

**Bylaws Committee
Meeting Notes
April 22, 2019; updated September 25, 2019
Lois A. Jackson, DDS, Chair**

Article III: MEMBERSHIP

Section 3: RETIRED MEMBERSHIP

An Active Member in good standing, who has been an Active Member in this Society or in this and other District Societies of the New York State Dental Association, and no longer earning income from the performance of services as a member of the faculty of a dental school; as a dental administrator or consultant, or as a practitioner of any activity for which a license to practice dentistry or dental hygiene is required, is eligible to apply for Retired Membership.

Licensed retired members can practice in a volunteer capacity. An affidavit attesting to retirement shall accompany the application.

Article IV: ADMISSION OF MEMBERS

Part A: ACTIVE MEMBERSHIP

Section 1: APPLICATION FOR ACTIVE MEMBERSHIP

(a) Application for Active Membership shall be in writing on the official application form. It shall contain the applicant's name, office and residence address, **dental** college and date of graduation, number and year of license and registration. Such application must be accompanied by payment of dues for the current year. A member who has willfully falsified answers to questions on the membership application form shall be subject to expulsion from this Society by action of the Board of Directors.

Article IV: ADMISSION OF MEMBERS

Part A: ACTIVE MEMBERSHIP

Section 4: ELECTION TO MEMBERSHIP UNDER EMERGENCY

~~An applicant may be elected or reinstated to Active Membership in case of an emergency, i.e., in the event of a state of war, or any other undue state of affairs requiring urgency for such immediate action. The Board may also immediately reinstate an applicant who has been previously been reinstated two or more times, in the event of any undue emergency.~~

~~Under such emergency action, all applications for Active Membership must be made in writing, on the official application form of this Society, which shall be referred to the Board of Directors, or the Executive Committee, for action. An applicant to be so elected or reinstated must receive an affirmative two thirds vote of the members present and voting.~~ **Emergency membership does not require election by the Board of Directors.**

Article VI: DUTIES AND PRIVILEGES OF MEMBERSHIP

Section 2: PRIVILEGES OF MEMBERS

(c) Life Members: All Life Members shall be entitled to all the privileges of Active Members, with the following exception: Life Members earning a living from dentistry shall not receive the

~~publications of the American Dental Association unless by personal subscription.~~

ARTICLE VII: OFFICERS, ELECTIVE OFFICES AND NOMINEES

Section 6: ELIGIBILITY

Only Active Members, Life Members and Retired Members, in good standing, who have completed ~~one three year term~~ **three years** on the Board of Directors, or have served as the Chair of a Committee for a minimum of four years are eligible to hold the position of an elective office as defined in section 1 of this Article. No member of this Society, while serving on the Nominating Committee, shall be eligible for nomination as an elective officer, as defined in Section 1 of this Article. Only those members who have served on a Committee for two years or more, or who have served as an Alternate to the Board of Directors, are eligible to be a Director at Large as defined in section 3(a) of this Article.

Article IX: POWERS AND DUTIES OF OFFICERS

Section 2: EDUCATION DIRECTOR OF THE CONTINUING EDUCATION PROGRAM

(a) The Education Director of the Henry Spenadel Continuing Education Program shall be recommended by the President and appointed by the Board of Directors at its November meeting, for a term of three (3) years and every three (3) years thereafter with no term limits. The term of office shall begin with the installation of officers at the Annual General Membership Meeting in January. The Education Director shall be chairperson of the Continuing Education Advisory Committee, a member of the Board of Directors, and a member of the Program Committee. The Education Director shall organize the Henry Spenadel Continuing Education Program courses, and supervise the formation of study groups in various branches of dentistry. From time to time, the Education Director shall report to the President and the Board of Directors the progress of the courses.

~~The Education Director shall be empowered to enter into contracts on behalf of this Society for the engagement of facilities and clinicians, upon such terms and limitations as the Board of Directors has previously approved.~~

ARTICLE XI: COMMITTEES AND THEIR DUTIES

Section 1: STANDING COMMITTEES

The Standing Committees shall be as follows: ~~Constitution and~~ Bylaws and Finance.

Section 4: ~~CONSTITUTION AND~~ BYLAWS COMMITTEE

ARTICLE XXI: AMENDMENTS

Section 2: AMENDMENTS

All amendments to these Bylaws, or the code of Ethics of this Society, shall first be submitted in writing either to the Board of Directors or to the membership at a General Membership Meeting. In either event, the Board of Directors shall consider such proposed amendments, and upon approval by the Board, they shall be referred to the Constitution and Bylaws Committee for proper wording, and shall be reported back to the Board of Directors for its consideration. A majority vote of the members of the Board present and voting shall be necessary for approval. Thereafter, the membership shall be notified in writing of the amendments which will be voted on for adoption by the membership of the Society at a General Membership or Special

Meeting. It shall require a two-thirds (2/3) affirmative vote of the members present and voting to ratify such amendments to the ~~Constitution and~~ Bylaws or to the Code of Ethics of this Society.

ARTICLE XIII: ADMINISTRATION AND EXPENDITURES

Section 2: EXECUTIVE DIRECTOR

The Executive Director shall be the executive head of the Society's office and shall carry out all duties assigned by the Board of Directors and shall:

- have complete supervision of all routine activities of office administration, but shall have no authority to represent or commit this Society unless duly authorized.
- shall together with the Treasurer co-sign all vouchers and authorizations for disbursements of this Society.
- keep a record of all proceedings and minutes of this Society at the General Membership and Board Meetings, and such other meetings deemed necessary.
- keep a complete roster of all members of this Society, elective and appointive officers and offices, and members of all committees.
- attend to all correspondence, reporting thereon to the Board of Directors, and transmit to all officers, Board members, members of all committees, such correspondence as is within their jurisdiction.
- notify all officers, Board members, members of all committees, and members of this Society the time and place of all meetings which they are eligible to attend; notify all members of their nomination, election or appointment to office, and appointment to committees.
- provide official ballots for the annual election.
- notify the Treasurer of any changes in the membership roster by reason of election, resignation, reinstatement, or forfeiture of membership for arrears in dues, deaths, or expulsion.
- the Executive Director shall notify the membership in writing of the time and place of all General Membership Meetings of this Society, together with the names of the essayists, clinicians, and titles of their papers.
- shall classify applicants to Life Membership, when duly qualified.
- the Executive Director shall be adequately bonded at the expense of this Society.
- **In the event that the Executive Director can no longer perform the duties of the position, compensation and related issues will be subject to the terms stated in the employment Contract.**

Article XVI: DISCIPLINARY PROCEEDINGS CHARGES

Section 2a: DISCIPLINE OF MEMBERS

Proceedings may be instituted against any member of this Society by the Ethics Committee or the Board of Directors for any of the following offenses or violations:

- having been found guilty of violating a dental practice act to which members are subject.
- violation of the Bylaws or Code of Ethics as specified in Section 1 of this Article.
- violation of the rules, regulations or resolutions of this Society or the Board of Directors.

- upon final conviction of a felony involving moral turpitude.
- **in the event of an allegation of sexual harassment in the workplace, members will be referred to New York State's sexual harassment policies.**