Nevada State Optometric Association

OFFICIAL BYLAWS

April 22, 2010
ARTICLE I: NAME, OBJECTIVES, AND POLICIES

Section I: Name

This organization shall be known as the Nevada Optometric Association.

Section II: Objectives

The objectives of the Nevada Optometric Association are to promote and advance the interests of practitioners of optometry in Nevada, the advancement of the science and practice of optometry, to promote public awareness of the nature, advantages, and uses of optometric services and to promote the public health and welfare.

Section III: Policies

The Nevada optometric Association, Inc., shall be a non-profit organization. It will cooperate with other professionals, individuals, corporations, organizations and agencies to promote the purposes of the Association and its members.

ARTICLE II: MEMBERSHIP

Section I: Classes

Membership shall be of three classes: Professional, Personal, and Associate.

Section II: Professional Membership

A person duly licensed to practice optometry in the state of Nevada may apply for a PROFESSIONAL membership in the association.

Section III: Personal Membership

Personal membership shall be of five types:

1. Special Class - an optometrist who is not engaged in private practice or the military service may apply for a SPECIAL CLASS membership in the Association.

2. Honorary - persons of distinction nominated for honorary membership by the Board and confirmed by vote of the membership.

3. Life - persons having demonstrated deep commitment to the Association, nominated for life membership by the Board and confirmed by a vote of the membership.

4. Military - an optometrist who is commissioned in the Armed Services of the United States may apply for MILITARY membership in the Association.

5. Student - an optometry student who is attending an accredited optometry college and is a resident or intends to become a resident of Nevada may apply for a STUDENT membership in the Association.
Section IV: Associate Membership

Any non-resident optometrist, corporation, partnership or individual conducting business, which provides supplies or services to the optometric profession, may apply for an ASSOCIATE membership in the Association. Associate members may be excluded from general business meeting sessions.

Section V: Requirements for Professional Membership

In addition to being duly licensed to practice optometry in the state of Nevada, professional members will also meet the following requirements:

a. A professional member must maintain his primary practice in the state of Nevada.

b. A professional member agrees to participate in the peer review program conducted through the local society.

c. A professional member must also be a member of the American Optometric Association and the local society.

Section VI: Approval of Applications

Applicants shall become members upon approval in such a manner as prescribed by the Board of Directors and upon payment of dues as provided under Article III, Association Dues.

Section VII: Expulsion

The Board of Directors may censure, suspend, or expel any member for cause after giving such member an opportunity to a hearing.

ARTICLE III: ASSOCIATION DUES

Section I: Uniformity

Annual dues of the membership, for all categories described in Article II, shall be determined upon an equitable basis by the Board of Directors from time to time as circumstances may require.

A majority vote of the membership shall be required to change the dues structure.

Section II: Dues

Dues shall be payable on an annual basis. Members who are admitted to membership prior to June 1 in any year shall pay dues for the full year. Members who are admitted to membership after June 1 of any year shall pay dues pro-rated on the basis on the number of whole months remaining in their first membership year. Non-payment of dues will result in loss of membership in the Association.

Section III: Special Assessment

The Board of Directors may from time to time make a recommendation for a special dues assessment to meet special needs not identified in the budget. A majority vote of the membership shall be required to
ratify such special assessments. This may be accomplished at either a membership meeting or by mail-in ballot.

**ARTICLE IV: MEETINGS**

The Association shall conduct at least one general membership meeting per year. Dates and places are to be designated by the Board of Directors. Except as otherwise provided in these Bylaws, the affairs of the Association shall be conducted in accordance with *Roberts Rules of Order* (Revised).

**ARTICLE V: VOTING**

Section I: Professional Membership

Each Professional Member shall be entitled to one vote.

Section II: Personal Membership

Personal Members may attend general business meetings but are conferred no voting rights. However, a Life Member, who maintains an active practice in Nevada, shall be entitled to one vote.

Section III: Associate Membership

Associate Members may be excluded from general business meetings and are conferred no voting rights.

Section IV: Quorum

A majority vote of those so present or represented by proxy shall suffice to adopt or pass any motion or resolution.

Section V: Proxy

Voting by proxy shall be permitted, but no proxy shall be valid unless it shall be in writing and specify the meeting at which its use is authorized. The proxy shall be filed with the Association on or before the date and hour of the meeting.

**ARTICLE VI: SOCIETIES**

Section I: Composition

The Nevada Optometric Association's Board of Directors may recognize regional Societies. Each Society shall be composed of members of the Nevada Optometric Association located in similar geographic areas. Each recognized Society shall elect its own president who shall also serve on the Association's Board of Directors. The term of office shall be one year.

Section II: Purpose

The purpose of the Societies is to encourage the participation of all the Association members, to deal with regional issues, provide continuing education and to provide input to the Board of Directors' policymaking process.
ARTICLE VII: BOARD OF DIRECTORS

Section I: Composition

The Board of Directors shall consist of the President, the Immediate Past President, the President-Elect, the Secretary/Treasurer, and the President of each Society of the Nevada Optometric Association. The Executive Director shall serve as administrative support to the Board and does not have a vote. All voting members shall be from the professional membership.

The Board of Directors may at their discretion appoint non-voting members.

Section II: Quorum

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

Section III: Powers

The Board of Directors shall set policy and oversee the management, advocacy, and membership services, and have final authority to establish administrative regulations and to do and perform all acts and functions not inconsistent with these Bylaws, Nevada law, or with any action taken by the Professional Membership. The Board of Directors shall act as a referral committee to which resolutions and By-laws changes shall be submitted prior to being placed before the membership.

Section IV: Meetings

Meetings of the Board of Directors may be called by the President, or any three members of the Board of Directors, and at least five days notice thereof shall be given.

Section V: Election

Persons eligible as members of the Board of Directors shall be representatives of the Professional Members of the Association in good standing at the time of their election. At each Annual Meeting an election shall be held to fill all vacant positions on the Board of Directors. The term of office of all Board Members shall begin with the fiscal year following the Annual Meeting.

Section VI: Term of Office

The term of office for the president, the immediate past president, the president elect, and the secretary/treasurer shall be two (2), one (1) year terms. The president of each society of the Nevada Optometric Association shall serve a term of one (1) year.

Section VII: Voting Privileges

All elected members of the Board of Directors will have voting privileges.
ARTICLE VIII: OFFICERS

Section I: Duties

The PRESIDENT of the Board of Directors shall serve as an ex officio member of all committees and shall serve as presiding officer of all general meetings of the Association.

The PRESIDENT-ELECT shall perform the duties of the office of President whenever the President is unable to do so.

The SECRETARY/TREASURER shall be responsible to monitor the financial activities of the Association and to assure that proper accounting procedures are followed. The SECRETARY/TREASURER shall also require that an annual compilation review be conducted concerning the financial affairs of the Association.

Section II: Vacancies

If the President is unable to perform the duties of his office, the President-Elect shall succeed to the office of the President. He shall also serve the term for which he was regularly elected.

If the President-Elect is unable to perform his duties, the vacancy shall be filled by election at the next general meeting in accordance with the provision of these By-laws.

If both the President and the President-Elect shall become unable to perform the duties of their offices, the Board of Directors of the Association shall appoint from the membership of the Board of Directors a pro-tempore to serve until the next general meeting; and at the next meeting of the membership, a President and President-Elect shall be elected in accordance with the provisions of these By-laws.

In the absence of the President, or at his direction, the President-Elect shall be the presiding officer of the Board of Directors. The President-Elect, who shall assume the office of President at the beginning of the fiscal year following the Annual Meeting, shall preside over the organizational meeting of the Board of Directors, which may be held on the day on which he is installed as President.

If any other office shall become vacant, it shall be filled by the Board of Directors for the remainder of the term, except society presidents. In the event of vacancy, each society shall elect its own president.

Section III: Liability

Members of the Board of Directors shall not be personally liable for the debts, liabilities, or obligations of the Association.

ARTICLE IX: COMMITTEES

Section I: Purpose of Committees

The Board of Directors may create or discontinue a committee as it may deem advisable. The committees concerned with major areas of Association activities and interests shall have power and duties not inconsistent with these By-laws, as may be determined by the Board of Directors.
Section II: Appointment

Committees and their chairperson shall be appointed by the President. Members of the committee shall be selected with emphasis on broad representation.

Section III: Quorum

A majority of the members of any committee shall constitute a quorum.

Section IV: Standing Committees

EXECUTIVE COMMITTEE: The President, Immediate Past President, President-Elect and the Secretary/Treasurer shall constitute an Executive Committee. The Executive Committee shall have the power and duties of the Board of Directors regarding the management of the operational functions of the Association.

LEGISLATIVE COMMITTEE: The Legislative Committee shall concern itself with all legislation, regulation and government policies that effect optometry. The Committee shall study both broad and specific issues affecting optometry and develop pro-active policy positions for the consideration of the NOA Board of Directors.

NOMINATING COMMITTEE: The president elect and the immediate past president shall serve as the Nominating Committee. The Committee shall recommend candidates for the position of president elect, treasurer and any other vacancies that may occur. These recommendations will be made to the full membership of the Association.

Section V: Other Committees

The President may appoint other committees necessary to conduct the affairs of the Association.

ARTICLE X: AMENDMENTS

Section 1: By-Laws

Proposals for amendment to these By-laws may be initiated by the Board of Directors, by a majority vote of members at any regularly scheduled meeting, or by petition of any member of the Association in good standing.

Every proposed amendment must be submitted in writing to the staff and referred thereafter by the Board of Directors to the membership for study and recommendation.

Proposed amendments and recommendations must be filed with the staff at least 30 days prior to the meeting at which such amendment is to be considered. The staff shall cause notice of each proposed amendment, with recommendations thereon, to be given to all members prior to the meeting at which the amendment is to be considered.
ARTICLE XI: FISCAL YEAR

The fiscal year of the Association shall be a calendar year.

ARTICLE XII COMMUNICATION

Section 1: Purpose of Communication

The Board of Directors shall inform the membership of the Association from time to time of various issues, concerns, problems, subjects or matters concerning the fulfillment of the objectives of the Association. Such communication shall be timely and allow all members of the Association the opportunity to participate.

Section 2: Means of Communication

Communication between the Board and the members shall occur directly at general membership meetings, when they occur, and through one (1) or more of the following means: email and web page notification, email and fax notification, email and written notification, or other similar means as future technology allows.

Section 3: American Optometric Association Representation

The Board and any delegates named by the Board represent the members of the NOA when meeting or communicating with the American Optometric Association.

The Board shall communicate to the membership the background information on any issue and their intended vote on any AOA by-law change, motion, or election. The communication shall be at general membership meetings, when they occur, and through one (1) or more of the following means: email and web page notification, email and fax notification, email and written notification, or other similar means as future technology allows. The communication must be accomplished at least two (2) weeks prior to any action or vote cast. Intentions must be described as "For", "Against", "Undecided-Leaning For", or "Undecided-Leaning Against" any by-law change, motion, or candidate for election.