



## **BYLAWS**

### **NAME, NATURE AND ADDRESS**

**ARTICLE 1. NAME AND NATURE.** The **INTERNATIONAL ACADEMY OF PROFESSIONAL OCULARISTS** and in Spanish known as **ACADEMIA INTERNACIONAL DE PROFESIONALES OCULARISTAS**, which will have an abbreviation of its name in all activities, the acronym **INAPO**, is an association made up of eye prosthetists. An eye doctor whose emphasis is on design, production and/or manufacture of ocular prostheses in all its materials, as well as the adaptation, marketing, maintenance, care and management of patients using eye prostheses as well as the adaptation of lens of prosthetic contacts.

The Academy is private in nature, not for profit, participatory, international, pluralistic, democratic, which resembles as a non-governmental Organization NGO, and that will carry out scientific – trade union work promoting research, with social and humanist projection. It shall have legal personality with international recognition and shall be constituted in fact and in law. The Ocularists, Optometrists, Ophthalmologists, Oculoplastic, Anaplastians, Odontologists and Contactologists, as well as those eye-lovers who do not have a professional degree and who empirically have a recognized track record, with more than 20 years of experience developing this profession and who share the philosophy of the association, will be part of it.

The Academy will be participating in all kinds of national and international activities of a scientific, academic, interdisciplinary, cultural, recreational nature and all those that allow the integral development of the members. Your member shall not discriminate against applicants and/or members on the basis of age, sex, color, religion, national origin and social class, and shall include a statement of the non-discrimination policy.

It will be protecting, guiding and representing the trade union and professional interests of its members within the framework established by the criteria of well-being, human development and progress of this discipline.

**ARTICLE 2. HOME.** The **INTERNATIONAL ACADEMY OF PROFESSIONAL OCULARISTS - INAPO** will have as its legal address Avenida Gautier Benítez Consolidate Mall C22 - Caguas, Puerto Rico, zip code 00725, regardless of the city of residence of its legal representative.

Matriz: Avenida Gautier Benítez Consolidate Mall C22 – Caguas, Puerto Rico código postal 00725.

TELÉFONO: +1 787-744-2821 / WHATSAPP: +1 787-604-5130.

Email: [presidenciainapo@inapo.org](mailto:presidenciainapo@inapo.org)

Web: <https://inapo.org>



**ARTICLE 3. DURATION.** INAPO will be indefinite in time, counted from the date of incorporation June 9, 2020.

## **OF PURPOSES OF THE ASSOCIATION**

**ARTICLE 4. OF THE PURPOSES AND OBJECTIVES.** They are the general purposes and objectives of INAPO to promote the union, academic, scientific, cultural and social development of its members at the national and international level.

Its specific purposes are:

1. Ensure the permanent updating of all its members in matters related to the production and adaptation of eye prostheses and the management of patient users of them.
2. Propose research projects aimed at developing programs that benefit the training of professionals specializing in eye prostheses.
3. Ensure the well-being of the members.
4. Promote the dignity of the professional practice of the members.
5. Ensure the continuous improvement and maintenance of the academic and scientific suitability and quality of its members.
6. Disseminate and disseminate in the community the activities and development of its social object.
7. Establish, maintain and develop national and international relationships and agreements with technical or higher education organizations for purposes that have similar objects to contribute to the scientific, academic, social and cultural development of the members.
8. Establish, maintain and develop national and international relationships and agreements with entities or organizations that promote, disseminate and defend human rights, especially those related to the area of eye prostheses, the profession of eye prosthetists and that of patients.
9. Acquire or dispose of real estate, furniture, services and logistics that are required for the exercise of their activities.
10. Contribute and promote research in the specific areas of eye prostheses and related to visual health sciences, social sciences, with any other that allows the development of ocularistic.
11. To ensure, promote and present studies, plans, programs, recommendations, and others on educational quality standards in eye prostheses. For an adequate, efficient and effective academic preparation of those who are advance studies to

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receive the title of ocularists before the different universities and faculties legally recognized by the different countries and national and international entities that have educational programs.

12. Encourage and help among its members the permanent updating in the area of eye prostheses, their related and/or in any science or know that is useful for the development, research and improvement of the professional exercise of the eyepieces.

13. Promote, organize, direct or grant academic recognitions and credits to the best research, teaching and activities related to eye prostheses or science that are useful for its development, advancement and improvement of this.

14. To carry out all kinds of agreements with national and international entities or organizations of recognized prestige, for the management of teaching, training, scholarships, exchanges, internships, etc., that are of trade, social, academic or scientific interest for professional development of its members where an economic agreement is reached between the parties.

15. To carry out, sponsor, organize and endorse related, national and international activities of a scientific, trade union and social nature that pursue updating, development, improvement, education, the trade union benefit and the good humanistic and social projection of its members and specialization.

16. Promote, sponsor, ensure and contribute with to benefit and social content plans and programs in which INAPO may have room and interference, provided that such programs are previously evaluated and approved by the scientific committee, appointed ad-honorem by INAPO's Board of Directors.

17. Ensure and promote respect and protection of the human rights of patients under duly trained informed consent and of the professionals in charge of the activity.

18. Promote modern media that contribute to the development of INAPO's purposes, objectives, plans, and programs under the supervision and approval of the communications committee.

19. Inform the competent authorities about the problems and needs of their members in relation to trade union activities and general visual health in general.

20. Avoid clinical cases posts on social media by individual members on behalf of INAPO.

**PARAGRAPH 1.** In developing its objectives and purposes, INAPO may conclude all kinds of acts, contracts or legal business authorized by the laws of each country with full and complete autonomy between natural or legal persons.

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## SOCIAL PATRIMONY

**ARTICLE 5. HERITAGE.** INAPO's estate shall be of indefinite amount and shall be forms by:

1. Members' admission fees and their annuities.
2. The ordinary and extraordinary contributions of the members, which are determined in accordance with the provisions of these statutes.
3. Donations, inheritances or legacies, which you receive from any natural or legal person.
4. The aid you receive from any private law entity in the country or from any international entity or organization.
5. Income from their productive activities, congresses, courses, symposia, etc. and the investment of your assets.
6. Proceeds from the conclusion of contracts with public and private law entities in any country.
7. Proceeds will be deposited into an account in the name of the International Academy of Professional Ocularists.
8. As INAPO's own legal entity, the name, logo, goods, rents, profits, benefits or surpluses of the academy shall belong to it, and may not be distributed to its members even in the event of dissolution.
9. The name and logo of the academy shall be for the sole and exclusive use of its active members, provided that it is authorized by the Board of Directors.

**PARAGRAPH 1.** The General Assembly, or in its effects, the Board of Directors of INAPO, has a duty to refuse any relief, donation or subsidy, in money or in kind, involving limitations on its personality and legal autonomy or where its provenance is not clearly determined and in accordance with international law.

**ARTICLE 6. DESTINATION.** The social heritage shall be intended for activities that are its own to INAPO, in accordance with the provisions of the General Assembly, in accordance with the financial statements and budget submitted by the Board of Directors and approved in the Members' Assembly.

**ARTICLE 7. BUDGET.** INAPO will operate on the basis of a general budget to be approved at the Ordinary General Assembly, whether face-to-face or virtual, which is held each year no later than the last day of March.

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All INAPO resources shall be included in its annual budget of expenditure and revenue, which shall be approved by the General Assembly, upon presentation by the Board of Directors to its members with no less than fifteen (15) calendar days prior to the holding of the assembly.

**PARAGRAPH 1.** Taking into account the operating costs, administrative and other items necessary for the fulfillment of the activities that are specific to INAPO; expenditure and revenue budget to be taken one 100 per cent (100%) for capitalization.

**ARTICLE 8. HIGHER EXPENSES.** For all legal purposes, expenses and costs will be approved by the board in its entirety. All costs and expenses must be presented in advance on a budget 20 calendar days in advance to be studied. If approved by the Board of Directors, the person who executed it will be authorized to be reimbursed upon presentation of invoices or legal documents from each country.

## THE ORGANIZATION

**ARTICLE 9. ORGANIZATION.** INAPO will operate with a General Assembly, which is the highest governing body, an international Board of Directors as an executive and administrative body. In addition, it will have in its organization, a scientific committee, ethics committee, communications committee and the congress committee, made up of 3 or more members without having a presence in other committees.

## OF THE GOVERNING BODIES

**ARTICLE 10. THE GENERAL ASSEMBLY. COMPOSITION.** The General Assembly is the highest authority of INAPO and is composed of all the types of MEMBERS established in these statutes.

**ARTICLE 11. ASSEMBLY MEETINGS.** The INAPO General Assembly has two types of meetings: Ordinary and Extraordinary.

The General Assembly shall meet ordinarily once each year, ideally in the month of March, face-to-face or virtual, on the date, time and place indicated by the

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Board of Directors in the respective call to be held fifteen (15) calendar days before the appointment, having to rule on the balance of the previous preceding year, committee reports, inventory of assets, the income statement and the management report of the Board of Directors.

And it will meet extraordinarily, face-to-face or virtual, whenever requested by the president, the Board of Directors, or a number of associates representing at least ten percent (10%) of the total number of capable and in-use members of all their rights to requested, in writing, to the Board of Directors and there is the one convening meeting.

The possible topics to be discussed in extraordinary assemblies will be:

1. From the reform of the statutes (Effective 4 years and beginning in 2020), an agreement to be adopted by two-thirds 2/3 of the members present in the Assembly.
2. From the dissolution of the INAPO Academy, an agreement to be adopted and approved by the majority of the members present at the INAPO Assembly.
3. Of the setting extraordinary quotas, which will be used to finance projects or activities previously determined by the Assembly and whose agreement will require the majority of the members present in the Assembly. This vote must be secret.
4. From the mortgage and sale of the association's real estate, an agreement that is required by must members present at the Assembly.
5. In general, any act that is related to the purposes of the trade union contract, which must be adopted as indicated in the statutes.
6. In the extraordinary assemblies that are held, no issue other than those identified in the call can be dealt with.

**PARAGRAPH 1:** Extraordinary assembly meetings will be cited by the Board of Directors by e-mail or digital means with a minimum of 48 hours and the summons will contain the day, place, time, nature and purpose of the meeting. In the same summons, first and second summons may be summoned with an interval of 30 minutes on the same day.

**PARAGRAPH 2:** The Assemblies, whether Ordinary or Extraordinary, shall be installed and constituted on first summons with at least half plus one (50 + 1) of voting and on the second summons members, with voting members attending,

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except for the agreements that by law or by law or by these statures, require a special quorum.

**PARAGRAPH 3:** In the Assembly, decisions will be taken by vote, for which the vote will be one-man. In the elections of the board of directors, or other position determined by the Assembly, those who in the same and only vote have obtained the most votes shall be proclaimed the number of persons to be elected.

**PARAGRAPH 4:** If a motion of any kind is filed during the Assembly, it must be recorded under the name of the active member of the proposing academy and the active member of the academy that supports it.

**PARAGRAPH 5:** In ordinary or extraordinary Assemblies the president shall inform those present that they will only be authorized to record by audio or video or any other digital route the secretary or undersecretary or the person designated for that purpose in case they are absent.

**PARAGRAPH 6:** Meetings of the Board of Directors may attended, with voice for specific and non-voting issues and without voice and without vote, those who are invited by the Chairman or by other members of the Board of Directors to report or discuss specific issues.

International Academy of Professional Ocularists

**ARTICLE 12. MINUTES.** The deliberations and agreements of the Assemblies shall be recorded in the Book of Minutes to be carry out by the Secretary. The minutes shall be signed by the President, the Secretary and three members elected in the same Assembly for this purpose. In the event that the President and/or the Secretary do not want or cannot sign, any member shall be expressly recorded in the same minutes. The minutes of each Assembly shall be submitted for approval at the next Assembly.

**ARTICLE 13. PEACE AND SAFE.** To participate, with voice and vote, in the Assemblies, both ordinary and extraordinary, members are required to be at peace and except for all things with INAPO, in particular with the payment of the ordinary and extraordinary fees that have been indicated.

**ARTICLE 14. QUORUM.** This is the plural number of members that needed to deliberate and make valid decisions in General Assembly meetings. The Assembly

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may deliberate and make valid decisions when they are adopted by half plus one of the members in full use of their rights.

**ARTICLE 15. OF THE PRESIDENCY AND SECRETARY OF THE ASSEMBLIES.** Both ordinary and extraordinary Assemblies shall be chaired by the President of the Board of Directors and in the event of absence by the Vice President of the Board. In the absence of the two, by the partner chosen for this purpose at each Assembly. The General Secretary of the Board of Directors shall act as Secretary of the Ordinary or Extraordinary Assemblies; in event of absence, by the Sub-Secretary appointed by the Board of Directors.

**ARTICLE 16. REPRESENTATION.** Members who are adept at participating in the Ordinary and/or Extraordinary Assemblies may be represented by another member, by being duly signed and addressed to the President of INAPO. Each member may represent a maximum of 1 power.

**ARTICLE 17. FUNCTIONS OF THE GENERAL ASSEMBLY.** The functions and powers of the Assembly are:

1. Reform the bylaws, for which the favorable vote of three-quarters (3/4) parts of the members who are in full use of their rights is required. These statutes may not be amended until 4 years of their approval.
2. Adopt the decisions that it considers necessary and appropriate for INAPO'S smooth running.
3. Resolve matters submitted to the Board of Directors for their consideration.
4. Study the reports submitted by the Board of Directors and the President.
5. Approve or object to the Board's management report, financial statements and revenue and expenditure budget.
6. Elect the President, Vice President, General Secretary, Sub- Secretary, Treasurer and 3 members for two (2) years periods. The election of each position shall be nominative and the way of written and secret voting will be used, and a vote must be made for each position. For each position, one who obtains half plus one of the valid votes produced by the General Assembly shall be the winner. All the members of the Board of Directors, regardless of the position they hold, are re-elected for up to a consecutive period. In the case of virtual assemblies, the vote may be made public verbally, for legal purposes such virtual assemblies, must be recorded.

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7. Remove, when relevant, the members of the Board of Directors, from their respective positions, by voting two-thirds (2/3) of the members present with the right to vote.
8. Decide on the exclusion or readmission of members at the request of the Board of Directors.
9. Authorize the Board of Directors to create by resolution other classes of members to more to m objectives and purposes of INAPO, provided that it does not alter its nature.
10. Agree by special majority of the four fifths (4/5) parts of the members, the dissolution and liquidation of INAPO.
11. Designate the liquidation committee which will be made up of the members of the board in force at the time of the dissolution.
12. Dispose of INAPO's assets under a majority of votes.
13. Arbitrate disputes between the members due to the application of these statutes.

**ARTICLE 18. BOARD OF DIRECTORS. COMPOSITION.** The Board of Directors shall consist of: A President, a Vice-President, a General- Secretary, a Sub-Secretary, a Treasurer and 3 members elected by the General Assembly. There may be up to 2 members of the same country within the board of director, nor have family or marital ties, so that there is impartiality, as well as avoid nationalism and nepotism.

**ARTICLE 19. PERIOD.** Members of the Board of Directors shall be elected for two (2) year periods. The President may be re-elected for up to one (1) subsequent additional period and may not run again for office. The Board of Directors may be re-elected for up to (1) a successive or alternate additional period while retaining its office or by rotating it.

**ARTICLE 20. REMUNERATION.** The members of the Board of Directors, as well as other INAPO executives, shall not earn any salary, benefits or fees.

**ARTICLE 21. MEETINGS.** The INAPO Board of Directors shall meet in its own right at least one (1) time each month of a virtual or face-to-face nature, and in an extraordinary manner when convened by the President or the Board of Directors.

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**ARTICLE 22. QUORUM.** The Board of Directors will validly meet and deliberate when at least five (5) of its members are present and will issue valid and binding resolutions with the vote of two thirds (2/3) of those present at the meeting, unless the law or the statutes require a qualified majority.

**ARTICLE 23. QUALITIES.** To be a member of the Board of Directors, the following are required for all members in addition to those required for all members:

1. Not be disabled or suspended in the exercise of eye-control in their respective country.
2. Not having a criminal record or sanctions or being deprived of liberty.
3. Experience certified or tested over 5 years in the field of eye prostheses.
4. Stay up to date on your due or annuities.
5. You must be linked to the academy at least 2 years in advance.

**ARTICLE 24. LOSS OF THE QUALITY OF MEMBER OF THE BOARD OF DIRECTORS.** The associate who incurs one of the following circumstances shall cease to be a member of the Board of Directors:

1. Voluntary resignation.
2. Be sanctioned by the laws of your country.
3. Non-attendance at more than three (3) consecutive Meetings of the Board of Directors or more than five (5) discontinuous meetings, unless force majeure or fortuitous case.
4. For violation of these statutes.
5. By decision of the Assembly.
6. For going against the quality, good practice, suitability, unfair competition of the eyepiece and the members.

**PARAGRAPH 1.** When the grounds that prevent a member of the Board of Directors are presented, continue as such, the Ethics Committee will assess the case and decree the loss of membership of the Board of Directors. The board shall be recomposed with the appointment of another member to an extraordinary assembly.

**ARTICLE 25. THE FUNCTIONS OF THE BOARD OF DIRECTORS.**

The functions and powers of the INAPO Board of Directors are the following:

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1. Direct and solve matters, without prejudice to the prevalence of decisions taken by the General Assembly on those.
2. Study, apply, comply with and enforce these statutes.
3. Propose to the General Assembly the reforms it deems necessary to the statutes.
4. To convene the General Assembly, indicating the site of the meeting, the time, the agenda to be studied and developed when circumstances warrant it.
5. Set the value of membership or membership fees, the ordinary and extraordinary fees, with which members must contribute.
6. To address and resolve all requests, complaints and suggestions made by members and to ensure their fair and prompt resolution.
7. Study the applications for entry, through the scientific committee, of new members.
8. Regulate, subject to authorization of the General Assembly, the inclusion of other classes of members for the full fulfillment of the objectives and purposes of INAPO, without in any case altering the nature of the same.
9. Study and propose to the General Assembly, through the ethics committee, the exclusion of members and their readmission.
10. To issue the resolutions that are necessary for the full implementation and execution of the objectives and purposes of AINPO, with prevalence of those that have been commissioned by the Assembly.
11. To compose the Board of Directors, through an assembly, when up to two (2) of its members are missing, for any reason.
12. Dictate your own rules.
13. Manage the association's assets. Tax or dispose of, buy, sell and trade, give and lease, enter into all kinds of contracts on movable property, grant garments, bonds or any other guarantee through an assembly.
14. Provide for the preparation of the financial statements comprising the financial year from January 1 to December 31 of the preceding year, which must be signed by an accountant.
15. Designate the commissions or working committees, which are deemed necessary and which related to the social object, composed of members, or by third parties, in order to fulfill specific mandates and for a specific time.
16. Other who point out the statutes and international law.

**ARTICLE 26. NATURE OF THE POSITIONS: OF THE PRESIDENT.** Elected by the General Assembly for two (2) years period. The President may be re-

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elected for up to one (1) successive period and may not run again for office. **OF THE VICE PRESIDENT.** He will be the President's alternate in his temporary or absolute fault. Elected by the General Assembly for two (2) years period. It may be re-elected for up to one (1) successive period. **OF THE GENERAL SECRETARY AND SUB-SECRETARY:** They are responsible for issuing, distributing, handling and filing all the documents that the organization generates. Elected by the General Assembly for two (2) years period. They may be re-elected for up to one (1) successive period. **OF THE TREASURER.** He is directly responsible for the economic management of the Association. Elected by the General Assembly for two (2) years period. It may be re-elected for one (1) successive period. **OF THE VOWELS.** Direct advisers within the board of directors have a say. Elected by the General Assembly for two (2) years period. It may be re-elected for one (1) period. **THE LEGAL REPRESENTATIVE** must be a resident person where INAPO and the bank account of the same is constituted. This could change if you change the legal address of the academy.

**ARTICLE 27. QUALITIES.** The exercise of any of the positions on the Board of Directors may NOT be compatible with the exercise of any other position within another association of the same nature.

#### **ARTICLE 28. FUNCTIONS OF THE CHARGES. FROM THE PRESIDENT.**

The functions and powers of the President are:

1. Attend Board meetings with voice and vote.
2. To hold the representation of the association in all the acts that the operation of it warrants it.
3. Attend Board of Directors meetings.
4. Comply with and enforce the bylaw.
5. Comply with and enforce General Assembly agreements and the Board of Directors resolutions.
6. Convene and preside over the meetings of the General Assembly.
7. Convene and preside over Board of Directors meetings.
8. Develop, together with the General Secretary, the agenda of each meeting of the General Assembly and the Board of Directors.
9. Manage interests and assets, within the limits and conditions indicated by the General Assembly or the Board of Directors, international statutes and laws.
10. Subscribe the acts and contracts that are required, together with the legal representative, for the full fulfillment of the objectives and purposes of INAPO.

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11. To bring the representation of INAPO to all international authorities.
12. Carry out the judicial and extrajudicial representation of INAPO, and in any case grant the necessary powers for due representation, when required. Likewise, appoint the friendly composers, arbitrators and conciliators, to help resolve the disputes to which INAPO is a party. This in the event that he is also the legal representative, if they would not be specific to the latter.
13. Propose to the General Assembly and the Board of Directors, plans, programs, actions, and the like, to enable it to carry its own functions and activities, in order to achieve its objectives and goals.
14. Report when you become aware, as the case may be and channeled through the ethics committee, of the faults committed by members.
15. Maintain and develop relationships or agreements with national and international institutions and entities in accordance with articles 4, 5 and 6 of the statutes, subject to authorization by the Board of Directors.
16. Others who state the law, the statutes or are assigned to it by the General Assembly or the Board of Directors, accordance to the nature of the position.

**ARTICLE 29. THE VICE PRESIDENT:** The functions and powers of the Vice-President are:

1. Attend Board meetings with voice and vote.
2. To replace the President on both the Board of Directors and the General Assembly of INAPO, in their temporary or absolute fault and to assume their functions.
3. Take the representation of INAPO, in those businesses or matters delegate to you by the President of INAPO.
4. Attend Board of Directors meetings.
5. Report when you become aware, as the case may be and channeled through the ethics committee, of the faults committed by members.
6. The others that the law, the statutes or are assigned by the General Assembly, by the Board of Directors or by the President and that are related to the nature of the position.

**ARTICLE 30. OF THE GENERAL SECRETARY** is the Minister of Faith of the Association and has the following functions and powers:

1. Attend Board meetings with voice and vote.
2. Keep track of members.

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3. Keep the record of the meetings of the General Assembly and the Board of Directors.
4. To draw up, in agreement with the President, the agenda for the meetings of the General Assembly and the Board of Directors.
5. Prepare, in agreement with the President, and send calls for meetings of the General Assembly and the Board of Directors.
6. Verify and attest, at each meeting of the General Assembly and the Board of Directors, of the deliberatory quorum and decision-makings.
7. Carry, in an orderly and consistent manner, the files of all the documents that the organization generates.
8. Issue an authentic copy of the documents that rest in INAPO's files.
9. Report when you become aware, as the case may be and channeled through the ethics committee, of the faults committed by the members.
10. Attest to the agreements of the General Assembly and the resolutions of the Board of Directors.
11. Take care of the correspondence.
12. Circulate the minutes of the Board of Directors meetings to be approved at the next Board of Directors meeting.
13. Circulate the minutes of the Ordinary and Extraordinary Assemblies to the members of the academy.
14. Organize and manage the legal and official documentation in the academy's virtual storage.
15. Others who state the law, the statutes or are assigned to it by the General Assembly, the Board of Directors or the President and relating to the nature of the position.

**ARTICLE 31. THE SUB SECRETARY.** The functions and powers of the Sub-Secretary are:

1. Attend Board meetings with a voice, but NO vote.
2. Keep track of members.
3. Keep the record of the meetings of the General Assembly and the Board of Directors.
4. To draw up, in agreement with the President, the agenda of the meetings of the General Assembly and the Board of Directors.
5. Prepare, in agreement with the President, and send calls for meetings of the General Assembly and the Board of Directors.

Matriz: Avenida Gautier Benítez Consolidate Mall C22 – Caguas, Puerto Rico código postal 00725.

TELÉFONO: +1 787-744-2821 / WHATSAPP: +1 787-604-5130.

Email: [presidenciainapo@inapo.org](mailto:presidenciainapo@inapo.org)

Web: <https://inapo.org>



6. Verify and attest, at each meeting of the General Assembly and the Board of Directors, of the deliberatory quorum and decision-making.
7. Carry, in an orderly and consistent manner, the file of all the documents that the organization generates.
8. Issue authentic copy of the documents that are in INAPO's files.
9. Report when you become aware, as the case may be and channeled through the ethics committee, of the faults committed by the members.
10. Attest to the agreements of the General Assembly and the resolutions of the Board of Directors.
11. Take care of the correspondence.
12. Circulate the minutes of the Board of Directors meetings to be approved at the next Board of Directors meeting.
13. Circulate the minutes of the Ordinary and Extraordinary Assemblies to the members of the association.
14. Organize and manage legal and official documentation in the academy's virtual storage.
15. Others who state the law, the statutes or are assigned to it by the General Assembly, the Board of Directors or the President and relating to the nature of the position.

**ARTICLE 32. THE TREASURER.** The Treasurer duties and powers are:

1. Attend Board meetings with a voice and vote.
2. Custody of the funds and values of the association.
3. Collect membership fees, ordinary, extraordinary and fines that members must be paid.
4. Carry on or through third parties the accounting, movement accounts of records funds and submit them to their review and/or signature of an accountant appointing the board of directors, at the time that it requires it.
5. In none of the digital files will it be lawful to modify, extract, replace or add information. Any omission or error shall be rectified by subsequent annotation in an annex.
6. Keep the accounts and deposit in the bank or savings bank all the monies received on behalf of INAPO.
7. Ensure the collections and investments of funds and assets.
8. Refrain from paying bills that are not approved by the Board of Directors.
9. Submit financial reports to the General Assembly, the Board of Directors, when they request it.

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10. Sign and make all payments to be made by INAPO, subject to authorization by the Board of Directors.
11. Report when become aware, as the case may be and channeled through the ethics committee, of the faults committed by members.
12. Others who state the law, statutes or assigned to it by the General Assembly, the Board of Directors or the President and relating to the nature of the position.

**ARTICLE 33. OF THE VOWELS.** The roles and attributions of vowels are:

1. Attend Board meetings with a voice and vote.
2. Attend Board and Assemblies meetings to report their efforts or activities.
3. Receive and investigate complaints made by any member and channel them to the relevant committee.
4. Collaborate with the President, Vice-President, Secretary, Sub-Secretary and Treasurer or where appointed in the performance of his duties.
5. Organize and manage legal and official documentation in the academy virtual storage.
6. Report when you become aware, as the case may be and channeled through the ethics committee, of the faults committed by members.

## **THE MEMBERS.**

**ARTICLE 34. WHO ARE MEMBERS AND CLASSES?** All-natural person who have been admitted by INAPO are considered members, after fulfilling all the requirements for their entry. INAPO may, in addition to its active partners, have several classes of members, including: Founding Member, Honorary Member, Number Member, Emeritus Member. However, other classes of members may be established, by regulations by the Board of Directors upon the authorization of the General Assembly, to fulfil the objectives and purposes of INAPO, without altering the nature of the Board of Directors.

**ARTICLE 35. OF THE REQUIREMENTS TO BE AN ACTIVE MEMBER.** To be admitted as an active associate partner member of INAPO, the following requirements must be accredited:

1. If you are a natural person, be a professional or ocularist eye prossist and that your professional exercise is with an emphasis on the manufacture, adaptation and/or management of patients using eye prostheses. It can be an Optometrist,

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Ophthalmologist, Ocularist or Eye Prothesist, Contactologists, Anaplastologists, Dentists and empirical with over 20 years of experience.

2. The applicant applying must have at least 5 practical years of experience in the field of eye maker.
3. Submit, in writing, the application for admission to the Board of Directors.
4. Pay the membership fee of fifty American dollars (50 USD) and annuities of one hundred US dollars (100 USD).
5. Agreeing with the association's policies, statutes and philosophy.

**PARAGRAPH 1.** In no case is the application for admission synonymous with acceptance. The Board of Directors has thirty (30) calendar days to study and resolve the application. The Board of Directors reserves the right to inform or not the grounds for which an application for admission is denied.

**PARAGRAPH 2.** Applicants must take a theoretical examination which must be approved with a minimum grade of 70/100 points.

**PARAGRAPH 3.** Applicants must carry out a practical examination which will be APPROVED or NOT APPROVED and a submission of at least 15 documented cases of their authorship to the scientific committee.

**PARAGRAPH 4.** An INAPO like partnership can apply as a member to manage academies and professional alliances. It must submit a letter must present a letter of intent addressed to the Board of Directors and pay an annual membership depending on the number of affiliates. From 1 to 50 members worth ten US dollars (10 USD), 51 to 100 members a worth 5 US dollars (5 USD), 101 to 1000 members worth 3 US dollars (3 USD) and more than 1001 members worth 1 US dollar (1 USD).

**PARAGRAPH 5.** Partnerships that have academic and professional partnership with INAPO will have a say-not-by-vote in the academy decisions.

**ARTICLE 36. LOSS OF MEMBER QUALITY.** Membership, whether natural or legal person, is lost for any of the following causes:

1. At your own request in written and signed document.
2. For being an inactive member for a consecutive period of 2 years.
3. For the death of the member without the option of inheriting his membership.

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4. Unfair competition between members, determined by competent authority or by the ethics committee.
5. By decision of the Assembly, provided that the Board of Directors proposes it to the Board of Directors and/or the statutes; upon denunciation made by any member or by the members of the Board of Directors and after the due process by which sufficient verification of the facts has been carried out, without prejudice to the disciplinary, civil or criminal actions to which it is made.
6. For being sentenced to custodial sentence, for a duly enforceable judgment.

**PARAGRAPH 1.** When any of the above grounds are presented, the decision to exclude the associate is automatic and must be executed immediately by the Board of Directors.

**PARAGRAPH 2.** In the cases of numeral 5, no appeal shall be accepted if the decisions have been duly enforced.

**PARAGRAPH 3.** In any case, in the proceedings against the Members, constitutional guarantees, due process, the principle of good faith and the double body will be respected, that is, they shall have the right to the defense and to bring the appeals before the Ethics Committee, the Board of Directors and the appeal before the General Assembly.

**ARTICLE 37. READMISSION OR REHABILITATION.** An associate who has lost his or her quality, may request his reinstate at any time if the causal was that of numeral 1 of article 36.

**ARTICLE 38. ASSOCIATED FOUNDING MEMBER.** They are those eye prosthetists who agreed to form the INTERNATIONAL ACADEMY OF PROFESSIONAL OCULARISTS - INAPO during the meeting held on June 9, 2020, must provide the entry form with their respective professional supports according to the stipulations of their country without providing the clinical cases or presentation of the theoretical or practical examinations, without the presentation through an active member. To maintain the active membership of INAPO, you must present a maximum related virtual or face-to-face presentation every 2 years to the association.

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**ARTICLE 39. HONORARY MEMBER.** The honorary members of the eye prosthetists who have contributed significantly to the progress of the profession and are worthy of this distinction. Honorary members are also members of numbers who have regularly fulfilled their obligations to INAPO for more than twenty (20) consecutive years.

**PARAGRAPH 1. RIGHTS AND OBLIGATIONS OF HONORARY MEMBERS.** These are the rights and obligations of honorary or associates members, as following:

1. Be exempt from the payment of ordinary and extraordinary fees in the percentages established by the regulation.
2. Attend in the courses, seminars, workshops, diplomas and congresses held by INAPO at no cost.
3. Be part of the special committees of the Board of Directors or the General Assembly.
4. Comply with the bylaws, agreements of the Assembly and resolutions of the Board of Directors
5. Receive all the information produced by INAPO.
6. Attend Assemblies with a voice and a vote.
7. Choose and be chosen.
8. The quality of an Honorary member is lost for the same reasons or causes established in article 36.

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**ARTICLE 40. NUMBER MEMBER.** Number members are the core of the Association. Number members meet all of the following requirements:

1. Accredite the practice of the specialty ethically and scientifically in the territory where it exercises for a minimum of five years. According to income annex.
2. You must present a presentation, virtual or face to face, at least every 2 years on topics related to the manufacture and adaptation of eye prostheses the academy.
3. Be presented by an active member of the academy.
4. Maintain absolute moral and ethical integrity in professional practice.
5. It must not belong to APOCP - Pan American Academy of Ocularists and Prosthetic Contactology. If it has been, you must submit the official waiver letter that supporting your non-relationship with that organization.

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**ARTICLE 41. EMERITUS MEMBER.** Emeritus members are founding members or number members who have contributed exceptionally to the development and progress of the specialty and are worthy of this distinction.

**ARTICLE 42. INACTIVE MEMBER.** An inactive member shall be any member approved by the Board of Directors, who does not actively participate in continuing education for at least 2 years and/or is unpaid in the annuities for a maximum period of 2 years. At 6 months he will stop receiving all correspondence from The Academy and at the end of the year he will be excluded. Special cases are that will be evaluated by the board of directors are excluded.

**ARTICLE 43. OF THE COMMITTEES.**

**ETHICS COMMITTEE** shall be composed of a minimum of 3 and a maximum of 5 active members by election of the Board of Directors. Its functions will be:

1. You will receive cases of unethicity, study them and submit your recommendation to the Board of Directors.
2. In case of violation of the bylaws for the FIRST time, a written wake-up call will be made to the member with a copy to the board of directors.
3. In case of violation for the SECOND time of the statutes, a written wake-up call will be made to the member with a copy to the board of directors and a fine equivalent to the value of the membership and the member must be cancelled in a time not later than 60 calendar days. If you do not cancel the full value of the fine will be expelled.
4. In case of a THIRD time violation of the statutes, a written call of attention shall be made to the member with a copy to the board of directors and will proceed to be expelled without the option of reinstatement.

**SCIENTIFIC COMMITTEE** shall be composed of a minimum of 3 and a maximum of 5 active members per election of the Board of Directors. Its functions will be:

1. He will develop the theoretical and practical examination of aspiring academy members.
2. You will need to maintain an oppressive virtual continuing education plan for a period of 6 months.
3. You should periodically review and update the curriculum of active members to validate the veracity of the information provided by the members.

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4. They will be responsible for disseminating all the scientific advances regarding the profession of eyemaker and prosthetic contactology.
5. They will be able to set up a congress organizing committee with at least one member of the host country.

**COMMUNICATIONS COMMITTEE** shall be consisting of a minimum of 3 and a maximum of 5 active members per election of the Board of Directors. Its functions will be:

1. Creation, Implementation and Updating of the social networks of the academy with prior authorization from the Board of Directors.
2. Account administrators will act on behalf of INAPO and never on their own behalf.
3. At least 2 quotations for the handling of communications to the Board of Directors shall be provided, whenever required.
4. It will be acted only with the consent of the INAPO board of directors regarding publication on its multiple social networks.
5. The good use and image of the members of the academy according to the bylaw will be ensured.

#### **ARTICLE 44. OF CONTINUOUS EDUCATION ACTIVITIES**

1. A minimum face-to-face congress will be held every 2 years where a venue must be chosen as a first option and an alternate venue as the second option in the ordinary general assembly.
2. Symposia and pre-congresses will be held, these may be in person or virtual, which will be organized by the scientific committee with the endorsement of the board of directors.
3. Non-member of these activities will have a 50% higher charge to active members.
4. Number members must present a presentation, virtual or face-to-face, minimum every 2 years on topics related to the manufacture and adaptation of eye prostheses to the academy.

#### **ARTICLE 45. AUDIT COMMITTEE ON ACCOUNTS.**

The Ordinary Assembly shall, every two years and jointly upon the election of the Board of Directors, appoint a three-member Review Committee of Accounts, not members of the Board of Directors. This body shall be responsible for checking the cash status whenever it deems appropriate, of checking the accuracy of the

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inventory and accounting carried by the treasurer. You may investigate any irregularities of financial or economic origin that you are informed of or known and to report at the end of your term of office. This account shall be disclosed at the annual Ordinary Assembly, and must be accompanied by a written report on which is recorded in the respective minutes. Both members and the Board of Directors shall be required to provide this Committee with the background required and related to its role. Members of the Review Committee may not be elected to any person who has been part of the Board of Directors during the last period.

## **RIGHTS AND OBLIGATIONS OF MEMBERS IN GENERAL**

**ARTICLE 46. RIGHTS.** They are rights of members, in addition to the laws governing non-profit entities, or those that modify, reform or repeal them; the following:

1. Participate in all the events scheduled by INAPO, with a voice and vote.
2. Choose and be elected a member of the administrative bodies, as well as for the committees or other groups determined by INAPO.
3. To be proposed by INAPO, as its delegate or representative, to all organizations in which INAPO has a ministry. Such delegation or representation shall always be made on behalf of INAPO and the guidelines drawn by INAPO will be followed. In no case shall it be in a personal capacity, subject to replacement and sanctioned in accordance with the statutes.
4. Assists and participate in INAPO's scientific, educational, cultural, social and wellness activities.
5. Obtain the advice and protection of INAPO, in the exercise of specialization.
6. Request the intervention of INAPO, through its corresponding committees and be referred to the Board of Directors and in accordance with the statutes for the study and resolution of all problems or conflicts that occur between members.
7. The others pointed out to you by the General Assembly.

**ARTICLE 47. OBLIGATIONS.** The following are the obligations:

1. Faithfully and honestly comply with these statutes, the guidelines and policies emanating by the General Assembly and/or the Board of Directors.
2. To attend the sessions of the General Assembly, the Board of Directors and the committees, on time when they are part of them.
3. Observe good behavior and proceed fairly with members.

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4. Defend and practice the ethical principles of the profession and specialization in eye prostheses.
5. To defend and instill in their fellowmen the principles and protect the objectives proposed by INAPO.
6. Actively participate in the activities that INAPO schedules.
7. Comply faithfully and honestly, with the delegations or representations made by INAPO, in its members.
8. Inform the Board of Directors through when it becomes aware, as in case of misconduct by the members.
9. Request the proper authorization of the mark and/or image of the academy for use before the Board of Directors in writing.

## **DISSOLUTION AND LIQUIDATION.**

**ARTICLE 48. DISSOLUTION CAUSES.** INAPO, will be dissolved by the causalities that the law establishes in a general for this type of non-profit entities, in addition it will do so by:

1. Extraordinary Assembly summoned for this purpose. Decision of the four fifths (4/5) of the members, in accordance with these statutes.
2. When your legal registration is cancelled by the competent authority and legal causes.

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**ARTICLE 49. LIQUIDATOR.** When INAPO, decrees its dissolution, in the same act of the Extraordinary Assembly, with the quorum provided for in these statutes, the liquidating committee shall be appointed to be composed of the members of the board of directors in force at the time the dissolution. If there are patrimonies and assets, they shall be handed over the next institution to be created, or to another institution to which a majority of members agree, to designate those assets and patrimony.

**PARAGRAPH 1.** For the dissolution of the association must be governed by the current laws of the host country or another country associated with the guild, but through the embassy of the host country therein, this dissolution in an extraordinary assembly must be accompanied by the approved record justifying such dissolution.

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**PARAGRAPH 2.** For advertising, from INAPO's assets, the designated liquidator will publish three (3) social media notices, INAPO's website, digital media and emails of wide international circulation, leaving between one and the other, a period of fifteen (15) days, in which it will inform the community about the liquidation process, urging members to assert their rights.

**PARAGRAPH 3.** For the liquidation we will proceed as follows: Fifteen (15) days after the publication of the last notice, INAPO will be liquidated, paying the obligations incurred with third parties, and in compliance with the legal provisions on the priority of income.

If this remains a remnant of assets as decided by the General Assembly, it will pass to an internationally recognized and related non-profit entity, whose purpose is service for blind people, low vision or anophthalmic patients, or will be delivered to a hospital that is a non-profit entity, whose purpose is the study, research, the attention of blind and adaptation of eye prostheses.

## MISCELLANEOUS PROVISIONS

**ARTICLE 50. INTERPRETATION.** The regulations contained herein shall be interpreted in accordance with international law.

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**ARTICLE 51. APPLICATION.** In case of a legal vacuum in the regulations of these bylaws, the rules contained in international laws shall apply. These statutes were approved at the Ordinary General Assembly, cited for that purpose, which was carried out in virtual session on June 09, 2020.



Dr. Juan M. Vázquez Nieves

**Presidente**



Dr. Gabriel Triana Reina

Dr. Gabriel Triana Reina

**Secretario General**

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