. over the amount of one thousand dollars (\$1000.00) shall require two (2) signatures, in compliance with the bond requirements, and those signing will be any two (2) of the Executive Director, President or Treasurer. Checks for amounts under one thousand dollars (\$1000.00) required only one (1) signature and those signing may be may the Executive Director, President or the Treasurer.

Before entering into a contract on behalf of the association, a majority vote of the full Board of Directors shall be required for approval. Those authorized to sign will be two (2) of the Executive Director, President or Treasurer.

C.1.2 Handling of Funds, Reporting and Review

C.1.2.1 An annual budget is to be established controlling the use of funds. Only expenditures approved in advance in the budget are authorized, and then only to the extent of the amount in the budget. This is the cornerstone of all controls governing the manner in which association funds are spent.

C.1.2.2 A surety bond insuring against the improper use of funds by employees shall be obtained.

C.1.2.3 The Association has established certain internal controls to safeguard the Association's assets and ensure that only proper bills are paid. These controls include the preparation of disbursement supporting documents.

C.1.2.4 Association investments are determined by recommendations of the association's investment advisor and approved by the Budget, Finance and Investment Committee.

C.1.2.5 An invoice of all items or services received shall be given to the Executive Director.

C.1.2.6 Prepared by the Executive Director, the Treasurer shall present a financial report for each meeting of the Board of Directors and for the annual meeting of the association.

C.1.2.7 Funds approved by the Board for special projects cannot be spent for anything other than the specified project without additional Board approval.

C.1.2.8 A journal of monthly cash disbursements is to be provided to the full Board of Directors each month. A description of the purpose of the expenditure, who was paid, the amount of the check and the check number will be listed.

C.1.2.9 At the end of each month, the Executive Director will send to the Treasurer a copy of the bank statement, a list of all checks written and money deposited, with proper documentation. The Treasurer shall review the reports.

C.1.2.10 Passwords to access the Authorize.net Banking, First Citizens Bank Online Banking, and Edward Jones Investments will be supplied to the Treasurer.

C.1.2.11 Cancellation insurance should be procured for any event with a hotel or venue contract, if budget allows.

C.2 Document Retention and Destruction

C.2.1 Document Destruction

The Document Retention and Destruction Policy identifies the record retention responsibilities of staff, volunteers, members of the Board of Directors and outsiders for maintaining and documenting the storage and destruction of the association's documents and records.

The association's staff, volunteers, members of the Board of Directors, committee members and outsiders (independent contractors via agreements with them) are required to honor the following rules: 1. Paper or electronic documents indicated under the terms for retention in the following section will be transferred and maintained by the Executive director;

2. All other paper documents will be destroyed after three (3) years;
3. All other electronic documents will be deleted from all individual computers, databases, networks and back-up storage after one year;
4. No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation (check with legal counsel or the human resources department for any current or unforeseen litigation if employees have not been notified);
5. All electronically stored data should be reviewed annually for compliance to this schedule. It is recommended that records stored in electronic format should note in the file or folder name if they are permanent.

C.2.2 Record Retention

Type of Document	Minimum Requirement
Bank reconciliations	2 years
Bank statements & year-end investment summaries	7 years
Contracts	7 years
Correspondence (general)	2 years
Correspondence (legal and important matters)	Permanently
Correspondence (with members and vendors)	2 years
Employment applications	3 years
Year-end financial statements	Permanently
Insurance records and policies	Permanently
Invoices (to members, from vendors)	7 years
Minute books, bylaws and Charter	Permanently
Payroll records, reports and summaries	7 years
Tax returns and worksheets	Permanently

Interim financial reports/statements	7 years
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C.3 Volunteer

No member of the association may be paid for any services, per diem, or gratuities, nor may they be awarded a contract for pay for any services, with the exception of the Executive Director and event speakers . This applies to all activities of the association.

C.3.1 Complimentary Accommodations

It is recommended that the association provide complimentary accommodations, as follows:

Carolina Photo Expo

- Room for the Executive Director
- Room for the AV/Props coordinator, including an extra day, if needed
- Room for the Carolina Photo Expo Chair
- Room for the President of the association
- Room for the Print Salon Chair, including extra night, if needed, only when print competition is during the Carolina Photo Expo

East Coast School

- Room for the East Coast School Chair
- Room for the Executive Director
- Consider a room for any volunteer whose duties prevent them from assisting in a class, such as the model coordinator.

Seminars

- Room for print salon chair, if needed, only when print competition is during a Seminar. ●
Room for the Executive Director

C.4 Event Registration

Participation in events of the association is limited to one participant per registration.

Event registrations are non-transferable.

If the membership of a registrant is canceled or if it lapses before an event begins (including CPE, East Coast School, and all other events), the registrant must pay the difference between the member price paid and the current non-member price.

C.5 Cancellations

Carolina Photo Expo, Carolina Photo Expo Academy, East Coast School, and Seminar (non-members)

Cancellation Policy: Any class cancellations must be made in writing and addressed to:

Executive Director

P. O. Box 1898

Fort Mill, SC 29716

Deadlines:

- 120 days before: Full Refund
- 119 - 61 days before: 50% Cancellation Fee
- Within 60 days: No refunds
- Within 30 days: No transfers

Course transfers:

- Request to transfer from one course to another: Requests must be made at least 30 days prior to the start of the course. Course transfers are subject to availability and are not guaranteed.
- Transfer from one member to another member is allowed prior to the start of class.
- Transfer from one year to another year is not permitted.

If an East Coast School class or Academy Class is canceled due to insufficient registrations, the association will notify students no later than 15 days prior to the start of the course. Registered students will have the option to be refunded tuition paid in full or have the tuition transferred to another course within the same event the same year.

C.5.1 Carolina Photo Expo

If the membership of a registrant is canceled or if it lapses before an event begins, the registrant must pay the difference between the member price paid and the current non-member price.

Carolina Photo Expo banquet and other meal tickets may be purchased for significant others and friends separately from Carolina Photo Expo admission and are non-refundable.

C.5.3 East Coast School

East Coast School is not responsible for instructor method, course content, or dissatisfaction with a course. As such, no refunds, adjustments, or credits will be made.

If the membership of a registrant is canceled or if it lapses before the course begins, the registrant must pay the difference between the member price paid and the current non-member price.

East Coast School will not be responsible for any expenses incurred (including, but not limited to non refundable airline tickets) due to event registration in a course withdrawal, cancellation, transfer, or instructor change.

C.6 Digital Assets

All digital assets shall be in the ownership of the Professional Photographer of North Carolina, Inc.

All digital assets must be kept in the Google Drive of the Professional Photographers of North Carolina, Inc.

Any stored data must be held in the Google Drive of the Professional Photographers of North Carolina, Inc.

Digital accounts on behalf of the Professional Photographers of North Carolina cannot be opened by individuals in their own names. All account logins, passwords, etc. shall be kept with the Executive Director.

The Professional Photographers of North Carolina, Inc. owns all digital assets that pertain to the Professional Photographers of North Carolina, Inc., Carolina Photo Expo and East Coast School.

C.7 Digital Formats

All digital files shall be created as a Photoshop .psd file, a Microsoft Excel file or a Microsoft Word file. Original files shall be kept in the Google Drive of the Professional Photographers of North Carolina, Inc. for ease of access and editing. No special format files (i.e.: Mac specific) are to be used.

C.8 Social Media Conduct

The following message is posted on the association's Facebook page to serve as a Code of Conduct for participating in the association's Facebook group.

“Welcome to The Professional Photographers of North Carolina (PPNC) Facebook Group.

Please note that this group is open to current members of PPNC who are in good standing. Speakers and representatives from vendors who support PPNC may also be invited into this group.

We aim to create a positive place for group members, where we can freely talk about photography and socialize, however, please be polite and considerate to all members.

Before you post or make a comment, please ask yourself whether the post and its intent are positive, encouraging, enlightening and/or empowering. If it is not, the post or comment is probably not appropriate for this group.

While debate and discussion are fine, rudeness, insulting posts, personal attacks or inflammatory posts, threads or comments will be removed by the moderators. We reserve the right to remove any posts and or access to this group at any time. Before actions are taken to remove posts or remove access to this group, the Moderator/Administrator must have consent from three (3) members of the Board of Directors. The decisions are final in these matters unless reversed by the PPNC Board of Directors.”

C.9 Non-disclosure policy

All incoming and outgoing members of the Board of Directors are required to sign the Non-disclosure form when they are elected to the Board of Directors and when they leave the Board of Directors. The signed agreement shall be signed, dated and sent to the Executive Director (Secretary, if there is no Executive Director.)

Non-disclosure Document for Incoming and Outgoing Members of the Board of Directors

Members of the Board of Directors have access to documents, files, social media groups and pages, and other discussions that are not available to people outside of the active Board of Directors. Members of the Board of Directors shall not disclose any sensitive or confidential information to persons who are not current members of the Board of Directors unless instructed to do so by board consent. Such information via any media or communication platform that may be in use or adopted in the future may include but is not limited to discussions held in board meetings or executive sessions, documents stored on the Board of Directors Google Drive, discussions in the Board of Directors Facebook Group, and emails or messages between board members.

Upon leaving the Board of Directors, this obligation remains in force. PPNC reserves the right to pursue legal recourse. Any violation of this agreement shall be considered to be a violation of the PPNC Code of Ethics.

Member of the PPNC Board of Directors (incoming):

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Signature Date

Member of the PPNC Board of Directors (outgoing):

—

Signature Date