

BYLAWS
OF THE UTAH OPHTHALMOLOGY SOCIETY

As Amended August 2013

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ARTICLE I Name and Purpose

Section 1 - Name. The name of the society shall be the Utah Ophthalmology Society, (UOS) a not-for-profit corporation organized under the laws of the State of Utah

Section 1.01 - Office and Registered Agent The principal office of the society shall be a location as determined by the Board of Directors. The office shall be maintained within the State of Utah. The registered agent shall be an individual or firm appointed by the Board of Directors.

Section 2 - Purpose. The purpose of the society shall be to affiliate in to one organization the reputable physicians in Utah who are engaged in the practice of or otherwise interested in the specialty of ophthalmology; to encourage specialization in this field; to encourage the raising of the standards of this specialty; to disseminate information in regard to ophthalmology; to encourage ethical conduct among the members; to support the enactment of appropriate medical, healthcare and related legislation, particularly as it pertains to the practice of ophthalmology; and in all ways to encourage the further development of the medical specialty of ophthalmology.

Section 2.01- Compliance. Notwithstanding any other provisions of the se bylaws, UOS shall not carry on any activities which are not permitted to be under taken by a corporation exempt from Federal Income Tax under Section 501© (6) of the internal Revenue Code or the laws of the State of Utah.

Section 2.02 - Financial Benefit- No part of the net earnings of the UOS shall inure to the benefit of, or be distributed to its members, directors, officers or of private persons except that UOS may be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in these bylaws.

ARTICLE II Membership

Section 1- Eligibility. Membership in UOS shall be open to doctors of medicine or doctors of osteopathy who hold a valid license to practice medicine in all its branches in the State of Utah and who are actively engaged in the practice of ophthalmology; doctors of medicine or doctors of osteopathy who are enrolled in an accredited ophthalmology training program within the State of Utah; doctors of medicine or doctors of osteopathy who are retired from active practice in the specialty of ophthalmology; and others who in the opinion of the Board of Directors have made significant contributions to the practice of ophthalmology in the State of Utah.

Section 2 - Election to Membership. Anyone who meets the qualifications described in Section 1 of this Article shall, upon application and payment of the application fee as prescribed by the Board of Directors, be considered for membership. Such application shall be made to the Executive Director on the form and in a manner determined by the Board of Directors who shall then review the qualifications of applicants as described in Section 1. The Board of Directors may consider all applications at any regular or special meeting of the Board and may grant or deny such application by majority vote of those directors present and voting.

Section 3 - Classes of Membership. Classes of Membership in UOS shall be as follows:

3.01- Active. Active members shall be those who are actively engaged in the practice of ophthalmology. The Board of Directors may designate categories of Active members *with* corresponding dues rates.

3.02- Member in Training. Members in training are those who are enrolled in an accredited ophthalmology residency training program or fellowship program in the State of Utah. Members in training shall not pay dues or be permitted to vote.

3.03- Emeritus. Active members with a minimum of three years past membership in the society who have reached the age of 65 and retired from full-time practice or are working less than 20 hours a week may apply to the Board of

Directors for emeritus status. The retired member whose license to practice medicine is in good standing at the time of retirement from active practice, shall not be disqualified from continued membership by reason of loss of license due to retirement alone. Emeritus members shall not be eligible to vote on matters coming before the members of the society, nor shall they be eligible to hold office. Emeritus member dues shall be at the discretion of the Board of Directors.

3.04 - Honorary. Individuals or organizations that, in the opinion of the Board of Directors, have made a significant contribution to the profession of ophthalmology in Utah may be elected to honorary member status. Honorary members shall not be eligible to vote on matters coming before the members of the society, nor shall they be eligible to hold office. Honorary members shall pay dues at the discretion of the Board of Directors.

Section 4 - Dues and Assessments. Annual membership dues shall be established by a vote of the Board of Directors. Such dues shall be payable on or before the last day of January of the calendar year for which they are payable.

Section 4.01 - Non-payment of Dues. In the event that a member fails to pay dues or a special assessment within 30 days after due and payable, the Treasurer shall notify the member of the delinquency and demand payment. If the delinquent member fails to make payment within 30 days of such notice, membership privileges may be suspended. Suspended members shall be reinstated upon payment of dues or assessments. A suspended member shall be required to re-apply for membership after three years of suspension.

Section 4.02-Assessments. The Board of Directors may levy special assessments upon members. Such assessments may be either mandatory or voluntary. In the event that a mandatory assessment is levied, then the procedures as stated in Section 4.01 of this Article shall apply.

Section 4.03 -Discounts. The Board of Directors may waive or establish different rates of dues for certain classes or groups of members or individual members.

Section 4.04 - Application. First year dues for new members of the Society shall be billed as follows : Physicians starting practice from residency or fellowship who join the Society after June 30 will not owe dues until the billing cycle for the next calendar year. Physicians who are now or have previously been in practice will have their dues prorated by month according to the month they are accepted as members.

Section 4.05 - Resignation or Expulsion of Members. Members who resign, are suspended, or are expelled from the society shall *not* be eligible for any refund of dues.

Section 5 -Termination of Membership. Membership in the society shall be continuous, provided all dues and mandatory assessments are timely paid, except under the following circumstances.

Section 5.01 - Resignation. A member may resign at any time by delivering to the Executive Director a notice of intent to resign. Such resignations shall be effective immediately but shall not relieve the member of the obligation to pay dues, assessments or other charges theretofore accrued and unpaid.

Section 5.02 - Suspension. Membership privileges shall be suspended in the event that a member's license to practice medicine is restricted, revoked or otherwise limited. Normal membership status shall be reactivated automatically upon notice to the Executive Director that the suspended member's license to practice medicine has been restored. Suspended members shall not be liable for payment of dues or assessments, and they may not vote or hold office.

Section 5.03 - Expulsion. A member may be expelled from the society for good cause upon a vote of two-thirds (2/3) of the directors present and voting at a properly constituted meeting of the Board of Directors. If a Member's license to practice medicine, or the conduct of the Member's practice of medicine, is in any manner and to any extent whatsoever revoked, conditioned, suspended, limited, qualified, subjected to the terms of probation or restricted by a court, department, board or administrative agency, membership in the Society shall automatically terminate on the effective date of that action. Members are encouraged to follow the American Academy of Ophthalmology Code of Ethics (Appendix A) and to protect the public and the profession from unprofessional conduct, fraud, and unsafe medical procedures. Such complaints or activities should be reported to the AAO either directly or by the society.

Section 6 - Voting Rights. Active members shall be entitled to one vote on each matter submitted for a vote of the membership. Members in training, emeritus, and honorary members shall not be eligible to vote.

ARTICLE ID

Board of Directors and Officers

Section 1 - General Powers and Responsibilities. The affairs of the association shall be managed by or under the direction of the board of directors.

Section 1.01 - Responsibilities of Directors and Officers. All members of the Board of Directors and officers of the association shall act in good faith for the best interests of the society.

Section 1.02 - Acting as a Spokesperson. When asked to speak on behalf of the society in any public or private forum, directors and officers shall not attempt to use their position for personal benefit or financial gain. Directors and officers shall not represent personal views or opinions as those of the society, nor shall they give the appearance of acting as a representative of the society without the approval of the Board of Directors, Executive Committee or authorized officers.

Section 2 - Qualifications. All directors and officers shall be active voting members in good standing of the association, and they shall adhere at all times to applicable federal and state laws and the policies of the society.

Section 3 - Officers. The officers of the UOS shall be President, President-elect, and Treasurer. Their duties and responsibilities will be as follows:

Section 3.01 - President. The President shall be the principal executive officer of the society and shall preside at all meetings of the Board of Directors and the Executive Committee. In addition, he/she shall supervise and direct the affairs of the society and may, unless otherwise limited by the Board of Directors or by statute, execute contracts and sign documents on behalf of the society. The President shall be an *ex officio* member of all committees. In addition to the foregoing duties, the President shall lead strategic development efforts and public information activities for the society.

Section 3.02 - President-elect. The President-elect shall assist the President in the management of the society and, upon completion of the President's term of office, automatically succeed to the office of the President. In the event of death, absence, resignation, removal or incapacity of the President, the President-elect shall act for and assume the duties of the office of President.

Section 3.03 - Treasurer. The Treasurer shall be the chief financial officer of the society and, as such, shall keep account of all dues and monies, which belong to this Society. The Treasurer shall, annually, audit the accounts and report this audit to the Society. The Treasurer shall assure that dues notices are sent to members and collections are accounted for according to the schedule adopted by the Board of Directors. The Treasurer automatically succeeds to the office of President-elect.

Section 3.04 - Executive Director. The Board of Directors may designate an individual to serve as Executive Director; acting as the chief operating officer of the society, to assist in carrying out the affairs of the society with such authority as may be designated by the Board of Directors. However, such delegation does not relieve the officer from responsibility for the duty as described in this section. The Executive Director need not be a member of the society and may be an employee or independent contractor with compensation as determined by the Board of Directors. The President shall supervise the activities of the Executive Director.

Section 4 - Composition and Duties. The Board of Directors shall be composed of the following voting members; President; President-elect; Treasurer; Immediate Past-president; and the Councilor to the American Academy of Ophthalmology. The Executive Director shall serve as a non-voting member of the Board of Directors.

Section 4.01 - Additional Board Members. In addition to the foregoing voting members of the Board of Directors, non-voting members of the Board shall include chairs of any committees appointed by the Board; Alternate

Councilors to the American Academy of Ophthalmology; and Past-presidents other than those named in Section 4 of this Article, may be elected to and serve as officers or voting directors.

Section 4.02 - Number of Offices Held-. No person shall hold more than one office at a time, except by vote of the Board of Directors; however, the President may hold only that office and no other. Each individual Board member shall have only one vote, even if serving in multiple offices. Past-presidents other than those named in Section 4 of this Article, may be elected to and serve as officers or voting directors.

Section 4.03 - Regions. The Board of Directors may define specific boundaries of regions for the purpose of selecting at-large directors regionally or for other purposes.

Section 4.04 - At-large Directors. To the extent possible, at-large directors should represent diverse regions of the state as determined by the Board of Directors. At-large directors also may be assigned functional duties of the association such as (but not limited to) professional education, governmental affairs or health plan relations.

Section 4.05 - Utah Ophthalmology Political Action Committee Chair. The chair of the UOS PAC is a non-voting member of the Board.

Section 5 - Terms of Office. Each officer shall serve a one-year term and may be re-elected one time for a maximum of two years of service; however, an officer filing a vacancy with an unexpired term of six months or less shall be eligible to serve two full terms in the office in addition to the unexpired term of his/her predecessor. At-large directors shall serve three-year terms for a maximum of two terms. Terms for AAO Councilors shall be as defined by the American Academy of Ophthalmology. The term of office shall be according to a date determined by the Board of Directors. Officers and directors shall serve until their successor is chosen or elected and qualified or until death, resignation or removal.

Section 5.01 - Attendance. Officers and directors, including additional board members as described in Section 4.01 of this Article, shall be deemed to have vacated their office if they are absent from three or more consecutive meetings of the Board of Directors. The Executive Committee may waive this requirement for good cause.

Section 5.02 - Removal. When a director or officer has been elected by the membership, such director or officer may be removed from office, with or without cause, only by the affirmative vote of two-thirds (2/3) of the membership votes present and voted, either in person or by electronic ballot, after at least 20 days' notice, stating that a purpose of the ballot is to vote upon the removal of one or more directors named in the notice. Such removal shall not bar the director or officer from seeking election to any office in the society provided he/she is otherwise qualified to serve.

Section 5.03 - Resignation from the Board. A member of the Board of Directors may resign from the board by delivering either by written or email notice to the President, or the Executive Director.

Section 6 - Election. The Treasurer of the society shall be elected by a vote of the membership, either at an annual meeting of the members hip, or by mail or electronic ballot, in a manner as determined by the Board of Directors. AAO Councilors shall be selected in accordance with the rules and bylaws of the American Academy of Ophthalmology.

Section 6.01 - Nominations. The Nominating Committee shall nominate one or more qualified members for each vacancy in elected office resulting from expired terms or for other reasons.

Section 6.02 - Vacancies. In the event that a vacancy occurs in any office of the society by reason of death, disability, resignation, disqualification, expulsion, or for any other reason, the Board of Directors shall elect a successor from among nominees submitted by members of the Board to fill the unexpired term.

Section 7 - Meetings and Rules of Order. The Board of Director s shall meet at least annually. Meetings of the Board may be in person, by teleconference, by other electronic means allowing for all members to participate in the meeting, or a combination thereof.

Section 7.01 - Quorum. A quorum for the transaction of business shall be a majority of the voting members of the Board of Directors.

Section 7.02 - Notice. Notice of any meeting of the Board of Directors shall be given at least five (5) days in advance by written notice sent by U.S. mail, messenger or facsimile transmission to the director's mailing or business address or by electronic communication. Neither the business to be transacted, at, nor the purpose of any regular or special meeting of the board need be specified in the notice, unless specifically required by law or by these bylaws.

Section 7.03 - Special Meetings. A special meeting of the Board of Directors may be called by or at the request of the President or any four (4) directors.

Section 8 - Indemnification and Liability of Directors. No director or officer of the association shall be personally liable for monetary damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such director or officer unless the action or omission involved willful or wanton conduct. Each officer and director of the society shall be indemnified and held harmless for all official actions taken and for all failures to take action in connection with the officer's or director's official duties to the fullest extent as permitted under law, except for the officer's or director's gross negligence, willful misconduct or criminal acts or omissions. Such indemnification shall include claims demands, liabilities, losses, damages or expenses, of any kind and nature, including judgments, interest and attorney fees and all other reasonable costs, expenses and charges.

Section 8.01 - Bonding. The Board of Directors may require, at the expense of the society, a good and sufficient surety bond from any officer, director, employee or agent, which the Directors deem advisable for the faithful performance of their duties.

Section 9 - Compensation. Officers and members of the Board of Directors shall serve without compensation but may be reimbursed for their reasonable and actual expenses necessarily incurred in the performance of their duties, except that such reimbursement shall not include lost income resulting from discharging the duties of office. The Board of Directors may establish rules relating to the reimbursement of officers and directors.

ARTICLE IV

Standing Committees and Ad Hoc Committees

Section 1 - Committee Membership. Except as otherwise provided for in this Article; the number and composition of committees shall be determined by majority vote of the Board of Directors; the President shall appoint committee members who shall serve until their successor is appointed; committee members may be removed upon majority vote of the Board of Directors present and voting at any properly constituted meeting of the Board.

Section 2 - Manner of Operating. Unless otherwise provide in these bylaws or the resolution creating a committee, a majority of committee members shall constitute a quorum. Committees may fix their own time and place of meetings, within the budget assigned to the committee, and agenda, provided such items of business are within the jurisdiction of the committee as stated in Section 4 of this Article.

Section 3 - Committees of the Board. The following committees of the Board are established:

Section 3.01 - Executive Committee. The Executive Committee shall consist of the President, who serves as chairman, the President-elect, Treasurer and the Immediate Past-president. The Executive Director shall serve as a non-voting member of the committee. The Executive Committee is responsible for overseeing the ongoing management of the society and is vested with authority to transact business between meetings of the Board of Directors unless otherwise prohibited by law or these bylaws. The Executive Committee shall meet at the call of the President or a majority of its members. A quorum shall be three voting members.

Section 3.02 - Nominating Committee. The Nominating Committee shall consist of the Board of Directors. The Nominating Committee is responsible for proposing one or more candidates for elective offices of the society. The Committee shall carry out those duties as described in Article III, Section 6.01 of these Bylaws.

Section 3.03 - Utah Ophthalmology Society PAC (UOPAC). The UOPAC is responsible for soliciting monetary contributions from members of the society and others qualified under state law to make such contributions, and to direct the expenditure of funds to qualified political committees in support of candidates for public office. The Board of Directors shall appoint the Chair of the PAC and the Treasurer of the PAC shall be the Executive Director unless another individual is appointed by the Board to serve in that capacity. A statement of organization for UOPAC and

any other reports required under state or federal law shall be filed with the Utah State Board of Elections or other entities as may be necessary. Procedures for approving expenditures from the PAC shall be adopted by the Board of Directors.

Section 4 - Ad Hoc Committees and Workgroups - The Board of Directors may establish, by majority vote, certain ad hoc committees or workgroups it deems necessary to carry out the business of the association. The motion establishing such committees shall specify the duties and responsibilities, number and composition of members, and a time by which the committee shall be subject to termination or renewal. The President shall appoint a committee chair, who is not a voting member of the Board of Directors but may attend and participate in meetings of the Board.

ARTICLE V

Meetings and Votes of Members

Section 1 - Meetings. An annual meeting of the membership shall be held at a time and place, and in a manner as determined by the Board of Directors. Any meeting of the membership may be held in person, by teleconference or by other electronic means as determined by the Executive Committee.

Section 1.01 - Quorum. A majority of voting members of the society shall constitute a quorum for the purpose of transacting business.

Section 1.02 - Notice. A notice of time, place, and manner of all meetings of the general membership shall be at least (20) days before the date of the meeting to the address (either physical or electronic) of each member as listed in the records of the society. Such notice need not state the purpose of the meeting or list any items of business to be considered, unless specifically required by law. Notices of membership meetings may be made by U.S. Mail or by electronic means in a manner determined by the Executive Committee.

Section 1.03 - Order of Business. The President shall set the order of business at any duly constituted meeting of the membership.

Section 2 - Voting. Each voting member in good standing shall be entitled to one vote. For the transaction of any business coming before the membership, including election of officers and directors, voting may be in person at a duly constituted meeting of the membership, or by mail or electronic ballot in a manner determined by the Board of Directors. An unreturned vote will be considered affirmative.

ARTICLE VI

Finances

Section 1 - Fiscal Year. The fiscal year of the society shall be the calendar year unless otherwise specified by majority vote of the Board of Directors.

Section 2 - Books and Records. The society shall keep correct and complete books and records of its accounts. Audits of the financial records of the society may be conducted at times and in a manner as directed by the Board of Directors at the expense of the society.

Section 3- Contracts. The Board of Directors may authorize any officer or officers or agent, including the executive director of the society, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the society, and such authority may be general or confined to specific instances.

Section 4 - Checks, Drafts, Etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the society shall be signed by such officer or offices, or their designees, as from time to time may be determined by the Board of Directors.

Section 5 - Deposits. All funds of the society not otherwise employed shall be deposited in a timely fashion to the credit society in such banks, trust companies or other depositories as the Board of Directors or the Executive Committee may authorize.

Section 6 - Loans. No loan may be contracted on behalf of the association nor any evidence of indebtedness issued in its name except upon approval by two-thirds of the entire Board of Directors. Short-term charge accounts may be established in the name of the society without a vote of the Board to efficiently manage the day-to-day business of the society.

Section 7 - Contributions and Gifts. The Board of Directors may accept on behalf of the society any contribution, gift, bequest or device for general purposes or for any special purposes or for any special purpose of the society.

Section 8 - Use of Funds and Dissolution. The society shall use its fund only to accomplish the objectives and purposes specified in its Articles of incorporation, and no part of the funds shall inure to or be distributed to the members of the society. Upon dissolution of the society, any funds remaining shall be distributed to one or more regularly organized and qualified organizations operated exclusively for charitable, educational, or scientific purposes, to be selected by the Board of Directors.

ARTICLE VII

Amendments, Policies, Procedures and Dissolution

Section 1 - Bylaws. The se bylaws may be altered, amended or repealed and new bylaws may be adopted at any meeting of the Board of Directors by th e affirmative vote of two-thirds (2/3) of the directors present and voting. Following Board of Director approval, an electronic or mailed notice will be sent to the general membership for vote. Unreturned ballots will be considered affirmative votes.

Section 2 - Policies and Rules of Procedure - The Board of Directors may adopt policies and rules of procedure, as it deems necessary.

Section 3 - Dissolution. Dissolution of the corporation may be affected only upon the affirmative vote of two-thirds (2/3) of the members of the association casting ballots on the question.

Appendix A

Preamble

The Code of Ethics of the American Academy of Ophthalmology applies to the American Academy of Ophthalmology and to its Fellows and Members in any class of membership, and is enforceable by the American Academy of Ophthalmology.

A. Principles Of Ethics

The Principles of Ethics form the first part of this Code of Ethics. They are aspirational and inspiration al model standards of exemplary professional conduct for all Fellows or Members of the Academy in any class of membership. They serve as goals for which Academy Fellows and Members should cons tant ly strive. The Principles of Ethics are not enforceable.

1. Ethics in Ophthalmology.

Ethics address conduct and relate to what behavior is appropriate or inappropriate, as reasonably determined by the entity setting the ethical standards. An issue of ethics in ophthalmology is resolved by the determination that the best interests of patients are served.

2. Providing Ophthalmological Services.

Ophthalmological services must be provided with compassion, respect for human dignity, honesty and integrity.

3. Competence of the Ophthalmologist.

An ophthalmologist must maintain competence. Competence can never be totally comprehensive, and

therefore must be supplemented by other colleagues when indicated. Competence involves technical ability, cognitive knowledge, and ethical concerns for the patient. Competence includes having adequate and proper knowledge to make a professionally appropriate and acceptable decision regarding the patient's management.

4. Communication with the Patient.

Open communication with the patient is essential. Patient confidences must be safeguarded within the constraints of the law.

5. Fees for Ophthalmological Services.

Fees for ophthalmological services must not exploit patients or others who pay for the services.

6. Corrective Action.

If a member has a reasonable basis for believing that another person has deviated from professionally accepted standards in a manner that adversely affects patient care or from the Rules of Ethics, the member should attempt to prevent the continuation of this conduct. This is best done by communicating directly with the other person. When that action is ineffective or is not feasible, the member has a responsibility to refer the matter to the appropriate authorities and to cooperate with those authorities in their professional and legal efforts to prevent the continuation of the conduct.

7. An Ophthalmologist's Responsibility.

It is the responsibility of an ophthalmologist to act in the best interest of the patient.

8. Professional Integrity in Research.

It is the responsibility of the ophthalmologist to maintain integrity in clinical and basic research. Professional relations with industry regarding research should advance the best interests of patients and the profession.

9. Community Responsibility.

The honored ideals of the medical profession imply that the responsibility of the ophthalmologist extends not only to the individual but also to society as a whole. Activities that have the purpose of improving the health and well-being of the patient and/or the community in a cost-effective way deserve the interest, support, and participation of the ophthalmologist.

B. Rules of Ethics

The Rules of Ethics form the second part of this Code of Ethics. They are mandatory and descriptive standards of minimally acceptable professional conduct for all Fellows or Members of the Academy in any class of membership. The Rules of Ethics are enforceable.

1. Competence. An ophthalmologist is a physician who is educated and trained to provide medical and surgical care of the eyes and related structures. An ophthalmologist should perform only those procedures in which the ophthalmologist is competent by virtue of specific training or experience or is assisted by one who is. An ophthalmologist must not misrepresent credentials, training, experience, ability or results.

2. Informed Consent. The performance of medical or surgical procedures shall be preceded by appropriate informed consent.

3. Research and Innovation in Clinical Practice. Research and innovation in clinical practice shall be

approved by appropriate review mechanisms. Research and innovations in clinical practice are conducted to develop adequate information on which to base prognostic or therapeutic decisions or to determine etiology or pathogenesis, in circumstances in which insufficient information exists. Appropriate informed consent for research and innovative procedures must recognize their special nature and ramifications. In emerging areas of ophthalmic treatment where recognized guidelines do not exist, the ophthalmologist should exercise careful judgment and take appropriate precautions to safeguard patient welfare.

4. Other Opinions. The patient's request for additional opinion(s) shall be respected. Consultation(s) shall be obtained if required by the condition.

5. The Impaired Ophthalmologist. A physically, mentally or emotionally impaired ophthalmologist should withdraw from those aspects of practice affected by the impairment. If an impaired ophthalmologist does not cease inappropriate behavior, it is the duty of other ophthalmologists who know of the impairment to take action to attempt to assure correction of the situation. This may involve a wide range of remedial actions.

6. Pretreatment Assessment. Treatment shall be recommended only after a careful consideration of the patient's physical, social, emotional and occupational needs. The ophthalmologist must evaluate the patient and assure that the evaluation accurately documents the ophthalmic findings and the indications for treatment. Recommendation of unnecessary treatment or withholding of necessary treatment is unethical.

7. Delegation of Services. Delegation is the use of auxiliary health care personnel to provide eye care services for which the ophthalmologist is responsible. An ophthalmologist must not delegate to an auxiliary those aspects of eye care within the unique competence of the ophthalmologist (which do not include those permitted by law to be performed by auxiliaries). When other aspects of eye care for which the ophthalmologist is responsible are delegated to an auxiliary, the auxiliary must be qualified and adequately supervised. An ophthalmologist may make different arrangements for the delegation of eye care in special circumstances, so long as the patient's welfare and rights are the primary considerations.

8. Postoperative Care. The providing of postoperative eye care until the patient has recovered is integral to patient management. The operating ophthalmologist should provide those aspects of postoperative eye care within the unique competence of the ophthalmologist (which do not include those permitted by law to be performed by auxiliaries). Otherwise, the operating ophthalmologist must make arrangements before surgery for referral of the patient to another ophthalmologist, with the patient's approval and that of the other ophthalmologist. The operating ophthalmologist may make different arrangements for the provision of those aspects of postoperative eye care within the unique competence of the ophthalmologist in special circumstances, such as emergencies or when no ophthalmologist is available, so long as the patient's welfare and rights are the primary considerations. Fees should reflect postoperative eye care arrangements with advance disclosure to the patient.

9. Medical and Surgical Procedures. An ophthalmologist must not misrepresent the service that is performed, or the charges made for that service. An ophthalmologist must not inappropriately alter the medical record.

10. Procedures and Materials. Ophthalmologists should order only those laboratory procedures, optical devices or pharmacological agents that are in the best interest of the patient. Ordering unnecessary procedures or materials or withholding necessary procedures or materials is unethical.

11. Commercial Relationships. An ophthalmologist's clinical judgment and practice must not be affected by economic interest in, commitment to, or benefit from professionally related commercial enterprises.

12. Communications to Colleagues. Communications to colleagues must be accurate and truthful.

13. Communications to the Public. Communications to the public must be accurate. They must not convey false, untrue, deceptive, or misleading information through statements, testimonials, photographs, graphics or other means. They must not omit material information without which the communications would be deceptive. Communications must not appeal to an individual's anxiety in an excessive or unfair way; and they must not create unjustified expectations of results. If communications refer to benefits or other attributes of ophthalmic procedures that involve significant risks, realistic assessments of their safety and efficacy must also be included, as well as the availability of alternatives and, where necessary to avoid deception, descriptions and/or assessments of the benefits or other attributes of those alternatives. Communications must not misrepresent an ophthalmologist's credentials, training, experience or ability, and must not contain material claims of superiority that cannot be substantiated. If a communication results from payment by an ophthalmologist, this must be disclosed unless the nature, format or medium makes it apparent.

14. Interrelations Between Ophthalmologists. Interrelations between ophthalmologists must be conducted in a manner that advances the best interests of the patient, including the sharing of relevant information.

15. Conflict of Interest. A conflict of interest exists when professional judgment concerning the well-being of the patient has a reasonable chance of being influenced by other interests of the provider. Disclosure of a conflict of interest is required in communications to patients, the public, and colleagues.

16. Expert Testimony. Expert testimony should be provided in an objective manner using medical knowledge to form expert medical opinions. Nonmedical factors (such as solicitation of business from attorneys, competition with other physicians, and personal bias unrelated to professional expertise) should not bias testimony. It is unethical for a physician to accept compensation that is contingent upon the outcome of litigation. False, deceptive or misleading expert testimony is unethical.

17. Confidentiality. An ophthalmologist shall respect the confidential physician-patient relationship and safeguard confidential information consistent with the law.