

BROWARD COUNTY OPTOMETRIC ASSOCIATION, INC.
BY-LAWS

(Adopted from the Dade County Optometric Association By-Laws, 1972)

ARTICLE I-NAME

Section A. NAME: The name of this association shall be “Broward County Optometric Association” Inc. hereafter referred to as the Association.

Section B. Location: The principal office of this Association is to be located in Broward County, Florida.

ARTICLES II –OBJECTIVES

To advance, improve and enhance the vision care of the public; to unite optometrists; to encourage and assist in the improvement of the art and science of Optometry; to elevate unceasingly the standards and ethics of the profession of Optometry; to protect and defend the inalienable right of every person to the freedom of choice of practitioner; to restrict the practice of Optometry and any part of it to those who have been trained, qualified and licensed to practice the profession for benevolent purposes; to maintain an active affiliation with the Florida Optometric Association, Inc., the American Optometric Association, Inc., and the Southern Council of Optometrists, Inc.; to maintain the general advancement and improvement of the optometric profession; to encourage research and scientific development in the field of ocular health, visual analysis and correction; to aid in the prevention of visual deficiencies through public education; to conduct a vigorous public relations program designed to enhance the value of the name of the association and increase its prestige; and to produce a publication or newsletter.

ARTICLE III- MEMBERSHIP

Section A. Classification of members: The membership of this Association shall consist of nine (9) classes; (1) Active members, (2) Honorary members, (3) Life members, (4) Retired members, (5) Military members, (6) Student members, (7) Affiliate members, (8) Special Class members, and (9) Partial Practice members.

Section B. Membership Provisions:

- 1.) Active member – An optometrist licensed to practice optometry in the State of Florida and practicing in Broward County desiring active membership in the association shall apply to the Board of Trustees of this Association. The following are necessary qualifications for active membership:
 - a. Be licensed and engaged in the practice of Optometry in Broward County.
 - b. Be of good moral character.
 - c. Be recommended by an active member of the Association.
 - d. Subscribe to the Code of Ethics and Rules of Practice of this Association, the Florida Optometric Association, Inc., the American Optometric Association, Inc, and the Southern Council of Optometrists, Inc.
 - e. Execution of an application for membership.
 - f. Dues must be paid in accordance with Article VIII.
- 2.) Honorary Member- Honorary members of this Association shall be those who have performed a signal service in the field of health, optometry or optics or have rendered a conspicuous contribution to the advancement of organized optometry regionally, statewide or nationally. Honorary membership may be conferred for a period of one year. It may be renewed annually by a majority vote of those present and voting at the Annual Meeting of this Association. Nominations for honorary membership shall be given to an active member and rendered to the Board of Trustees, which shall make a recommendation to the annual meeting.
- 3.) Life Member- Life membership may be conferred upon those who have long and faithfully served as active members, but because of unique conditions and circumstances can no longer continue as active members. Nominations for life membership shall be made by an active member and rendered to the Board of

Trustees, which shall make a recommendation to the Annual Meeting. If, because of the exigency of the particular case, the granting of life membership or honorary membership should arise and be desirous during the interim between the annual meetings of this Association, the Board of Trustees shall have the power and the right to grant such life or honorary membership. A life member shall be recommended for Life Membership in the Florida Optometric Association, Inc., American Optometric Association, Inc., and the Southern Council of Optometry in the manner prescribed in their respective constitutions.

- 4.) Retired Member- On recommendation of an active member and a majority vote of the Board of Trustees of this Association, a retired membership can be conferred upon any American Optometric Association member who is retired from the practice of Optometry, is a legal resident of the state of Florida, and who is no longer treating patients.
- 5.) Student Members- Student membership is available from the Florida Optometric Association, Inc., upon direct application. Such student members of these associations whose residence is in Broward County shall automatically be a student member of the Broward County Optometric Association.
- 6.) Military Member- Military members of the Association shall be those active members who have entered the military service to fulfill their military obligation. The term of the membership shall be until that military obligation is fulfilled. Military members are subject to the American Optometric Association dues structure for military class membership.
- 7.) Affiliate Member – Affiliate membership is available from the Florida Optometric Association, Inc., and the American Optometric Association, Inc., upon direct application. Such affiliate members may apply directly to the Broward County Optometric Association, Inc., for affiliate membership.
- 8.) Special Class Member- Special class members of this Association shall be those optometrists who are engaged neither in private practice (including industrial, clinical, and other non-governmental practice) nor in military service.
- 9.) Partial Practice Member – Partial practice members of this Association shall be those optometrists who practice optometry less than 15 hours per week.

Section C. Membership Privileges

- A. Active members, Special Class members and Partial Practice members shall be entitled to hold office in this Association, attend and vote at all regular and special meetings of this Association and shall be entitled to all other privileges of membership.
- B. Honorary, Life, Retired, Military, Student, and Affiliate members may attend regular and/or special meetings of this Association, but shall not be privileged to speak therein except upon invitation of this Association or its presiding officer.
- C. Honorary, Life, Retired, Military, Student, and Affiliate members shall have no vote in the affairs of the Association, shall not be entitled to hold office in the Association nor have any equity in the tangible assets of this Association.

Section D. Membership Revocation – Any member who does not comply with the by-laws, Code of Ethics, or Rules of Practice of this Association may be subject to membership revocation. Reinstatement must be in accordance with Article III, Section B (Subsection 1) of the by-laws. There shall be no refund of dues in whole or part in the event of membership revocation.

ARTICLE IV-OFFICERS

Section A. Officers

- 1. The elected officers of this Association shall be Immediate Past President, President, Vice-President, Secretary, Treasurer, and (4) Trustees all of whom must be Active, Special Class or Partial Practice members in good standing of the Association.
- 2. Said officers shall assume office upon taking the oath of office and being installed at the annual Installation Banquet following their election at the spring general meeting.
- 3. The Immediate Past President, President, Vice President and Secretary shall hold office for one (1) year until their successors are elected, but may not hold office for more than two (2) consecutive years. The Treasurer shall hold office for two (2) years until a successor is elected and may not hold the office more than two (2) consecutive

terms. The four (4) Trustees shall hold office for one (1) year, but shall not hold the same position for more than four (4) consecutive years.

ELECTION OF OFFICERS

Section B. Duties of Officers

1. Duties of the Immediate Past President – The Immediate Past President shall be present at the monthly meetings and provide historical perspective to the Board as well as advice to the President. [He/she shall serve as the Chair of the Legal and Legislative Committee.](#) The Immediate Past President is a voting member of the Board.

2. Duties of the President- The President shall preside at all monthly, annual and special meetings of the Association and shall be Chairman of the Board of Trustees; he/she shall appoint all committees, seeking the advice and counsel of the Board of Trustees; he/she shall be, ex officio, a member of all committees except the Nominating Committee; he/she shall assign the committees to the various officers and trustees; he shall call special meetings of this Association upon written request of the majority of the Board of Trustees and he/she shall be the representative of this Association to the Florida Optometric Association’s Regional Board of Directors Meeting and shall be reimbursed for his/her travel expenses to and from the meetings at the standard mileage rate established for that year by the Internal Revenue Service.

3. Duties of the Vice-President- The Vice President will assume the responsibilities of the Presidency at the conclusion of the President’s term. The Vice President, in so far as possible, shall attend all monthly meetings, annual and special meetings of this Association as well as all meetings of the Board of Trustees; he/she shall work closely with the President and other officers and observe and study the work and program of this Association; he/she shall endeavor to acquaint himself/herself with all the duties of the President and in the event of the failure or inability of the President to perform the duties of the office, the Vice President shall assume the duties of the President.

4. Duties of the Secretary- The Secretary shall keep a record of all meetings of this Association and the Board of Trustees and said record shall be read and approved at the beginning of the next business meeting of this Association. The Secretary also shall perform such other duties as may be assigned by the President or Board of Trustees as well as all general secretarial duties for the Association.

5. Treasurer-The Treasurer shall be the custodian of the funds of this Association and shall deposit all monies received in the name of the Association in institutions approved by the Board of Trustees; he/she shall disburse monies only upon receipt of proper invoices; he/she shall keep an accurate account of all financial transactions of this Association and make a report of the same at each monthly meeting, Board of Trustees meeting and Annual Meeting; he/she shall retain bank statements, cancelled checks and paid vouchers and make them available to the Executive Committees; and he/she shall at the expiration of his/her term of office turn over to his/her successor or and person whom the Board of Trustees may designate all funds, books, records, and property of this Association then in his/her control and shall perform such other duties as may be assigned by the President or Board of Trustees. The Treasurer also shall prepare and on behalf of the Association the annual tax forms and corporate documents.

6. Duties of the Trustees- Each of the Trustees shall be assigned to be a director of a department and shall perform such other duties as may be assigned by the President or the Board of Trustees, attend all regular, special and annual meetings.

ARTICLE V –BOARD OF TRUSTEES

There shall be a Board of Trustees which shall consist of officers of this Association to-wit; Immediate Past President, President, Vice-President, Secretary, Treasurer, and four (4) Trustees. Membership on the Board of Trustees shall be co-extensive with the term of the office of the officers of this Association. Should a vacancy occur in any elective

office, with the exception of the President, the Board of Trustees may elect an active member to fill the vacancy until the next annual election.

Five (5) members of the Board of Trustees shall constitute a quorum. Meetings of the Board of Trustees may be called at the will of the President or upon written request of any three (3) members of the said Board.

The Board of Trustees shall be empowered to transact all business of this Association except such business as should properly come before the monthly, annual or special meetings.

The Board of Trustees shall manage the affairs of this Association subject to the charter and by-laws and shall have no power to amend the charter or by-laws. It shall be the further duty of this Board to determine the functions and duties of the appointed committees of this Association. The committees of this Association shall be assigned to the various departments of this Association.

All actions and decisions of the Board of Trustees shall be reported to the monthly meeting and at the annual meetings of this Association and subject to their approval.

All actions and decisions of the Board of Trustees shall have full force and effect unless modified or reversed by the general membership at the monthly, annual, or special meeting of this Association.

The President and/or Vice President shall attend the Florida Optometric Association annual meeting (convention), with the Broward County Optometric Association paying an amount of the expenses as set by the Board of Trustees. If the President and/or Vice President are unable to attend, another member of the Board of Trustees may attend in their place with expenses covered by the Broward County Optometric Association.

ARTICLE VI- DEPARTMENTS

The general committees of this Association shall appropriately be assigned to departments. A member of the Board of Trustees shall be in charge of each department. It shall be his/her responsibility that the committees assigned to that department function. Special duties may be assigned to any committee at the discretion of the President or the Board of Trustees.

ARTICLE VII- SPECIAL COMMITTEES

Certain committees of this Association which are called upon to serve at the time of the Annual Meeting shall be designed as "Special Committees" and shall not be assigned to any Department of this Association. The President prior to the Annual Meeting or during any business shall appoint the committee thereof. The President of the Association shall serve as a member of the Gold Coast Committee each year. Members of the Gold Coast Educational Retreat Committee shall receive complimentary registration to the Gold Coast Educational Retreat for the year in which they serve on the Gold Coast Educational Retreat Committee.

[An Education Committee will exist among the Board Members of the BCOA for the purposes of coordinating continuing education events at monthly meetings. This committee is charged with coordinating educational events that are in compliance with the objectives of the society set forth in Article II.](#)

ARTICLE VIII - DUES

Active members shall pay annual dues and/or assessments of such amount as may be necessary to adequately meet the annual budget, and shall include the per capita dues to the Florida Optometric Association, Inc., American Optometric Association, Inc., and the Southern Council of Optometrist, Inc.

Dues and/or assessments shall be due and payable to the Treasurer on or before the first day of January of each year. If a member's dues and/or assessment are not received by March 31st of the current year they shall be dropped from the membership.

A member who has been dropped from the membership for non-payment of dues and/or assessments may be reinstated to full membership by the payment of the current annual dues and any special assessments that may have been levied.

A new licensee who can meet the requirements for a membership in this Association may be admitted to membership without payment of dues for the first calendar year following the year in which said licensee was licensed, provided he/she has not previously practiced in another state. Each newly licensed member shall pay a fee sufficient to reimburse the American Optometric Association, Inc., for its current fee for such a member, plus a subscription fee for the FOA newsletter, and thereafter pay graduated dues as approved by the Florida Optometric Association, Inc., and becoming members at the 5th year of practice. The Treasurer of this Association shall receive dues from the Florida Optometric Association, Inc., and the American Optometric Association, Inc. Broward County Optometric Association Inc., dues for the first year is free, 2nd year ¼, 3rd year ½, 4th year ¾ and 5th year full dues. There are no local society dues for Honorary, Retired or Student Members. Special Class members shall pay 50% of local society dues.

ARTICLE IX – MEETINGS AND QUORUMS

SECTION A. The election of officers of this Association shall be held at the spring general meeting.

SECTION B. The Nominating Committee shall prepare and present a slate of candidates for the elective officers of this Association one (1) month in advance of the time of election of officers. The Board of Trustees shall appoint the Members of the Nominating Committee. This committee shall consist of three (3) members. The nominating committee shall choose their chair.

SECTION C. Nominations for officers of this Association may be made from the floor by any active member, in good standing of this Association, providing the proposed nominee has agreed to serve if elected.

SECTION D. Election of officers of this Association shall be by secret ballot.

SECTION E. No member shall be elected President of this Association for more than two (2) terms, of one (1) year each, in succession with less than a $\frac{3}{4}$ majority of the members voting at the time of election. In the event a President is re-elected to serve one more additional one-year term, the Vice President shall retain his/her position. The Vice President shall assume the office of President at the final business session of the Annual Meeting at which the President shall conclude his/her term of office. In the event the Vice President shall be unable to assume the office of President, as provided above, due to death, retirement, resignation, or otherwise, his/her successor shall be elected at the annual election of officers.

ARTICLE X – MEETINGS AND QUORUMS

A budget shall be prepared for presentation at the Annual Meeting. That budget must be approved by a majority of the members present and voting at the business session when the budget is considered for adoption, a quorum being present. (An outside audit will be done periodically at the discretion of the Board of Trustees)

ARTICLE XI – DELEGATES

The official delegates to represent this Association at Optometric meetings shall be appointed by the Board of Trustees.

ARTICLE XII – AMENDMENTS

The By-Laws of this association may be amended by a two-thirds ($\frac{2}{3}$) vote of those members present and voting at any monthly, annual, or special meeting, a quorum being present, provided that a copy of the proposed By-Laws changes shall be sent to all

Association members by email and posted on the Association website at least thirty (30) days prior to the monthly, annual or special meeting along with a notice of intention to consider By-Laws amendments.

ARTICLE XIII – SUSPENSION OF BY-LAWS

The By-Laws of this Association may be suspended by unanimous vote of those present and voting in any monthly, annual or special meeting, a quorum being present.

ARTICLE XIV – ANTITRUST COMPLIANCE

The Association is committed to the operation of its affairs in compliance with the antitrust law of the United States and the State of Florida. The activities of the Association are not intended to restrain competition or harm the consumers of eye health care. Neither the Association nor any of its committees or activities shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, express or implied, between and among competitors with regard to, among other things, fees, terms or conditions of services and goods, and volume of patients and/or goods. In connection with membership or participation in the Association, each Association member is obligated and expected to exercise independent professional judgment in setting fees for his or her goods and services and in dealing with suppliers. No activity or communication of the Association, or that of members in connection with their participation in the Association, shall include any discussion which could reasonably be construed as an attempt to prevent any person or business entity from gaining access to any market or customer for goods and services, or to prevent any business entity from obtaining a supply of goods or services or otherwise purchasing goods or services freely in the market.

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ARTICLE XV – RULES

All meetings of this Association and its committees shall be conducted in conformity with Roberts Rules of Order, revised.

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Rule 1. The Broward County Optometric Association, Inc. rule of membership requires that the individual must be told when he/she is being rejected for membership. The minutes of the Board of Trustees of this Association shall reflect such action.

Rule 2 The Broward County Optometric Association Inc. rules of membership applications require that a candidate for any type of memberships Association shall present a written application to the Secretary to be acted upon by the Board of Trustees of this Association.

Dated this _____ Day of _____