



1. Names and Objectives of the Association

1.1 The name shall be the **British Press Photographers' Association** (hereinafter referred to in this document as the Association)

1.2 Definitions

The terms *Member*, *Honorary Member* and *Life Member* shall refer individually to the categories defined by rule 3.1. The terms members and membership (not in italics) shall refer collectively to all *Members* and *Honorary Members*.

1.3 The objects for which the Association is formed are:

- 1 To promote and inspire the highest creative, ethical and technical standards of press photography.
- 2 To give members a voice so that the Association can, by publication, exhibition, or discussion, represent their views and experiences upon such matters that may be of mutual interest to press photographers.
- 3 To hold exhibitions, publish books, maintain a website, and other wise promote the finest examples of our members' work.
- 4 To seek dialogue with outside agencies and to promote and provide for the exchange of ideas between members and other bodies notwithstanding the rights of members to interact with those bodies on an individual basis without notice to the Association.
- 5 To engage in continuing training so that members have access to and knowledge of the latest technology and working methods in press photography.

1.4 The Association's Code of Conduct

The Association shall draft and publish a Code of Conduct for its members. The Code shall be published on the Association's website and be open for amendment at an Annual General of Extraordinary General meeting providing that proposed amendments are published not less than three weeks before the meeting and be approved by a majority of members of the Board.

2. Officers

2.1 Officers of the Association

The Officers of the Association shall be *Members* of the Association and shall consist of the **Chairman, Deputy Chairman (two posts available), Secretary, Treasurer, Website Editor and two further Officers without portfolio**.

Officers shall be elected at the Annual General Meeting in each year and hold office for *One Year*, retiring at the termination of the Annual General Meeting in each year.

All Officers of the Association shall be eligible for re-election. The **Chairman** and **Deputy Chairman** shall be eligible for re-election up to a maximum of *Three Consecutive Years* in the same office, at which time upon retiring, shall stand down from that office for a minimum period of *One Year* before seeking re-election unless the office cannot be filled at which point the three year limit is discounted and the period becomes unlimited.

2.2 Duties of *Secretary*

The Secretary shall:

1. Keep a register of Association members' names, addresses, email addresses, and mobile numbers.
2. Conduct correspondence of the Association.
3. Maintain custody of all Association documents
4. Publish a summary of all decisions of all Meetings of the Association, the Committee, and Sub-Committees which shall be confirmed and signed by the appropriate Chairman upon agreement of the Association, Board or Sub-Committee.

2.3 Duties of *Treasurer*

The Treasurer shall:

1. Cause such Books of Account to be kept as necessary to give a True and Fair view of the state of finances of the Association.
2. Prepare as at 31st August in each year an *Annual Balance Sheet* and an *Income and Expenditure Account* drawn up to the date, and shall thereafter cause the same to be available to the *Members* of the Association at least *One Calendar Month* before the date of the Annual General Meeting.

2.4 Duties of *Website Editor*

The Website Editor shall:

1. Oversee the Association's website, being responsible for content, technical performance, and chairing the website sub-committee .
2. Maintain the Association's computer database.

3. Membership

3.1 Categories and Voting Rights

3.11 Membership

There shall be the following categories of membership with power to attend and vote at all General Meetings of the Association as indicated here under:

1. *Member*. A person who is a full time working press photographer either based in the UK, or working abroad for publications based in the UK. The vote shall be one per member.
2. *Honorary Member*. A person who has been duly nominated by the Board and elected according to rule 4.11. An *Honorary Member* shall have the right to speak but not vote.
3. *Life Member*. A person voted for by an AGM or EGM whose service to the association over a number of years has made them, in the opinion of that meeting, eligible for full Member status without the requirement to pay membership fees.

3.2 Subscription Fees

All revised rates of the annual subscription for all classes of members shall be proposed by the Board to the membership at an Annual General Meeting.

Any proposed changes shall be approved by a majority of those present and entitled to vote and shall be operative from the first day of the Association year following. The current rates of subscription shall be notified to all persons applying to join the Association.

All members shall pay to the account of the Association their first subscription upon joining and thereafter on the first day of November in each year.

3.3 Obligation to Provide an Up-to-Date Address/Email Address.

Every *Member* shall be obliged to furnish the *Treasurer* with an up-to-date address which shall be recorded in the Association's register, and any notice sent to such an address shall be deemed to have been delivered.

3.4 Application for Membership

Every application for membership shall be in the form as from time to time prescribed by the Board and shall include the name and address of the applicant and shall such sums as may be payable to the Association in respect of subscriptions.

3.5 Availability of the Constitution to Members

Upon receipt of an application for membership accompanied by the appropriate fee, the *Treasurer* shall furnish the member with a copy of the Constitution.

The *Secretary* shall issue to all members of the Association an up-to-date copy of the Constitution following any Rule Changes, approved in accordance with Rule 5.9.

3.6 Resignation.

A member desirous of resigning membership shall give notice to that effect in writing to the *Treasurer*. Subscriptions shall be non-returnable.

3.7 Treatment of Subscriptions or Payments in Arrears.

Membership will automatically lapse for any member whose annual subscription is more than *Three Months* in arrears. No members whose annual payments are in arrears may enter any Association project or vote at any meeting, or be considered for any association awards.

3.8 Rights of Members

Members shall be able to participate in any Association event and shall be eligible for all Association awards.

3.9 Expulsion and Suspension of Members' Rights.

When it appears to any of the *Officers of the Association*, that the Board should meet to consider the expulsion or suspension of a member, then that person shall be given, in writing, the cause for potential expulsion and *Twenty-one Days* notice of such a Board meeting, within which period he/she may send to the *Secretary* a written statement which shall be considered by the Board before voting on the expulsion or suspension.

Should the member wish to appoint a representative, then the *Secretary* must be informed, in writing, of the name of the representative at least *Seven Days* prior to the meeting.

4. Board

4.1 Constitution of Board

The Board shall consist of the *Officers* and up to **twenty** *Members* of the Association elected at the Annual General Meeting in each year to hold office until the termination of the next Annual General Meeting following. The immediate Past-Chairman is an ex-officio member of the Board, i.e. by virtue of his previous office as Chairman.

4.2 Candidates for election to the Board

Candidates for election to the Board shall be those *Members* of the retiring Board eligible to offer themselves for re-election and such other *Members* whose nominations (duly proposed and seconded by *Members* of the association) with their consent shall have been received by the *Secretary* at least *Fourteen Days* before the date of the Annual General Meeting in each year.

4.3 Election of the Board by Ballot.

If the numbers of candidates proposed and seconded shall exceed the number of vacancies to be filled, the election at the Annual General Meeting shall be by ballot.

4.4 No Contest for Election.

If the number of candidates for election is equal to or less than the numbers of vacancies to be filled, then all candidates shall be deemed to be elected if **two thirds** of those present at the Annual General Meeting and entitled to vote, vote in favour of such election.

4.5 Equality of Votes

In the event of candidates polling an equal number of votes, the position to be filled shall be determined by lot.

4.6 Casual Vacancy/Additional Members

If for any reason a casual vacancy should occur, the Board may co-opt a *Member* to fill such a vacancy until the next Annual General Meeting.

4.7 Voting at Board

Voting shall be by a show of hands. In the case of an equality of votes, the Chairman shall have a second or casting vote.

4.8 Quorum

Eight elected members of the Board shall form a Quorum at meetings, of which **two** must be *Officers*.

4.9 Management of the Association by Board.

The Board shall manage the affairs of the Association according to the Rules and shall cause the funds of the Association to be applied solely to the objects of the Association or for a benevolent or charitable purpose nominated by a General Meeting.

4.10 Appointment of Sub-Committees

The Board may appoint such Sub-Committees as it may deem necessary. Such Sub-Committees shall consist of such members of the Board or the Association as the Board may think fit.

4.11 Nomination of *Honorary Members* by the Board.

Honorary Members will be nominated by the Board for election at each Annual General Meeting and shall be eligible for annual re-election.

5. Meetings of the Association

5.1 Annual General Meeting

An Annual General Meeting of the Association shall be held each year at a date to be fixed by the Board. Special resolutions to be put to Annual general Meetings must be received in writing by the *Secretary* not later than *Twenty Eight Days* before the date of the meeting. The *Secretary* shall, at least *Fourteen Days* before the date of such meeting, or any General Meeting as hereinafter mentioned, post or deliver to each member notice of such a meeting and of the business to be brought before such a meeting.

5.2 Business at the Annual General Meeting

The business to be completed at the Annual General Meeting shall be the election of *Officers, Board Members, Honorary Members*, and the acceptance of the *Treasurer's* report and accounts and any special resolutions.

Upon completion of such business any members having any point to raise in the interests of the Association shall be free to make that point known in order that full and free discussion may take place, the depth and extent of such discussion shall be at the discretion of the Chairman of the Meeting.

5.3 Extraordinary General Meeting

The Board may from time to time, upon giving *Fourteen Days* notice in writing, call a General Meeting of the Association for any special business, the nature of which shall be stated in the summons convening the Meeting and the discussion at such a Meeting shall be confined to the business stated.

5.4 Chairman at Meetings

At every Meeting of the association, the *Chairman*, or in the absence of the *Chairman*, a Chairman elected by those members present, shall preside.

5.5 Quorum at Annual General Meetings

Twenty members entitled to vote and personally present shall form a Quorum at any Annual General Meeting of the Association of which **two** must be officers.

5.6 Voting at Meetings.

Only members entitled to vote may vote at any General Meeting of the Association.

5.7 Method of Voting at Meetings

The methods of voting shall be at the discretion of the Chairman.

5.8 Equality of Vote.

In the case of equality of votes, the Chairman shall have a second or casting vote on any matter other than the election of the Board.

5.9 Voting on Rule Changes.

On any resolution properly put to a Meeting of the Association relating to the creation, repeal or amendment of any Rule or regulation of the Association, such Rule or Regulation shall not be created, repealed or amended except by a majority vote of at least **two thirds** of those present and entitled to vote.

5.10 Dissolution of the Association

If upon winding up or dissolution of the Association there remains after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to, or distributed amongst *Members* of the association, but shall be given or transferred to the funds of the Ian Parry Memorial Fund.

It is further agreed that no *Officer* of the Association shall be held responsible for any debts outstanding at such winding up or dissolution.