

THE BYLAWS OF THE
CENTRAL MARYLAND OPTOMETRIC SOCIETY

ARTICLE I

Name and Affiliation

Section 1. The name of this society shall be the Central Maryland Optometric Society.

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 Central Maryland Optometric Society:
A member of the MOA in good standing whose principle practice or residence is located in the Central Maryland 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.
All members of the CMOS and the MOA will have a sum of money as shall be 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 account of the MOA for the exclusive use of the Central Maryland Optometric Society.

Section 2.
The President of the CMOS with the approval of the CMOS Board of Directors may make decisions and disburse funds for use by the CMOS.

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 by the members present at a CMOS meeting each year. The affirmative vote of two-

thirds of the voting members present is required for election. Officers will be installed at the December meeting each year. The elected term for each officer will be one year. The above officers will constitute the Board of Directors of the CMOS.

Section 2. The President may on an interim basis, with the approval of the CMOS 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 CMOS. 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.

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 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. The 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 CMOS 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 CMOS. 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 CMOS 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 its September or October meeting.

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.

