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Constitution and Bye Laws of the Nigerian Optometric Association

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1. The Constitution of the Nigerian Optometric Association

Preamble

We the members of NIGERIAN OPTOMETRIC ASSOCIATION, having firmly and solemnly resolved to pursue the goals of the Association, DO HEREBY make and give to ourselves the following Constitution. The provisions of the Constitution shall have binding force on all members of the Association.

PART ONE

Article I.

NAME

The name of the Association shall be the "NIGERIAN OPTOMETRIC ASSOCIATION" (hereinafter referred to as "the Association") having its registered office in Nigeria.

Article II.

AIMS AND OBJECTIVES

1. The aims and objectives of the Nigerian Optometric Association shall be Scientific, Educational, Professional and Cooperation, with a view to promoting the Art and Science of Vision Care and Public health.

In particular, the Association shall:

- a. Initiate and /or support in approved centers and institutions, research and educational programs in Optometry and related sciences.
- b. Disseminate knowledge through the Association's journal and other media publications.
- c. Bring Optometrists together at annual professional and educational conferences to afford opportunity for the presentation and discussion of the results of research in optometry and visual science.
- d. Aid in the maintenance of the highest standards of academic and professional training in the profession.
- e. Enhance the commitment of its members to the highest ethical and professional standards of practice.
- f. Cooperate with other health professions and with local government, State, national and international agencies concerned with the public health and welfare, toward the improvement of the common will.

Article III.

MEMBERSHIP

1. The members of this Association shall consist of Optometrists and other persons of good character whose classifications, qualifications, privileges and obligations shall be established by the by-laws of this Association

Article IV.

MANAGEMENT

Section 1. General Membership

- a. The legislative and policy-making body of this Association shall be the General Membership which shall be established and function as provided in the by-laws.
- b. The General Membership shall meet at each of the Nigerian Optometric Association Annual Meetings and at such other times as provided for in the by-laws.

Section 2. Executive Council

This Association shall have the following elected officers as Executive Council: President, Three Zonal Vice Presidents, National Secretary, Assistant Secretary, Financial Secretary, Treasurer, Publicity Secretary, and the Immediate Past President who shall perform such duties and exercise such powers as provided in the by-laws.

Section 3. Governing Council, Board of Trustees and Committees

- a. The administrative body of this Association shall be the Governing Council, which shall comprise of Executive Council and the Board of Trustees, as defined in the by-laws, which shall implement the policies established by the General Membership and perform such duties as are prescribed in the by-laws.
- b. The Governing Council shall in the event of any case or issue, which threatens the existence, aims, objectives and aspirations of the Association, take a final decision
- c. The powers vested in the Trustees by or under this Constitution shall be exercised subject to the directions of the Association, or of the Executive Council or Governing Council appointed under Part I, Article IV Section 3(a) of this Constitution, as the case may be.
- d. There shall be such committees as may be provided for in the by-laws.

Article V.

FINANCES

Section 1. Dues

The Dues for membership of this Association shall be established by the General Membership and shall be collected and disbursed as provided in the by-laws.

Section 2. Fiscal Year

The fiscal year of this Association shall be from June 1st to May 31st the next calendar year.

Article VI.

AMENDMENTS

This constitution may be amended by a vote of two-thirds (2/3) of the General Membership present in a General Meeting, provided that a copy of the proposed amendment is sent to each member of the Association at least sixty (60) days prior to the General Membership Meeting at which time the vote is taken, and subject to approval by the Governing Council.

PART TWO

BYE LAWS OF THE NIGERIAN OPTOMETRIC ASSOCIATION

Article I.

MEMBERSHIP

Section 1. General Principles

- A. Membership in this Association is open to those persons who are interested in the purpose of this Association, who are willing to subscribe to the Constitution and Bye-Laws, and who are otherwise qualified thus:
- 1) Diploma in Optometry obtained before 1976; or
 - 2) B. Sc. In Optometry obtained before 1996 in a Nigerian institution
 - 3) O.D. (Doctor of Optometry)
 - 4) Accepted equivalent professional qualification from a recognized institution

- 5) One year internship as conducted by the Optometrists and Dispensing Opticians' Registration Board of Nigeria (ODORBN) for new graduates of optometry and for non-Nigerians desiring to practice Optometry in Nigeria.
- B. The optometric association of any state, may be conferred membership in the Association upon written application to the Executive Council, and upon a two-thirds (2/3) affirmative vote of the members present at any annual meeting of the Executive Council.
 - I. A state association which has been admitted to membership in the Association under Part I, Article III of the constitution shall be entitled to elect through its Chairman a representative to the Board of Trustees pursuant to Part II Article IV, Section 2 of these Bylaws.
- C. Members of this Association at the time of adoption of these by-laws shall continue their membership without reference to the requirements for new membership.
- D. Only a member in good standing as defined in these by-laws shall be entitled to vote, to hold office or to otherwise enjoy the privileges of this Association.
- E. This Association may exclude, suspend, or expel a member as prescribed by law.

Section 2: Classes

The members of this Association shall consist of Fellows, Full, Associate, Affiliate, Honorary, External, and Life as hereinafter defined

Section 3: Fellow

- I Fellow of the Nigerian Optometric Association (FNOA) may be conferred by the General Membership upon recommendation of the Award Committee, to a Full Member who has been in practice for at least 10 years and who has made outstanding contribution to the fulfillment of the aims and objectives of the Association and Optometry. One of such contribution shall be a publication of at least one article in a scientific journal.
- II The award committee shall comprise of four representatives of the general membership appointed by the President; one representing each zone and one member representing the Publication Committee.
- III The President shall appoint a Chairman and Secretary from among the members of the committee.
- IV A fellow shall be entitled to use the abbreviation FNOA after his name. Fellows are expected to be of good behavior, and if any misconduct is proven against a Fellow, the

Association has a right to strip such a person of his Fellowship on the recommendation of the Disciplinary Committee.

Section 4: Full Member

An Optometrist holding an approved qualification, registered with the Board, and who satisfies other conditions laid down by the Association and this Constitution shall be registered as a Full Member of the Association. A Full member shall be entitled to use the abbreviation MNOA after his name.

Section 5: Associate Member

- A. Application for Associate Membership shall be made directly to this Association.
- B. Associate Membership may be conferred by the Executive Council on:
 - I dispensing Optician holding an approved qualification and registered with the Board
 - II individuals who are optometrists who are temporarily unemployed;
 - III individuals who are spouses of Doctors of Optometry who are members of the Nigerian Optometric Association;
 - IV individuals who are no longer employed in the optometric field but wish to remain in the General Membership.
- C. Associate membership requires sponsorship by a full member of the Nigerian Optometric Association.
- D. Associate members shall pay annual dues in accordance with these by-laws.
- E. Associate members shall have the privilege of the floor in sessions of General Meetings.
- F. Associate members shall not vote in sessions of the General Meeting nor hold elective office in this Association.
- G. An Associate member shall be entitled to use the abbreviation ANOA after his name.

Section 6: Affiliate Member

- A. Eligibility
 - 1. Optometric Organizations or other organizations may be eligible for affiliation in this Association when they:
 - I are named and organized under a Constitution and Bye laws;

- II are headed by a President, Secretary, Treasurer and such other officers as may be provided in the organization's by-laws;
 - III have filed an application for affiliation with the Secretary of this Association
 - IV are in good standing and working towards the positive projection of the profession of Optometry
- B. Procedures
- (a) Application for affiliation by an optometric organization shall be submitted to the Secretary of this Association and shall be referred to the Executive Council for action.
 - (b) Affiliation may be granted by a two-thirds (2/3) vote of the Executive Council.
- C. Previous Affiliation
- (a) The optometric organizations, which are affiliated with this Association at the time of the adoption of these by-laws, shall continue in their affiliation without reference to the requirements of this section.
- D. Charter Issuance
- I The president of this Association shall issue a charter to an affiliated organization admitted by the Executive Council, authorizing the organization to conduct its affairs as an affiliated organization.
 - II Any charter shall be issued in the name of the Nigerian Optometric Association, signed by the President and the Secretary.
- E. Charter Revocation
- I Revocation of Charter granted to an organization affiliated to NOA shall be approved by two-third (2/3) vote of the Executive Council.
 - II Upon revocation of a charter by the Executive Council, the Secretary shall notify the officers and members of the previously affiliated organization of the action of the Executive Council and the consequent cessation of their membership of this association.

Section 7: Honorary Member

- a. A non-member of the Association who has made outstanding and conspicuous contributions to the fulfillment of the aims and objectives of the Association or Optometry may be elected an Honorary member of the association by 2/3

membership of the EXCO on the recommendation of any member of the EXCO or the Board of Trustees.

- b. Honorary members shall not pay dues to this Association.
- c. Honorary members shall have the privilege of the floor in the sessions of the General Meeting.
- d. Honorary members shall not vote in sessions of the General Meeting nor hold elective office in this association.

Section 8: External member

- a. Any member of the association who, because of justified and approved reasons resides temporarily or otherwise outside Nigeria may retain his membership as an External member provided he continues to fulfill his obligations to the Association as provided in this constitution and bye-laws.

Section 9: Life Member

- I Life members of this association shall be those who have long and faithfully served as active members but having attained the age of 70years, can no longer continue as full members.
- II Life members shall be relieved of all financial obligations except freewill or voluntary donations.

Section 10: Intern Membership

- a) Application for Intern membership shall be made directly to this Association through the training institution before induction.
- b) Intern membership may be conferred by the Executive Council on the individuals attending any accredited Optometric Internship Program.
- c) Intern members shall pay dues in accordance with these by-laws.
- d) Intern members shall have the privilege of the floor in the session of the General Meeting.
- e) Intern members in good standing shall collectively be entitled to (1) vote in sessions of the General Meeting.
- f) Intern members shall not hold elective office in this Association.

Section 11: Admission Procedure

- 1) Application for Full, External or Life membership accompanied by detailed curriculum vitae should be sent to the National Secretary.
- 2) The Executive Council shall elect an applicant to appropriate membership in the Association. The Executive Council may also reject such application for good and sufficient cause if such application does not fall within the standard recommended by the constitution and bye-laws of the Association.
- 3) The curriculum vitae and other details of a person proposed for election to Fellowship and Honorary Membership shall first be screened by the Fellowship Award Committee and the Executive Council respectively and no serving member of the Executive Council shall be considered for Fellowship during his or her tenure in office.

Article II.

GENERAL MEMBERSHIP

Section 1: Composition

The General Membership shall be composed of:

- a) Full members
- b) Associate members
- c) Honorary members

Section 2: Meeting

- a) The meetings of the General Membership shall occur in conjunction with the annual meetings of the Nigerian Optometric Association.
- b) The President shall call all other meetings upon the written request of:
 - 1) three members of the Executive Council, or
 - 2) three affiliated local organizations.
- c) The President and Secretary of each affiliated organization shall receive written notice at least thirty (30) days prior to any General Membership meeting.

Section 3: Power and Duties

The General Membership shall have the following powers and duties:

- a) establish, by Resolution, the policies of the Association;

- b) elect and remove the members of, and fill vacancies on, the Executive Council in the manner prescribed in these by-laws;
- c) adopt an annual budget for the next calendar year during the annual meeting of the General Membership;
- d) pass all recommendations for incurring expenses other than those provided in the budget.

Section 4: Motion

A Full Member, an Affiliated Local Organization or the Executive Council may propose motion.

Section 5: Quorum

One fifth (20%) of the full members in good standing registered at the meeting must be present to constitute a quorum for the transaction of business at any meeting of the General Membership.

Section 6: Committees and Personnel

- 1) The General Membership shall have, but not limited to:

- (I) Budget Committee

Budget committee appointed by the President at the beginning of the Administrative year, shall review and make recommendations for the proposed budget to the Executive Council no later than October of each year. The Budget Committee shall present during the annual meeting of the General Membership a final report to the General Membership.

- (II) Election Committee

Election committee appointed by the President at the beginning of the year shall present to the General Membership during the annual Meeting of the General Membership the names of the members proposed for election as officers of the Association. Election committee so appointed shall exercise the duty of conducting election for the Association within the period under review.

- (III) Education Committee

Education committee shall be appointed by the President at the beginning of the year which shall comprise three (3) Vice Chairmen, one each from the training Institutions and three from the General membership representing the Zones. The Vice chairmen and the representative of the zones appointed above shall not come from the same State.

- a) The Education Committee shall organize and maintain record of continuing education credits accrued by members of this Association.

- b) The Zonal Vice Presidents shall oversee the Zonal Education Committee
- c) The Education Committee shall recommend equivalent educational qualifications that can be registered by the association subject to Article 1 section 1(A4).
- d) The Education Committee shall liaise with and advise Nigerian institutions planning or executing training programmes in Optometry and Dispensing optics.
- e) The Education Committee shall organize courses as approved by the Association.
- f) The Education Committee shall conduct examinations that may be approved by the association.
- g) The Education Committee shall make recommendations on affiliations to bodies within or outside Nigeria.

(IV) Committee on Credential and Professional practice

Credentials and Professional Practice Committee, appointed by the President at the beginning of the administrative year shall:

- a) establish eligibility to attend sessions of the General Membership
- b) ensure standardization of practice
- c) ensure that members abide by the Code of conduct of the Association
- d) sit on disciplinary matters that violate professional ethics and make recommendations to the general membership

(V) Publications committee

Publication Committee, appointed by the president shall

- a) see to the production and circulation of the Association's publications-newsletters, journal etc.

(VI) Legal and Legislative Committee

Legal and legislative Committee, appointed by the president shall:

- a. pursue Legal and Legislative Services related to the profession
- b. periodically review and recommend changes to the Constitution, Bylaws and Code of Ethics

(VII) Public Health Committee

Public Health committee, appointed by the president shall:

- a. pursue and advance programmes on prevention of blindness and any other public health matters that relate to our profession

(VIII) Fellowship Award Committee

Fellowship Award Committee members shall be appointed by President as stipulated in Article I Section 3 and their tenure terminates with the life span of the Executive Council they served under.

- 2) At least two members shall be appointed, by the President, prior to any session of the General Membership, as Sergeants-at-Arms who shall:
 - (1) Verify the eligibility of individuals who are not members of this Association to attend sessions of the General Membership.
 - (2) Serve the chair in maintaining order and decorum during sessions of the General Membership.

Article III.

EXECUTIVE COUNCIL

Section 1. Composition

The Executive Council is a continuing body consisting of the President, Zonal Vice-Presidents, National Secretary, Assistant Secretary, Financial Secretary, Treasurer, Publicity Secretary, and Immediate Past President.

Section 2. Meetings

- (a) A meeting of the Executive Council shall be held:
 - (1) at least two times in a year
 - (2) at the call of the President or the written request of three members of the Executive Council.
- (b) The president shall designate the site of any Executive Council meeting.
- (c) The President shall delegate any of the Zonal Vice Presidents to preside over the Executive Council/General Membership meeting in the event of his being unavoidably absent.
- (d) Invitation to Executive Meetings shall be extended in writing and/or by call to all Executive Council Members at least two (2) weeks before the meeting except in a case of emergency which shall be determined by the President.

Section 3. Powers and Duties

The Executive Council shall have the following powers and duties:

- (a) Be responsible for the management of the business and affairs of this Association in accordance with general policy and within the budget established by the General Membership.
- (b) Exercise general supervision over the affairs of the Association between sessions of the General Membership.
- (c) Establish a policy for reimbursement for officers and members for expenses incurred when on business for this Association, which shall be paid from the Association's funds.
- (d) Make reports and/or recommendations to the General Membership at each of its meetings on the business finances or policies of this Association.
- (e) The Executive Council may initiate the review of the dues of a full member and of an Associate member of the Association annually subject to the approval of the General Membership.
- (f) The Executive Council shall have the power to approve or disapprove all committee appointments made by the President.

Section 4. Voting

- (a) Each member of the Executive Council shall have one (1) vote.
- (b) A simple majority of votes cast shall decide any issue.
- (c) The President shall only vote in the event of a tie.

Section 5. Quorum

At least one half (50%) of the Executive Council must be present to constitute a quorum for the transaction of business at any meeting.

Article IV.

BOARD OF TRUSTEES

Section 1. Composition:

The Board of Trustees shall be composed of two representatives from each zone, hereinafter referred to as "Zonal Trustees," one person from each of the accredited training institutions, and the elected officers of the Executive Council named in Article III of these Bylaws.

Section 2. Appointment of Zonal Trustees and Terms of Office of BOT:

The Chairmen of States that make up a zone under the supervision of Vice President of the zone shall elect during their zonal meeting two persons to represent the zone as a member of Board of Trustee. Persons elected to the position of trustee must have occupied in the past the post of Chairman or Vice Chairmen of a State Association. No sitting officer of the Executive Council as named in Article III of these Bylaws shall be eligible to serve as a Zonal Trustee.

1. Members of the Board of Trustees shall hold office for four (4) years from date of appointment/election and shall cease to hold office if he/she:
 - a. Dies
 - b. Resigns from office
 - c. Cease to be a member of the Association as per Part Two Article I or VI of these By-laws
 - d. By conduct, action or any other method that contradict the aims and objectives of the Association as contained in Part One Article II (I) of this constitution.
 - e. Become insane
 - f. Is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction
 - g. Is officially and expressly declared bankrupt
 - h. Is removed from office by State Chairmen of the zone that elected him, who shall effect the removal by two-third (2/3) majority votes of those present and voting at a meeting of the zonal chairmen that is held for that purpose.
 - i. Completes his/her tenure/term

Section 3. Functions

- a. The President of the Association shall be the Chairman of the Board of Trustees during the tenure of the President.
- b. When the Executive Council is not in session, other members of the Board of Trustees shall have supervision, control and direction of the affairs of the Association. The Board of Trustees shall determine the policies of the Association and any changes therein. The Board may in the execution of the powers granted to it, delegate some of its authority and responsibility to the Executive Council.

- c. The Board of Trustees shall have the right to summon any member of the Association (including the members of the Executive Council) to explain his/her departmental activities, role or assignment if and when necessary.
- d. The Board of Trustees shall have power to hold and administer the properties of the Association in line with the aims and objectives of the Association. All documents to be executed by the Trustees shall be signed by at least six (6) of them and sealed with the common seal.

Section 4. Quorum:

At any meeting of the Board of Trustees, 2/3 majority of the Officers, 2/3 majority of the trustees of the training institutions and 2/3 majority of the Zonal Trustees of the Board shall constitute a quorum for the transaction of business of the Board and any such business thus transacted shall be valid, provided it is affirmatively passed by a majority of those present and voting.

Section 5. Regular Meetings:

The Board of Trustees shall hold regular meetings from time to time at such times and places in Nigeria as the Board may designate.

Section 6. Special Meetings:

Special meetings of the Board of Trustees shall be called by the President upon the request of a majority of the Officers of the Executive Council, or upon written request by one-third (1/3) of the members of the Board. A special meeting shall be preceded by at least fourteen (14) days written or electronic notice served to each member of the Board indicating the time, place and purpose of such meeting.

Section 7. Voting:

Each member of the Board of Trustees shall have one vote. Voting rights of a member of the Board shall not be delegated to another nor exercised by proxy. Whether in an Executive Council or full Board of Trustees meetings, the President shall only vote in the event of a tie.

Section 8. Vacancy:

Upon a vacancy occurring in the "Zonal Trustee", a Zonal Meeting of the State Chairmen shall be held for election of another eligible "Zonal Trustee" who must meet the provisions of Part Two Article IV Section 2 of these by-laws.

Article V.

OFFICERS

Section 1. Elections

- (a) The Election Committee shall designate nominees for the offices of President, Zonal Vice-Presidents, Secretary, Assistant Secretary, Financial Secretary, Treasurer, and Publicity Secretary and shall report to the General Membership.
- (b) Nominations for the offices shall be by personal application addressed to the Election Committee by the interested candidates at least one month preceding the date of the election.
- (c) Elections shall be by a majority of votes cast at an annual session of the General Membership. In the event of a tie, balloting shall continue with the two front runners until a candidate for each office receives a majority.

Section 2. Terms of Office

- (a) The term of office for all officers shall be two years commencing on the day of election.
- (b) The President may be re-elected for one term only.
- (c) The President shall remain in that office until the office of President becomes vacant, at which time a new President shall be elected and ascend to the office of President.
- (d) The Zonal Vice-Presidents, Secretary, Assistant Secretary, Financial Secretary, Treasurer, and the Publicity Secretary may be re-elected to no more than two (2) successive terms.
- (e) All Officers who were elected prior to the adoption of these by-laws shall continue to hold such positions for the duration of the terms for which they were elected.

Section 3. Vacancies and Removal from Office

In the event of a vacancy in the office of:

- (a) Immediate Past President, the most recent available Immediate Past President shall fill the unexpired term.
- (b) President, the Governing council shall in a meeting called for that purpose elect from among the Zonal Vice Presidents a person to occupy the seat of the President until the expiration of the tenure of that Executive Council.
- (c) Any of the Zonal Vice-Presidents, the State Chairmen of the States in the Zone affected shall elect from among themselves in a meeting called for that purpose a person to fill

- the office of the Zonal Vice-President so affected until the expiration of that Executive Council.
- (d) Other Executive Council Members; the vacancy may be filled by the Executive Council and any officer so chosen may serve until the next election.
 - (e) The Board of Trustees may suspend any officer from office for cause by an affirmative vote of two-thirds (2/3) of the Board present and voting at any regular or special meeting of the Board. For any cause a vote for suspension from office shall occur only after the officer against whom a complaint has been lodged has been advised of the complaint against him/her and has been given reasonable opportunity to present a defense before the Board. The Officer suspended may petition the General Membership for final disposition.

Section 4. Duties of the President

The president shall:

- (a) Preside over all meetings of this Association or designate any of the Zonal Vice-Presidents to do so.
- (b) Instruct the National Secretary to summon meeting of the Executive Council, and General Membership
- (c) Make all appointments unless otherwise provided in these by-laws.
- (d) Fill all vacancies unless otherwise provided in these by-laws.
- (e) Be one of the signatories of the bank accounts of the Association.
- (f) Be an ex-officio member to all committees
- (g) Certify to all official acts of this Association.
- (h) Sign and issue charters according to these by-laws.
- (i) Prepare a budget and establish a Table of Organization for the Administrative Year.
- (j) Represent the Association at all meetings and functions or designate an Executive member or any member of the Association to do so.
- (k) Establish and file a report with the Governing Council for all Executive Council Meetings.
- (l) Submit a written report at the Annual General Membership Meeting. Perform any other duties that are customary to the office of President.



Section 5. Duties of the Zonal Vice-Presidents

The Zonal Vice-Presidents shall:

- (a) Perform any duties assigned by the President or by the General membership.
- (b) Assume the duties of the president in the event of the failure or inability of the President to perform the duties of the President.
- (c) Monitor the continuing education programs of their various zones.

Section 6. Duties of the Immediate Past President

The Immediate Past President shall perform all duties assigned by the President or by the General Membership.

Section 7. Duties of the National Secretary

The National Secretary shall:

- (a) Perform all duties assigned by the President or by the General Membership.
- (b) Summon all General Membership, Executive Council Meeting and board of Trustee meeting on the directive of the President.
- (c) Oversee the keeping of records of meetings, policies, activities, membership, as well as the minutes of all meetings of the Executive Council, Board of Trustees and the annual General membership and sign all properly drawn checks for each item of Association expense.
- (d) Be one of the signatories to the bank accounts of the Association.
- (e) Present a written, detailed report to the General Membership and Executive Council during the annual Session of the General Membership.
- (f) Keep a complete and correct list of all members.
- (g) Perform any other duties that are customary to the office of the Secretary.
- (h) At the expiration of the term of office, turn over to the successor Secretary or to the Executive Council, books, records and property of this Association then in the custody or under control of the Secretary.

Section 8. Duties of the Assistant National Secretary

The Assistant National Secretary shall:

- (a) Assist the National Secretary and stand in for him in the latter's absence.

- (b) Perform such other duties as may be assigned to him by the Executive Council, the President or the National Secretary.

Section 9. Duties of the Financial Secretary

The Financial Secretary shall:

- a. Receive monies due to the Association and pay same as soon as possible to the treasurer
- b. Issue receipts for all monies received.
- c. Obtain receipt for all monies paid to the treasurer.
- d. Raise vouchers on the basis of which the treasurer will write cheques. Such vouchers must be raised on the written instructions of the President or on the basis of decisions taken by the Executive Council.
- e. Keep an accurate account of the financial transactions of the Association.
- f. Submit a written financial report at the Annual General Meeting.
- g. Perform such other duties as ordinarily pertain to his office.

Section 10. Duties of the Treasurer

The Treasurer shall:

- (a) Be custodian of funds received in the name of this Association and sign all properly drawn checks for each item of Association expense.
- (b) Receive from the financial secretary all monies due to the Association and shall pay it as soon as possible into a bank account of Association.
- (c) Issue receipts for all monies received
- (d) Keep an accurate account of the financial transactions of the association.
- (e) Not pay out monies except on the basis of a voucher by the financial secretary, supported with written instructions of the President or on the basis of decisions of the Executive Council.
- (f) Be one of the signatories to the Association's bank accounts
- (g) Submit a written statement of accounts at the Annual General Meeting.
- (h) Perform such other duties as ordinarily pertain to the office.

Section 11. Duties of the Publicity Secretary

The Publicity Secretary shall:

- a. Be responsible for giving publicity to the activities of the Association.
- b. Liaise with the news media to ensure that the Association gets favorable publicity.
- c. Visit and update information on the Association's website weekly.
- d. Perform such other duties as may be assigned to him by the Executive Council, the president or the National Secretary.

Section 12. Officers and Committee Chairpersons shall make such reports as may be requested by the Executive Council or the President.

Article VI.

FEES AND DUES

Section 1. General Provisions

- a. The annual dues for Full, Associate and Intern members of this Association shall be established annually by the General Membership at the annual Session of the General Membership and shall be paid directly to the Association.
- b. Persons admitted as Full and Associate and Intern members must pay the prescribed fees and dues before they become members and such other fees or dues as may be determined from time to time by the General Membership.
- c. An application for membership shall consist of the following:
 - (1) a signed copy of the membership application;
 - (2) a check or cash payable to this Association equivalent to the annual dues.
- d. An application for membership shall be submitted to the Secretary of this Association.
- e. An Intern member who registers in the first year in which he is eligible (i.e. within one year after graduation) will pay half of the fees and dues paid by Full member for the first year only.
- f. A person elected Fellow must continue to discharge his financial and other obligations to the Association. An External Member shall continue to pay his annual dues for the period of his absence from Nigeria. He shall therefore have voting rights at meetings of the Association. Honorary and Affiliate members shall not pay fees and dues and shall not vote or be voted for at meetings of the Association.

- g. State Chapter chairmen may collect dues which are to include cost of NOA journal, from their members and remit same with a comprehensive list of their members who have paid latest by 31st December every year for the coming year.

Section 2. Membership Status

- (a) Before April 15 within the year for which dues should have been paid, a member shall be considered in good standing when current dues and penalty for not paying latest 31st December have been paid in full.
- (b) Penalty of 50% of the annual dues shall be paid by a member who is in default of payment of his/her annual dues as at 31st December preceding the year in which the dues is accruable.
- (c) A member shall be considered delinquent if current dues and penalty have not been received by April 15.
- (d) A member shall be dropped from the membership and all benefits shall cease if current dues have not been paid by July 1st.
- (e) After membership has been terminated, a person must reapply for membership and the membership application must be accompanied by the dues payable for the year in which the member is being reinstated.

Article VII.

CONTINUING EDUCATION

The Executive Council shall coordinate, plan and administer an educational conference consistent with the Aims and Objectives contained in Part Two, Article II Section 6 of these Bylaws. Such conference shall be held not less than annually and shall be known as NOA Conference. Members must obtain the prescribed minimum credit hours of Continuing Education annually.

Article VIII.

DISCIPLINE

Association members, officers or employees who participate in conduct which the General Membership, by a two-thirds majority vote, determines to be contrary to the Association's code of conduct and rules of professional practice shall be subject to disciplinary measures. Before disciplinary measure is meted out to a member, the member would have first been warned in writing about his unethical conduct and possibly given a time limit for compliance depending on the severity of the case, after which he will appear before the Disciplinary Committee.

Section 1. An act of misconduct in this context shall include:

- a. Financial impropriety
- b. Insubordination
- c. Insolence and disobedience to rules and regulations of the Association
- d. Any activities of the Association or Association-related actions of its officers or members that violates Local Government, State, Federal and International Regulations.
- e. Actions tailored towards encouraging boycotts
- f. Actions that foster unfair trade practices, or in any way violate federal or state trade regulations and antitrust laws.
- g. Any such conduct that is capable of bringing the integrity and image of the Association into disrepute.

Article IX.

MEMBERSHIP RESIGNATION

Any member may resign membership in the Association by filing a written notice of resignation with the Secretary, who shall then forward such notice of resignation to each member of the Board of Trustees within thirty (30) days of the date the notice was first received. Upon the effective date of resignation the resigning member shall forfeit all rights and privileges of his/her membership in the Association.

Article X.

FINANCE

Section 1. Sources of Money

The source of funding of the Association shall be:

- (I) Admission fees and annual dues
- (II) Levies
- (III) Donations, fines and subscriptions
- (IV) Interests and profits accruing from savings investments, etc.
- (V) Other sources

Section 2. Bank Accounts

- (I) The Association shall maintain one or more bank accounts into which all its monies shall be paid.
- (II) Authority to incur expenditure shall be given by the President in writing to the Financial Secretary.
- (III) All cheques and other authority to withdraw money from any of the accounts shall be signed by the President and either the National Secretary or the Treasurer.

Section 3. Records

- (I) The Treasurer and the financial secretary shall each maintain a separate and accurate account of the financial transactions of the Association.

Section 4. Audit

- a. Every year the Board of Trustees shall appoint an Auditor who may or may not be a member of the Association. The Auditor shall prepare an audit statement of account of the Association for the previous financial year ending May 31, and submit same to the Board of Trustees not later than December 31 immediately following the financial year to which the audit applies.
- b. The Account of the Association shall be audited yearly by a reliable and professionally experienced Auditor appointed by the Board of Trustees for that purpose.
- c. The auditor shall submit an audited report every year to the Board of Trustees who shall present the audited report annually to the National Executive Council of the association.
- d. The audited report shall be presented at the next Annual General Meeting.

Section 5. Common Seal

- a. There shall be a Common Seal of the Association, which shall be under the custody of the National Secretary.
- b. The Common Seal shall only be used by the express authority of the Executive Council, and every document to which the seal is affixed shall be signed by the President and countersigned by the Secretary.

Article XI.

CODE OF CONDUCT

Members are expected to abide strictly by the Code of Ethics and rules for Professional Practice of the Association. Adoption of, amendments to or alteration of the Code of Ethics shall require two-thirds of votes cast at an Annual Conference/AGM.

Article XII.

GENERAL MEETINGS

An annual general meeting shall be held each year between the months of June and July, preferably during the annual conference and officers shall be elected at that meeting. Each annual general meeting shall fix the date and venue of the next annual general meeting. All other general meetings of the association shall be called General Meetings.

Article XIII.

VOTING

Election of officers shall be by ballot.

All other issues at other meetings shall be decided by voice vote or by show of hands. However, if two-thirds of the members present so desire, any issues may be decided by ballot. Only members (Full and Associates) in good financial standing may vote or be voted for at an Annual General Meeting.

Article XIV:

ZONES

Section 1. Establishment of Zones

Realizing that the objectives of the Association are best served by a continuous exchange of ideas, the Association shall have 3 zones headed by Zonal Vice Presidents. Each State shall have a Chapter with a Chairman, Secretary and any other officers that it requires for its smooth operation.

Section 2. Membership

Membership of a zone is open only to members of the Association. Each zone can draw up its by-laws, which must not be in conflict with the constitution and bye laws of the Nigerian Optometric Association. Where any conflict occurs, the Association's Constitution and by-laws shall take precedence.

Section 3. Designation of Zones

For the purpose of this constitution and Bye-laws the zones are: East, West and North.

- a. EASTERN ZONE shall include the following states;

Abia, Akwa Ibom, Anambra, Bayelsa, Cross River, Ebonyi, Enugu, Imo and River states

- b. WESTERN Zone shall include the following states;

Delta, Edo, Ekiti, Kwara, Lagos, Ogun, Ondo, Osun and Oyo states

c. NORTHERN Zone shall include the following states;

Bauchi, Benue, Borno, Gombe, Jigawa, Kaduna, Kano, Katsina, Kebbi, Kogi, Nassarawa, Niger, Plateau, Sokoto, Taraba, Yobe, Zamfara and FCT Abuja

Article XV.

AWARDS

Awards and commendations shall be given to all classes of members, friends and Patrons of the profession, in recognition of their outstanding services or contributions to the Optometry profession or the Association. The President shall appoint a Committee to determine those who qualify for such awards from among the individuals nominated by members.

Article XVI.

AMENDMENTS

These Bye-laws may be amended by an affirmative vote of two-thirds of members present and voting at an Annual General Meeting.

Article XVII.

SPECIAL CLAUSE

Section 1.

THE INCOME AND PROPERTY of the Association whensoever's derived shall be applied solely towards the promotion of the objects of the Association as set forth in the objects of the Association as set forth in this CONSTITUTION; and no portion thereof shall be paid or transferred directly or indirectly, by way of profit to the members of the Association

Section 2.

PROVIDED that nothing herein shall prevent the payment in good faith, of reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association. In so far as no member of the Council shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or other benefit in money shall be given by the Association to any member of the Executive Council except repayment of out of pocket expenses or reasonable and proper rent for premises demised/let to the Association, provided that the provision last aforesaid shall not apply to any person or any company in which such member shall not hold more than one hundredth (1/100) of the capital and such member shall not be bound to account for any share of any such payment.



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Section 3.

NO ADDITION, alteration or amendment shall be made to or in the Constitution or Bye-laws for the time being in force, unless the same has been previously submitted to and approved by the Registrar General Corporate Affairs Commission.

Article XVIII.

INTERPRETATION

In cases of doubt, the interpretation of any section of this constitution shall be made by a General Meeting.

Article XIX.

DISSOLUTION

Section 1.

The Association shall be dissolved if at least three-quarters of its membership present at a general meeting approve a resolution to that effect.

Section 2.

If, upon winding up or dissolution of the Association, there remains, after the settlement of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the Association, or some charitable organization to be determined by the members of the Association at or before the time of dissolution or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter.