

Michigan Photographic Historical Society

MiPHS By-Laws

(Revised April 16, 2021)

Section I: Name

The name of the Society shall be "Michigan Photographic Historical Society" and may be abbreviated as "MiPHS".

Section II: Purposes

The purposes of the Society are to foster the common interest of its members in the history and practice of photography and related matters, as set forth in more detail in its Articles of Incorporation.

Section III: Members

Any interested person who subscribes to the above purposes may become a member by applying on forms prescribed by the Board of Directors, approval of the Board of Directors, and payment of the current year's dues. The Board of Directors shall provide for Regular, Contributing, and Honorary Memberships and shall fix the terms of each class.

Section IV: Fiscal Year and Meetings

The fiscal year of the Society shall be January 1 through December 31. The annual meeting of members shall be in the second quarter of each year. A general membership meeting shall have a quorum of at least 10% of the members in good standing.

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Society may adopt.

Section V: Dues

Dues for the members shall be fixed annually by the Board of Directors. No member shall be deemed to be in good standing unless they have paid their dues. Annual membership fee(s) shall become due and payable on January 1st of each year.

Section VI: Officers

The officers of the Society shall be President, Vice President for Regular Programs, Vice President for Special Events, Vice President for Communication, Treasurer, and Secretary. All officers shall be elected by the board at a meeting immediately following the Board Election. They shall serve for two years beginning July 1 after their election and may be re-elected.

The officers of the Society shall perform such duties, and shall have such powers, necessarily pertinent, customary or usually pertaining to their respective offices. The officers shall take precedence in the order listed above; and in the absence of the President, the next ranking officer shall preside at any meeting of Members or of the Board of Directors. The Board of Directors will determine the duties of the officers.

Section VII: Board of Directors

The Board of Directors shall be the governing body of the Society. Subject to any applicable law and to any provisions of these By-Laws, the control and management of the affairs, property, and funds of the Society shall be vested in the Board of Directors. The Board of Directors shall consist of six to eleven members elected for two-year terms. The immediate past President if not elected to the board, shall serve as ex-officio for an additional two year term. The Board may also appoint members in good standing to fill any vacancies that may occur, to serve until the next regular election. A Board meeting quorum shall be greater than fifty percent of the elected Board members.

Section VIII: Elections

Election of board members shall take place at the annual meeting, or in lieu of an election meeting a mail or electronic ballot shall be sent to all members in good standing in June. Immediately following, at the next Board of Directors meeting, the board will elect its officers.

Candidates for the board shall be nominated by the Nominating Committee (hereinafter provided for); nominations may also be made from the membership as solicited by the Nominating Committee. Only members in good standing shall be entitled to hold office, make nominations, or vote in any election. Election to the board shall be by plurality of those members entitled to vote and voting by the stated deadline in such election.

The Nominating Committee shall be appointed by the President no later than March 31st each year and shall consist of three members, one whom is designated as Chair. The committee shall be discharged after the election is completed.

Section IX: Other Committees

The Board of Directors may appoint such other committees with such terms and such powers as may be necessary, convenient, or desirable to handle the affairs of the Society.

Section X: Notices

The Photogram shall be the official publication of the Society for all notices to members. Any special notices may be mailed or sent electronically to the member's last known address.

Section XI: Amendments

These By-Laws may be amended at any regular meeting of the Society or through the use of a mail or electronic poll; provided however, that notice of the proposed amendment(s) shall be given at least 21 days in advance of such meeting or poll. An amendment shall require the affirmative vote of not less than two-thirds of the members voting thereon in person at such meeting or not less than two-thirds of the mail or electronic polls returned by the deadline stated.

Section XII: Corporate Logo

The corporate logo of the Society shall consist of a circle containing the name of the Society, an outline of the State of Michigan with a camera and tripod superimposed over the state as shown in the following graphic:

