

**THE BYLAWS OF THE
ANNE ARUNDEL COUNTY OPTOMETRIC SOCIETY**

**ARTICLE I
Name and Affiliation**

Section 1: The name of this society shall be the Anne Arundel County Optometric Society (AACOS).

Section 2: This society is affiliated with the Maryland Optometric Association (MOA) under the rules and conditions provided in the bylaws of the above named association.

**ARTICLE II
Membership**

Section 1: Membership shall be defined by the member's status in the Maryland Optometric Association (MOA), and governed by the bylaws of the MOA. All members must be members in good standing of the Maryland Optometric Association.

Section 2: *Territory of the Anne Arundel County Optometric Society:* A member of the MOA in good standing whose principle practice or residence is located in the Anne Arundel County Optometric Society geographic area as shall be defined from time-to-time by the Board of Directors of the MOA. Active members are entitled to all membership privileges including, but not limited to the privilege of the floor and the right to vote or hold office.

**ARTICLE III
Dues and Fees**

Section 1: As determined by the MOA Board of Directors on the recommendation of its Finance Committee, a portion of the annual dues paid by each member to the MOA shall be placed into an MOA account for the exclusive use of the Anne Arundel County Optometric Society.

Section 2: The President of the AACOS may make decisions and disburse funds for use by the AACOS for amounts less than \$250. For amounts exceeding \$250, advance majority approval of the AACOS Board of Directors is required.

ARTICLE IV
Officers and Trustees

Section 1: The officers of this society shall be President, Vice President, Secretary/Treasurer, and Immediate Past-President. Each of these officers shall be elected for a one-year term by the members present at the November AACOS meeting. The affirmative vote of two-thirds of the voting members present is required for election. Officers will be installed at the November meeting each year. The elected term for each officer will be one year. The above officers will constitute the Board of Directors of the AACOS.

Section 2: The President may on an interim basis, with the approval of the AACOS Board of Directors appoint an officer of the Board, if for any reason a position is left open. Any appointees must be approved by at least two-thirds of the present Board of Directors.

Section 3: The President shall preside at all meetings of the society and the Board of Directors of the AACOS. He/she shall appoint and approve all committee members. The President shall be a member, ex officio, of all committees except the nominating Committee, and shall appoint active members to fill all vacancies for the unexpired terms of committee members. He/she shall certify, together with the Secretary/treasurer, to all official acts of the society. No funds of the society shall be disbursed except by authorization of the President and Secretary/treasurer jointly with the exception referenced in Article III, Section 2.

The President will also serve on the Board of the Maryland Optometric Association as a voting member. He/she will attend all MOA Board meetings and report to the society. The President may appoint another trustee or officer of the Society to attend the MOA Board meeting if for any reason he/she is not able to attend.

Section 4: The vice president(s) shall perform such duties and functions as may be specifically delegated to him/her by the President with the approval of the Board of Directors. A Vice President may serve as a voting member of the MOA Board in the absence of the Society President.

Section 5: The Secretary/Treasurer shall keep accurate records and minutes of all meetings of the society and of the Board of Directors; he/she

shall, together with the President, certify to all official acts of the society; notify all committee members of their appointments; give notice to members of meetings; keep a roster of the members; prepare and submit necessary reports; and perform such other duties pertaining to the office as may be prescribed by these bylaws or by the Board of Directors. The Secretary/Treasurer shall also serve as the fiduciary officer and, along with the President, shall authorize all appropriate expenditures and direct the MOA to pay from the AACOS account.

Section 6: The Immediate Past-President will serve as the chairperson of the Nominating committee, and provide counsel to the Board of Directors as necessary.

Section 7: The Board of Directors shall control all affairs of the society, unless otherwise specifically provided for in these bylaws, and may take final action for the society on any matter before it for consideration. This assumes, however, that neither the Board of Directors nor any officer or member of the society, may in any manner obligate the society financially in excess of the moneys available from regular dues and fees, except when specifically authorized so to do by formal action of the society.

Section 8: No compensation shall be paid to any member of the Board of Directors of the society.

Section 9: All Officers of the Society may continue to serve and run for office in their respective positions, even after moving their primary practice outside of the jurisdiction of the AACOS. This exception will be made only at the approval of two-thirds of the Board of Directors of the Society and only until their term is complete.

ARTICLE V Committees and Special Projects

Section 1: The number, duties, and responsibilities of all standing committees shall be determined by the Board of Directors. All committee members shall be appointed by the President with the approval of the AACOS Board.

Section 2: The Nominating Committee shall be composed of at least two past presidents of the society. They shall be appointed by the President and report their recommendation to the membership at least 30 days prior to the November election.

Section 3: Special projects of any nature pertaining to the affairs of the society may be authorized or initiated and authorized by the Board of Directors.

ARTICLE VI **Meetings**

Section 1: The society will hold regular meetings as determined by the President. There shall be a minimum of four meetings per calendar year. The meetings shall be held on the date and at the time and place determined by the President.

Section 2: Special meetings of the society may be called by the President at any time, and shall be called by him/her when requested by a two-thirds majority of the Board of Directors or by ten members of the society by signed petition. The business to be transacted at a special meeting shall be stated in the call there for and no other business shall be transacted at such meeting.

Section 3: Meetings of the Board of Directors may be called by the President at any time, and shall be called when requested by a majority of the Board. Regular meetings of the Board shall be held on such dates and at such times and places as the Board may determine.

ARTICLE VII **Voting**

Section 1: Unless otherwise provided in these Bylaws, a controlling vote at any meeting of the society, the Board of Directors, or of any duly constituted committee shall be two-thirds of the voting members present.

Section 2: Each Active, Life, and Retired member not under suspension is entitled to one vote.

ARTICLE VIII
Quorum

Section 1: A Quorum at a Society meeting shall be defined as all those present but with not fewer than ten (10) members in good and active standing with the MOA.

Section 2: A quorum at a meeting of the Board of Directors shall not be less than fifty percent of the total number of Board members.

ARTICLE IX
Rules of Order

Section 1: All questions of procedure not covered by these Bylaws shall be determined in accordance with Robert's Rules of Order.

ARTICLE X
Amendments

Section 1: These Bylaws may be amended at any meeting of the society by a majority. Vote of at least three-fourths of the voting members present; provided, that the proposed Amendment(s) must have been submitted to each member of the society not less than two calendar weeks prior to the meeting, and further that such Amendment(s) shall have first been approved by the MOA.