

Pan-American Cornea Society (Pan Cornea)

Bylaws

Section I: Definition, Mission, Vision, Actions and Values

Article 1:

- 1.1) The Pan-American Cornea Society (Pan Cornea), formerly the Ibero-American Cornea Society, is an independent, international society, affiliated with the Pan American Association of Ophthalmology (PAAO) which has as its mission the promotion of exchange of technical and scientific information among the ophthalmologists of the Americas specializing in cornea and diseases of the external eye.
- 1.2) Pan Cornea has as its goal to be recognized as the representative society of specialists in cornea and external eye disease of the Americas both regionally and globally.
- 1.3) To achieve this mission, Pan Cornea will act to organize and disseminate specialized information through conferences, meetings academic events and publications; incorporating study groups for different topics in the specialty.
- 1.4) Pan Cornea values are: ethics, transparency, tradition, quality, unity, friendship, humanism, fairness, and respect.

Section II: Membership

Article 2: The society shall be composed of *regular* and *honorary* members

- 2.1 **Regular** members will be those ophthalmologists who have completed: 1) a Cornea and External Disease Fellowship in an accredited institution of at least one year duration including clinical, surgical and investigational areas who either have kept contributing to the above mentioned areas either by: 1a) publishing on a periodical basis in high-impact journals as a leading or corresponding author; or 2a) presenting regularly at meetings of the PAAO or its affiliated societies; at major North American meetings such as Cornea Society, ARVO, ASCRS or AAO; at major European meetings (EuCornea or ESCRS) or at meetings of the Asia Pacific region (Asia Cornea Society, APCRS or APAO or affiliated societies).
- 2.2 **Honorary** members will be those ophthalmologists or investigators with an interest in cornea and external disease, including ocular surface and dry eye, who have had at least five years of dedicated interest in the subspecialties of cornea and ocular surface in clinical, surgical, or investigational areas and have made paramount contributions to the field. They will be nominated by any Board and could be reelected indefinitely if the subsequent Boards decide to do so in and by themselves

Section III: Admission to the Society

Article 3: The admission of members to the Society will be granted by the Board (or a Membership Committee elected by the Board). The Board or the membership committee will analyze the request of the applicant and will vote favorably or de favorably by simple majority

Article 4: Requisites for Admission

For Regular Members, requirements include:

- 4.1 Be a member in good standing of the Pan-American Association of Ophthalmology (PAAO) is suggested
- 4.2 Curriculum Vitae summarizing general data, professional development, and time dedicated to the areas of the cornea and ocular surface, publications in peer-reviewed journals and/or presentations in high-impact regional/global meetings in the above-mentioned areas.
- 4.3 Diplomas of their medical education, ophthalmology residency and fellowship training
- 4.4 Applicants will be periodically evaluated by the Board and might be asked to present a lecture/case as an entry thesis at the PAAO or Pan Cornea biannual meetings.

Section IV: Rights and Responsibilities of Members

Article 5: Responsibilities of Regular and Honorary Members

- 5.1 Fulfill strictly the statutes, regulations and dispositions of the Society.
- 5.2 Attend scientific meetings and gatherings of the Society.
- 5.3 Accept and perform positions for which he/she has been elected, as well as commissions and delegations for which he/she is designated, except in cases of justified impediments.
- 5.4 Time-frame for completion of responsibilities will be two years from the day of election of the designated official.
- 5.5 Collaborate with the development and course of the Society and the realization of its objectives.

Article 6: Rights of Regular and Honorary Members

- 6.1 To have voting rights in the deliberations and discussions of the assembly to elect and to be elected to positions on the Board of Directors.
- 6.2 To elect and to be elected to any position or commission or delegation per the present Bylaws.

Section V: Organization of the Society

Article 7: Pan Cornea will be composed of the following groups

- 7.1 Members Assembly
- 7.2 Board of Directors

Article 8: The Members Assembly is the large decision making body of the Society; and its decisions are generated by all its members.

Article 9: Regular and Honorary members will have a voice and a vote in the Assembly.

Article 10: The Ordinary Assembly will take place at the bi-annual meeting of the PAAO and it will be summoned by the Board via electronic communication at least three weeks prior to its occurrence.

- 10.1 Ordinary Assembly meetings will consist of two sessions:
 - 10.1.1 A Scientific session with a scientific program determined by the Board of Directors
 - 10.1.2 An executive/administrative session which will have two components: a) Approval or disapproval of the proposed new president and new Board of Directors and b) address those subjects that concern the development and welfare of the Society.
 - 10.1.2.1 In the case of a meeting, the deliberative quorum for regular executive/administrative meeting of the Society will be a minimum of 20% of the regular and honorary members. In case of not reaching the quorum threshold, the Board of Directors will elect the new Board and the new President for the next 2 years.
 - 10.1.2.2 The decision quorum is simple majority of the present members.
 - 10.1.2.3 Any decision will be nominal and the voting system will be open or by secret ballot in accordance with the decision of the Assembly.
 - 10.1.2.4 All Ordinary Assembly meetings should be followed by its minutes to be drafted by the Executive Director, signed by the President and Vice-President and subject to comments by all participating members

Article 11: A Special Assembly will occur between regular sessions on dates and in places determined by the Board of Directors. This Special Assembly does not require face-to-face presence of its members and could be conducted by any sort of electronic media if all the members acknowledge its realization.

- 11.1 All Special Assembly meetings should be followed by its minutes to be drafted by the Executive Director, signed by the President and Vice-President and subject to comments by all participating members

Section VI: Composition of the Board of Directors

Article 12: The Board of Directors shall be composed of:

- 12.1 President
- 12.2 Vice-President
- 12.3 Past President
- 12.4 Communications Director
- 12.5 Member Coordinator
- 12.6 Industry Liaison

- 12.7 Director of relationships with other Cornea Societies
- 12.8 Representative of the Pan-American Association of Ophthalmology (PAAO)

For Extended Board Meeting the Scientific Council could be invited, they will have voice but no vote.

Article 13: The duties and responsibilities of the Board of Directors shall be:

- 13.1 To meet on a regular basis either face-to-face or by any sort of electronic media in which all the members of the board acknowledge receipt of the citation and at least 50% of the board members are actively involved in the response.
- 13.2 All Board meetings should be followed by its minutes to be drafted by the Executive Director, signed by the President and Vice-President and subject to comments by all participating members
- 13.3 To ensure compliance with the Bylaws and regulations of the Society, as well as the decisions made by the General Assembly.
- 13.4 To affect all actions relative to the administration and well-being of the Society.
- 13.5 To decide upon and designate the location of the Regular Meetings.
- 13.6 The approval of Regular and Honorary members
- 13.7 Members of the Board of Directors will perform their duties for a period of two years from the date of election, with possibility of immediate reelection.

Article 14: The duties and responsibilities of the President:

- 14.1 The President will remain in the position for two years and may be re-elected for a second term. Eight years after the end of the second term he might be elected again.
- 14.2 The headquarters of the Society will be in the residence country of the President.
- 14.3 To represent the Society in all relevant issues.
- 14.4 To preside over and direct discussions of the Assembly and the Board of Directors.
- 14.5 To follow the decisions and resolutions of the Assembly and the Board of Directors.
- 14.6 To safeguard the prestige and progress of the Society.
- 14.7 To ensure that members abide by the current Bylaws of the Society.
- 14.8 To convene the Regular meetings of the Board of Directors and report on the status of the Society at such meetings
- 14.9 To confirm together with the Board all income/expenses more than US \$5000 (2000 American dollars).

Article 15: The duties and responsibilities of the Vice-President:

- 15.1 To substitute in the temporary or permanent absence of the President. It is generally followed that the Vice-President will become the next President.

Article 16: The duties and responsibilities of the Past President:

- 16.1 To ensure a smooth transition with the incoming President.

Article 17: The duties and responsibilities of the Director of Communications and Education:

- 17.1 To coordinate, together with the Board of Directors, the organization of a communications plan to promote the Society and its scientific programming either writing or through electronic media.

Article 18: The duties and responsibilities of the Member Coordinator:

- 18.1 To promote, coordinate, evaluate and present to the Board the acceptance of regular and honorary members of the Society.

Article 19: The duties and responsibilities of the Industry Liaison:

- 19.1 To serve as a bridge between the Industry in terms of sponsorship, financing of educational and research activities with Pan Cornea preserving the academic integrity of Pan Cornea as an unbiased source of knowledge

Article 20: The duties and responsibilities of the Director of relationships with other Cornea Societies:

- 20.1 To maintain good relationships with the US Cornea Society (Cornea Society), the European cornea society (EuCornea) and the Asia Pacific Cornea Society (APCS) and any other regional cornea societies deemed important by the Board.

Article 21: The duties and responsibilities of the Representative of the Pan-American Association of Ophthalmology (PAAO)

- 21.1 To maintain good relationships with the Pan American Society of Ophthalmology
- 21.2 To serve as a liaison with the PAAO in mutually beneficial programs for both societies such as the leadership course of the PAAO, the regular congresses and meetings of the PAAO, the communications department of the PAAO, etc.

Section VII: Scientific Council

Article 22: The Scientific Council will be composed of ex-Presidents of Pan Cornea, the Ibero-American Cornea Society and PAAO. The principal function will be:

- 22.1 To serve as a forum as consultants to assist the Board of Directors in administrative decisions and elaboration of the scientific programming of the Society during the scientific meetings and congresses.

Section VIII: Executive Director

Article 23: The Executive Director will serve a period of two years and will be named by the incoming President. If possible the executive director will be in the same country as the incoming President.

Article 24: The responsibilities of the Executive Director:

- 24.1 To take minutes and provide those minutes in a timely fashion of the meetings of the Board of Directors and the Assembly, which must be signed by the President and the President Elect.
- 24.2 To maintain a roster of the membership.
- 24.3 To receive and answer the correspondences of the Society and to maintain a current archive.
- 24.4 To receive and manage the requests of new members.
- 24.5 To collect the annual dues of the members (if applicable).
- 24.6 To manage the accounts of the Society per the norms and principles of accounting.
- 24.7 To present a balance and financial data at the end of each fiscal period.
- 24.8 To have the cash book to the day,
- 24.9 To notify the members who are not in good standing with their dues for the current year. (if applicable)

Section IX: Finances of the Society

Article 25: The funds and resources of the Society will be provided through annual membership (if it deemed appropriate by the board) and dues and from donations and from legally provided financial support. The amount of the annual membership (if any) will be decided by the Board of Directors

Article 26: The Society may receive donations and grants from public and private agencies that may be used to advance the Society.

Article 27: The Board of Directors will undertake administration of the assets of the Society.

Article 28: Dissolution of the Society can only take place by decision of a Special Assembly called for that purpose with attendance of at least 51% of the members and with a favorable vote of 75% of the members present. In case of dissolution of the Society, remaining funds will be donated to the PAAO.

Section X:

Article 29: The current Bylaws may not be modified, in total or in part, unless by a meeting of the Assembly called for that purpose by the Board of Directors or by at least 20% of the *Regular* members who must be present for that meeting to be considered valid.

Article 30: The Board of Directors has the authority to resolve the instances in the present Bylaws if they are of an urgent nature, but in every case, must present the considerations to the Assembly for its deliberations.

Article 31: The present Bylaws are obligatory and inclusive of all members of the Society from the moment of their admissions.

PanCornea Board Members 2019-2021

1. President: Juan Carlos Abad, MD
2. Vice-President: Daniel Scorsetti, MD
3. Past President: Victor L. Perez, MD
4. Communications Director: Alfonso Sabater, MD
5. Member Coordinator: Andres Rosas, MD
6. Industry Liason: Guillermo Amescua, MD
7. Director of relationships with other Cornea Societies: Jose AP Gomes, MD
8. Representative of the Pan-American Association of Ophthalmology (PAAO): Enrique Graue, Jr.