

# THE AMERICAN EYE STUDY CLUB BY-LAWS

*Established in 1956*

Amended: November 16, 2013

Amended: August 4, 2018

Amended: October 12, 2019

Amended: November 1, 2022

1     **Article I:        NAME**

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3             The name of this organization shall be the American Eye Study Club, Inc. (“AESC” or “the Club”).

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6     **Article II:     PURPOSE**

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8             The purpose of this organization is to provide an opportunity for young leaders in ophthalmology to meet  
9             annually and to discuss subjects of mutual interest including scientific, professional, socioeconomic, and  
10            political issues.

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13    **Article III:    MEMBERS**

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15            Section 3.1 Categories of members; qualifications for membership.

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17            The members of the AESC shall be of the following categories:

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19            (a) Active Members. Membership as an Active Member is limited to ophthalmologists certified by the  
20            American Board of Ophthalmology or the Royal College of Physicians and Surgeons of Canada or the  
21            Royal College of Physicians of the United Kingdom. A person must be admitted to Active membership  
22            within fifteen (15) years after initial Board certification, except that each year up to one person may be  
23            admitted more than 15 years but less than 21 years after initial board certification. Active membership  
24            begins on January 1 in the year following election.

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26            (b) Emeritus Members. After ten years of Active membership and attending at least seven annual  
27            meetings, an Active member automatically becomes an Emeritus member at the conclusion of the annual  
28            meeting. In the event of special circumstances when an Active member has not attended seven annual  
29            meetings, graduation to Emeritus status may be permitted by a majority vote of the Active members present  
30            at a Business Meeting. Emeritus members may attend meetings and propose new members, but they may  
31            not vote or hold office. Emeritus members may serve in an advisory capacity on committees and perform  
32            other duties at the discretion of the officers of the AESC.

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34            (c) Honorary Members. Honorary Membership may be bestowed by a majority vote of the membership  
35            present at any Business Meeting. Honorary members do not pay dues, vote, hold office or propose new  
36            members.

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38            (d) Termination of Membership. Any Active or Emeritus member whose certification is revoked by the  
39            American Board of Ophthalmology or the Royal College of Physicians and Surgeons of Canada or the  
40            Royal College of Physicians of the United Kingdom shall automatically lose membership in the American  
41            Eye Study Club. Membership also may be terminated as specified in sections 3.4 (b) and 3.5 (b) and (c).  
42            Members who retire and no longer hold an active board certification, but did not have certification revoked,  
43            shall remain eligible for membership.

46 Section 3.2 Number of Members.  
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48 (a) The target number of Active members shall be 60, but at no time shall the number of Active members  
49 exceed 64. Nominees which, if approved, would result in more than 60 Active members may be considered  
50 subject to the provisions in Section 3.3 of this Article.  
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52 (b) There shall be no limits on the number of Emeritus or Honorary members.  
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54 Section 3.3 Election of Members.  
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56 A minimum of four (4) nominees for membership may be considered annually not to exceed 64 Active  
57 members. A maximum of eight (8) new members may be elected annually, only one of which may be  
58 board certified more than 15 years but less than 21 years before nomination to membership. If the number  
59 of new members under consideration will exceed 60 Active members, then a maximum of six (6) new  
60 members may be elected provided the resulting number of Active members does not exceed 64. After  
61 attending two Annual Meetings as defined in Section 5.1 of the Bylaws, each Active member or Emeritus  
62 member may nominate or second annually only one new member. At least one seconding letter must be  
63 submitted. If the primary sponsor is an Emeritus member, a seconding letter must be submitted by an  
64 Active member. The new member proposal must be submitted in writing to the Secretary-Treasurer, and  
65 sent by the Secretary-Treasurer to the Active members or posted on the Club website at least 30 days prior  
66 to a Business meeting. Election shall be by written ballot from Active members present and may take place  
67 at any Business meeting of the AESC. An Active or Emeritus member proposing or seconding the  
68 nomination of the new member must be present at this meeting. Four or more dissenting votes will nullify  
69 the election of a proposed member. The Secretary-Treasurer shall advise the new member of his/her  
70 election.  
71

72 Section 3.4 Dues.  
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74 (a) The fiscal year for dues and other purposes shall be the calendar year. The annual dues for Active and  
75 Emeritus members shall be determined by the Active membership upon a majority vote by the Active  
76 members present at a Business meeting. The Emeritus dues rate shall commence with the next fiscal year  
77 after an Active member graduates to Emeritus status.  
78

79 (b) Any member delinquent in payment of dues for one (1) year shall be notified by the Secretary-  
80 Treasurer. Non-payment of dues or other fees is grounds for termination of membership by a majority vote  
81 of the Active members present at a Business meeting. A member's annual dues may be waived by a vote of  
82 the officers when special circumstances exist.  
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84 Section 3.5 Attendance at Scientific Meetings.  
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86 (a) Members are expected to attend all of the Club's annual meetings during the time of their Active  
87 membership. However, recognizing that conflicts occur, an Active member may be excused from  
88 attendance upon written request to the secretary-treasurer subject to the provisions of this Section and of  
89 Section 3.1(b).  
90

91 (b) A new member who does not attend the first or second Annual Meeting after election is subject to  
92 termination of membership upon recommendation by the officers and a majority vote of the Active  
93 members present at a Business meeting. The Secretary-Treasurer shall inform the member of this action by  
94 letter.  
95

96 (c) An Active member who misses two consecutive Annual Meetings is subject to termination of  
97 membership upon recommendation by the officers and a majority vote of the Active members present at a  
98 Business meeting. The Secretary-Treasurer shall inform the member of this action by letter. The member's  
99 termination may be stayed by a majority vote of the Active members present at a Business meeting, but  
100 he/she must attend the next Annual Meeting and is expected to give a presentation.  
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103 (d) In special circumstances, exceptions to the above attendance requirements may be granted upon  
104 recommendation by the AESC officers and a majority vote of the Active members present at a Business  
105 meeting.  
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107 **Article IV: OFFICERS AND COMMITTEES**

108 Section 4.1 Officers.

109 The officers of the AESC shall be a President, President-Elect, Secretary-Treasurer, Recording Secretary,  
110 and Immediate Past-President. These five officers shall coordinate the policies and activities of the AESC  
111 and preside at the meetings. The AESC may hire an executive director who shall have duties and authority  
112 as determined by the officers. The executive director shall report to and be supervised by the officers.  
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116 Section 4.2 Nominations.

117 A Nominating Committee consisting of the current President, who shall act as chair, and former presidents  
118 of the AESC present at the Annual Meeting shall submit the names of candidates for office. These  
119 nominees and any other individual(s) nominated and seconded by an Active member shall be subject to a  
120 vote of the Active members present at the Annual Meeting. A majority vote is required for election.  
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123 Section 4.3 Duties of Officers.

124 (a) President. The President shall hold office for one (1) year and, as the chief executive officer, manage  
125 the general affairs of the AESC. The President also shall be responsible for selecting the site for the annual  
126 meeting in consultation with the Executive Committee.  
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129 (b) President-Elect. The President Elect shall serve as program chair for the Annual Meeting and succeed  
130 the President after one (1) year in office.  
131

132 (c) Secretary-Treasurer. The term of office of the Secretary-Treasurer shall be two years. The Secretary-  
133 Treasurer shall perform all duties commonly incident to this office.  
134

135 (d) Recording Secretary. The term of office of the Recording Secretary shall be two years. The Recording  
136 Secretary shall keep minutes of all meetings of the American Eye Study Club.  
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138 Section 4.4 Vacancies.

139 In the event that the office of President becomes vacant, the President-elect shall complete any unexpired  
140 portion of the term of office in addition to his/her own term as President. If any other office becomes  
141 vacant, a successor for the unexpired term shall be appointed by a majority vote of the remaining officers.  
142 The appointee shall be subject to approval by a majority vote of the Active members present at the next  
143 Business meeting.  
144

145 Section 4.5 Committees

146 The Executive Committee shall be composed of the officers of the AESC each of whom shall have a vote  
147 on matters coming before the committee. The Executive Committee is responsible for ongoing oversight  
148 of the Club functions. The President serves as chair of the Executive Committee. All other committees,  
149 with the exception of the Nominating Committee as described in Section 4.2, will be appointed as necessary  
150 by the President. All committees of the Club shall meet at the call of the chair.  
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155 **Article V: MEETINGS**

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157 Section 5.1 Annual Meetings.

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159 The AESC will have one scientific meeting a year designated as the Annual Meeting, and it will be called at  
160 such time and place as designated by the President after having given due notice to all members.

161  
162 Section 5.2 Business Meetings

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164 The AESC shall have at least one Business Meeting of the membership each year for the election of  
165 officers, election of new members and to transact any other business of the AESC as may be appropriate. A  
166 Business Meeting will take place during the Annual Meeting of the AESC and may take place during the  
167 annual meeting of the American Academy of Ophthalmology or in a manner consistent with Section 5.3 of  
168 these By-Laws. Notice of any Business Meeting shall be made to the membership at least 30 days in  
169 advance.

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171 Section 5.3 Special Meetings.

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173 Special meetings may be called at the discretion of the officers at such time and place as they shall  
174 designate after giving due notice to all members at least 30 days in advance. Special meetings may be  
175 conducted by teleconference or other electronic means provided that two-way communication is possible  
176 for all members participating.

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178 Section 5.4 Quorum.

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180 A quorum shall consist of ten or more Active members present at any Annual, Business or Special meeting.

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182 Section 5.5 Vote Required.

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184 The affirmative vote of a majority of the Active members who are present at a meeting shall be sufficient to  
185 elect any officer or to transact any business, unless the matter is one upon which, by express provision of  
186 the By-Laws of the AESC, a different vote is required, in which case such express provision shall govern.

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188 Section 5.6 Notice

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190 Notice to members may be by U.S. Mail or by electronic communication sent to the address listed in the  
191 AESC's records.

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193 Section 5.7 Voting

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195 Voting by the membership may be conducted in person by voice, show of hands, written ballot or by  
196 electronic means at any business or special meeting. At the discretion of the Executive Committee, a  
197 binding electronic vote also may be conducted outside of a business or special meeting provided that  
198 information about the matter to be decided is provided to all voting members at least 14 days before the  
199 deadline for casting a ballot. Electronic voting shall be conducted in a manner determined by the Executive  
200 Committee. Proxy votes shall not be permitted.

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202 **Article VI: AMENDMENT OF BY-LAWS**

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204 These By-Laws may be amended at any Business Meeting or Special Meeting by a two-thirds vote of the  
205 Active members present. Proposed amendments shall be reviewed by the officers. A copy of the proposal  
206 shall be sent to each Active and Emeritus member or shall be posted on the Club website with a notice to  
207 the Active and Emeritus members at least 30 days prior to the meeting at which a vote on proposed  
208 amendments is planned.