**SAN FERNANDO VALLEY DENTAL SOCIETY**

**POLICY DOCUMENT**

**January 01, 2010**

***(revised 4-29-14, 2-12-16 & 7-25-16)***

**GOVERNING RULES AND REGULATIONS**

The purpose of this document, along with SFVDS Bylaws is to give the officers and Board members broad and general directions in governing the Society. The Executive Director will maintain current written guidelines for each program, committee or activity so that, during transitions of staff or volunteer members, SFVDS has continuity. This document will be reviewed and revised as needed.

**GOVERNING PHILOSOPHY**:

The Board will govern with an emphasis on:

* Outward vision rather than internal preoccupation
* Encouragement of diversity in viewpoints
* Strategic leadership more than administrative detail
* Distinction of Board and Executive Director roles and respect for their interaction
* Collective rather than individual decisions
* The future rather than past or present
* Pro-activity rather than reactivity

**GOVERNING STYLE**:

1. The Board will speak with one voice
2. The Board is responsible for excellence in governing and will be the initiator of policy, not merely reactive to staff initiatives
3. The Board will enforce upon itself whatever discipline is needed to govern with excellence, particularly regarding matters such as attendance, preparation, policy-making principles, respect of roles and ensuring continuance of governance capability
4. The Board will direct, control and inspire the organization through the careful establishment of broad written policies reflecting the Board’s values, perspectives about ends to be achieved, and means to be avoided
5. The Board will monitor and periodically review the SFVDS strategic goals and plan

## Section I. GENERAL POLICIES

**1.** **Mission Statement:**  It is the mission of the San Fernando Valley Dental Society to be the recognized source for serving its members and for enhancing the oral health of its component jurisdiction community.

**2. Official Colors:** The official SFVDS color shall be Forest Green that corresponds with the 2008 SFVDS logo design. The President or the Executive Director of SFVDS must approve any application of the SFVDS logo’s use.

**3.** **Official** **Society Communications:** Any official letter or other communications proposed by an Officer, Chairman or other member of the Society regarding SFVDS matters shall be approved by either the Executive Director or President prior to being finalized on SFVDS letterhead. All such letters and other communications shall be sent from the Society office.

**4. Conflict of Interest Statement (see addendum 4):**

General Statement: The San Fernando Valley Dental Society (SFVDS) considers a conflict of interest to exist when an officer, Board member, trustee, chairperson of a committee, member of a committee or a spokesperson has a relationship with a person (family or personal friend) or entity, engages in any activity or has a personal financial interest in any enterprise, business or subject which might tend to impair the person’s independence of judgment or influence his/her decisions or actions concerning SFVDS business. It is in the best interest of the SFVDS and the responsibility of the above mentioned members that, at the time the agenda is adopted for each meeting, the member should announce any conflict of interest and subsequently decline to participate in decisions or voting on that issue. During any scheduled meeting, should a member become aware of an apparent conflict of interest, he/she shall immediately announce that fact and may decline to participate in discussion and is prohibited from voting on that issue. If any Board or committee member wishes to challenge another member concerning a potential conflict of interest, that challenge shall be heard first in Executive Session and then be decided by a majority vote of the Board or relevant committee.

Pertaining to Spokespersons: All trained spokespersons as well as Officers, Trustees, Chairpersons, Board, or Committee Members shall be considered SFVDS Spokespersons, when there is contact with the media in any form, (print or electronic). It is necessary for all Spokespersons, **at all times**, to represent the best interests and policies of the SFVDS without self-interest being considered. As a Spokesperson, occasions may arise in which a conflict of interest occurs. Should a Spokesperson become aware of an apparent conflict of interest, the Spokesperson should immediately announce this fact to the President of the SFVDS, who will evaluate and decide if that particular media placement should be suspended. If the decision of the SFVDS President is challenged by said member, the Board of Directors shall decide the issue in Executive Session at the next regularly scheduled Board of Directors meeting.

**5. Confidentiality Statement**

Certain business transacted at the Board of Directors meetings is time and content sensitive. Members of the Board of Directors have an obligation to protect the confidentiality of all substantive matters discussed at Board meetings. Such substantive matters should not be discussed, except with other directors, unless and until the information has been issued to all members or to the public by a properly authorized representative of the Board. The minutes of a Board Meeting may only be reviewed by SFVDS members.

**6. Anti-Trust Avoidance Agreement (See addendum 4)**

All in attendance at the San Fernando Valley Dental Society Board of Directors meetings, committee and membership meetings recognize that various state and federal laws prohibit the exchange of information among competitors regarding matters pertaining to price, refusals to deal, market division, tying relationships, and other topics which might infringe upon anti-trust regulations, and that no such

exchange or discussions will be tolerated during these meetings. It is understood that these guidelines apply not only to formal meeting sessions, but also to information discussions during breaks, meals, or social gatherings.

**7. Academy of General Dentistry** The SFVDS shall be a licensed provider of AGD CE credits.

**8. Dental Board of California** The SFVDS shall be a licensed provider of DBC CE credits.

**9. Whistleblower Policy (see addendum 4)**

**10. Apparent Authority and use of Stationary (see addendum 4)**

**11. Joint Venture Policy (see addendum 4)**

**Section II. BUDGET AND FINANCE**

**1.** **Financial Philosophy:** It shall be the duty of the Board of Directors to do everything in its rightful power to maintain the financial solvency of the SFVDS. The Board of Directors shall establish such reserve funds as it deems necessary to achieve both short and long term financial solvency and to meet the objectives established by the Board of Directors. Such reserve funds shall include, but not be limited to Operating Reserves, a Building Fund and a Strategic Reserve. It is understood that there should be sufficient forward planning to include expenditures within the annual budget and, as a general rule, the SFVDS shall live within its budget as established annually by the Treasurer and Budget Committee, and approved by the Board of Directors. The exceptions to this will be in the areas of activity not predictable in advance. Spending in excess of a section in the budget must be approved by the Board of Directors. This policy shall be reviewed every three years. **(See addendum 1)**

**2.** **Administration of SFVDS Accounts:**

A. SFVDS shall maintain the following financial accounts:

* General Checking Account: A typical checking account for the regular deposit and disbursement of the monies of the Society. All three (3) SFVDS officers as authorized by the by laws or the Executive Director are authorized to sign on this account, although it is primarily the responsibility of the Treasurer and the Executive Director. For checks over $5,000, two signatures are required.
* Money Market, CDs and Reserve Accounts:An interest earning, money market savings account and various CDs shall serve as a depository of excess funds and reserves. Any SFVDS officer and the Executive Director are authorized to access and make transactions with these accounts, including by electronic transaction, subject to the limitations of this section. **(see addendum 1)**
  + 1. The SFVDS Executive Director will administer the day-to-day maintenance of all accounts with direction and supervision from the Treasurer. Monthly reports will be made to the Treasurer and the Treasurer shall make monthly reports to the Board.
    2. Among the responsibilities of the Board of Directors is to enter into contracts and to control the fiscal management of the assets of the SFVDS. The Board may grant authority to enter into contracts to the Executive Director. One of the ways in which it delegates authority is through its approval of a budget for the SFVDS. Once approved, officers, committees and staff shall be free to incur obligations to the amount of the approved budget. There are various types of budgets within the SFVDS annual budget:
* Annual Operating Budget (administrative)
* Special Event Budget
* Program Budget

D. Although contained in a gross way (total revenue/total expense) in the annual operating budget, the budgets of special events, and all other meetings or events which may generate unusual revenue and expenses, are NOT final items. For each event that meets the above criteria, a specific budget should be developed by the Executive Director, the Treasurer and the committee, and it should be reviewed and approved by the Board, if not in the annual budget. Because of the greater level of knowledge of staff regarding the "total" picture of SFVDS activities, all contracts with outside suppliers shall be reviewed and signed by the Executive Director or an SFVDS Officer and shall be reported to the Board of Directors at the earliest opportunity.

**3. Contracts Policy:** No contracts obligating SFVDS shall be executed which are not reflective of the Policies and Procedures of SFVDS. All contracts shall be reviewed by the Executive Director and executed by the Executive Director or an Officer. The Executive Director shall report and receive the approval of any proposed contractual or other financial obligation in excess of $ 5,000 or one-year in duration to the Executive Committee of the Board of Directors prior to execution.

**4. Accounting:** A Certified Public Accountant will prepare all taxes each year and make a report to the Board of Directors.

a. Reviews and Audits: The Board of Directors shall determine the need for a formal audit and/or if the ongoing review of Society books by the CPA shall be adequate to insure that the books of the Society are kept within standard accounting procedures and fairly present the assets, liabilities, income and expenses of the Society.

**5. Loans:** SFVDS shall not extend personal loans to any member, officer or employee.

1. **Budget Process:** The annual budgeting process shall occur during the last four months of each year with final approval by the Board. Committee Chairs are responsible to submit budget proposals requiring SFVDS general funds to the Executive and/or the incoming Treasurer no later than September 15th for the following year’s activities. Revenue from committee functions is to be deposited in the general fund and will be tracked separately for program/function evaluation. Any requests of additional funding for committee projects not approved in the fiscal year’s budget shall be submitted to the Treasurer for consideration, who will make a recommendation to the Board of Directors for final approval/disapproval.
   1. A mid-year budget review shall be conducted by the budget/finance committee on the first

Tuesday of June of each budget year. Income and expenses shall be adjusted at that time in order to

reflect a more accurate picture of the Society’s financial status.

1. **Investment policy:** Each year the investment policy will be reviewed and approved by the Treasurer first, and then the Board of Directors.

**8. Insurance Policy:** At the recommendation of the budget/finance committee, the Board of Directors shall insure that the Society is adequately protected through liability, errors and omissions, workman’s compensation and any other insurance deemed necessary to protect the assets and interests of the Society’s members against unforeseen circumstances, inasmuch as they can be anticipated. **(See addendum 1)**

**Section III. CONTINUING EDUCATION, MEMBER FORUMS,**

**GENERAL MEETINGS, SPECIAL EVENTS AND SOCIAL NETWORKING SITES**

The SFVDS provides meetings and events that may or may not offer continuing education (CEU) credits. The purpose of those meetings and events are to offer continuing education opportunities, general entertainment events, leadership training seminars and any other reason that the Board or Committees see necessary. The financial goal of most events and/or meetings should be to at least break even, unless the event has been budgeted to not break even, as would be the case when determining that the event is a member benefit. Meetings and/or events may include, but are not limited to:

1. **Continuing education programs**

* California Dental Practice Act; Infection Control
* OSHA Courses; Blood-borne Pathogens, Hazardous Communications
* CPR – BLS for Healthcare Provider
* Clinical, Workshop, Practice Management courses

1. **General Membership Meetings:** Held throughout the year, the membership meetings are generally dinner functions, most of which include an education program providing continuing education credit. The general membership meetings allow the opportunity to earn units of continuing education credit and conduct official business of the Society.
2. **Leadership Training, Board Training, Strategic Planning meetings:** From time to time, the Executive Committee and/or the Board of Directors will plan and implement a strategic planning meeting, leadership and Board training, etc. The funds for this training, retreat and/or meetings will be included in the budget or approved by the Board if not included in the budget for the year.
3. **Other events**: Events such as golf tournaments, sporting event outings, theater events and others may be organized as the committees, Board, staff and the Society see necessary or timely.
4. **Program and Event policies**

A.Fees – will be set by committee and/or staff, based on the budget

B. Non-member fees

1) If a non-member dentist attends and then joins the Society in the same year, the difference of the nonmember/member price will be refunded to the member at that time.

2) Fees for non-members shall be twice that of members for events up to $200, and 50% more for events in excess of $201, unless otherwise determined by the Board of Directors.

1. Cancellation policy *–* the cancellation policy will be printed on each registration form for the proper notice to all attendees. Cancellations will be in writing and all decisions will be at the discretion of the Executive Director.
2. **CE provider number:** SFVDS shall not allow CE provider number to be used for any purpose other than official SFVDS business: CE courses.
3. **Speakers:** 
   * + 1. *Honorarium and travel:* All speaker honorariums and travel will be negotiated by either the Program Chair, and/or the Executive Director, unless requested by any of the above to negotiate an honorarium on behalf of SFVDS. All honorariums will be negotiated in the best interest of the Society. Honorariums greater than $10,000 require Board of Director approval, and meeting sponsorships are encouraged. All honorarium checks will be paid upon completion of the course.
       2. *Product sponsorship and promotion:*Speakers may be sponsored by companies and/or products. Such sponsorships shall be fully disclosed to the membership in both promotional materials and on the day of the speaker’s lecture to those in attendance.
       3. *Speaker Cancellation Clause:* Should it become necessary for the San Fernando Valley Dental Society to cancel the program, due to unforeseen circumstances, it is agreed that, if cancellation is made less than 72 hours in advance, 50% of the honorarium will be paid, as liquidation damages. If the speaker finds it necessary to cancel, he/she agrees to reimburse the SFVDS, within 30 days, any non-refundable airfare purchased on his/her behalf. It is further agreed that a replacement speaker may be substituted with prior approval of the San Fernando Valley Dental Society, at the stated honorarium or a lesser amount. All special circumstances can be taken into consideration by the Program Committee Chair or the Executive Director.

**8. Digital Media Committee** shall guide the 24/7/365 means for members to contact each other and exchange information, above and beyond other communication vehicles that the Society offers. Social Networking Site(s) shall be created and maintained by the New Professionals, Program, Editorial and Membership Committee chairs in a manner that furthers this objective.

**Section IV. PRODUCTS AND SERVICES**

SFVDS does not recommend or endorse specific products or services as superior over others. Product and services opportunities available are:

1. Vendor membership
2. Advertising in all publications and on the website
3. Meeting and event sponsorship

**Section V. SPONSORSHIPS**

1. **Solicitation or Commercialization:** Solicitation or commercialization is prohibited during the conduct of a function sponsored by the San Fernando Valley Dental Society, unless expressly approved in advance by the Board of Directors.
2. **Disclosure of Interest:** In order to keep SFVDS members fully informed and in the interest of complete disclosure, a speaker who presents educational or scientific information in a publication, seminar, or other program shall disclose to the participants any significant financial interest he or she may have in products or services to be discussed in his or her presentation, and further authorizes SFVDS to disclose any such financial interest by publication in the program of the following statement, if applicable: “This speaker has a significant financial interest in products or services discussed in this presentation.” Disclosure of Conflict of Interest for Continuing Education Courses – A dentist who presents educational or scientific information (written or verbally) in a seminar, or other program shall disclose to the participants any monetary or other beneficial interest the dentist may have with products or services promoted or endorsed in the presentation. Disclosure shall be made in any promotional materials and in the presentation itself.
3. **Sponsorships/Table Clinics:** SFVDS encourages sponsorship or hosting of membership meetings, CE programs and other membership and non-member recruitment events.

**4. Types of sponsorship:**

A. *Exclusive Sponsorship*  A company may sponsor a CE Course during a General Membership Meeting for $2500 or pay for the entire speaker honorarium, (whichever is greater). Exclusive sponsorship allows for sole marketing in all marketing materials for course or meeting, exclusive sponsorship signage at meeting, complimentary display table, table tents publicizing exclusive sponsorship (paid for at their expense), special recognition during the meeting and two complimentary meals.

B. *Co-Sponsorship:* A company may co-sponsor a CE course during a General Membership Meeting for $1,250 or pay for one-half of the entire speaker honorarium (whichever is greater). Co-sponsors receive a complimentary display table and dinner for one representative, sponsorship acknowledgment in all promotional materials and special recognition during the meeting. (There will be no more than two sponsors per program.)

**Section VII. CDA HOUSE OF DELEGATES**

The number and duties of delegates and alternate delegates to the CDA shall be determined in accordance with the constitution and Bylaws of the SFVDS and the CDA. Delegates shall be elected to fill the permissible quota.

**1.** *Term and duties:* The term of office and duties for delegates are described in the Bylaws of the Society. In the absence of the necessary number of delegates, the President of the Society shall make alternate delegate appointments as needed. The delegates and alternate delegates shall meet each year at the call of the President of the Society prior to the annual meeting of the California Dental Association. The Society may instruct the delegates concerning its policies; the delegates are to use every effort to carry out these instructions.

**2.** *Meetings:* All delegates and alternates are expected to attending all caucus meetings prior to the House as well as during.

**3.** *Expenses:* On an annual basis, the Board of Directors shall determine the amount and type of reimbursement to be afforded to all elected delegates and alternates, for attending on the Society’s behalf. In order for the Society to reimburse delegates, delegates must attend all sessions of the House.

**4.** *Caucuses and meetings:* SFVDS supports the funding of delegates and the funding and arranging for the following:

* + SFVDS Caucus (prior to House) – held at SFVDS
* All Component Caucus (prior to House): hosted by and held in a Southern California component jurisdiction; all delegates, alternates and the Executive Director are encouraged to attend.

5. Delegates: In accordance with the Delegate job description found in addendum two (2), delegates who have resigned from the SFVDS board of directors will be deemed to have also resigned as a CDA House delegate.

**6.** *Alternate Delegates:* Alternate delegates not selected to replace regular delegates are encouraged to attend the HOD meeting, but will not receive any reimbursements, unless previously authorized by the board of directors.

**Section VIII. PUBLICATIONS**

**A.** **PUBLICATIONS**

Publications that the SFVDS offers include the SFVDS Official publication – DENTAL DIMENSIONS, the SFVDS Website and other such publications as the Board of Directors deems necessary from time to time. These publications provide information to members including, but not limited to, membership, programming, events, membership information, history of SFVDS and other pertinent information.

**1. *Dental Dimensions*:** Dental Dimensions is published four times a year. The Dental Dimensions Editor is responsible for the content of Dental Dimensions articles. The Executive Director is responsible for the scheduling and layout, production, printing and for providing the general assistance necessary for each issue.

* + 1. The Editor shall be appointed by the president on an annual basis
    2. The Board of Directors may establish an Editorial Board to provide additional

assistance to the Editor.

1. **SFVDS Website:** The SFVDS website is updated continually to reflect the most current information.

A.Information on the website includes, but is not limited to the following:

* The means by which the public may find a member dentist
* A calendar of SFVDS Events
* Information & registration forms for upcoming events
* Special announcements
* Public reference material including emergency contacts links to public health sites, and other information relevant to the oral health of the SFVDS’ component jurisdiction, etc.

**B. ADVERTISING STANDARDS**

The San Fernando Valley Dental Society (SFVDS) welcomes advertising in its Publications and web site. Such advertising must be factually accurate, dignified, and aimed at contributing to the advancement of the profession of dentistry, particularly within the component boundaries of the SFVDS. SFVDS reserves the right to accept or reject advertising, at its sole discretion, for any product or service submitted for publication.

Acceptance of advertising by SFVDS does not in any way constitute endorsement or approval by SFVDS of the advertised service or product, and unless approved in advance by the SFVDS board of directors, advertisers may not make such claims in any way.

General Requirements

1. All advertisements submitted for display and or classified listing in any SFVDS publication or website are subject to review by the editor, staff and its advisors. Advertisers must submit ads by ad materials deadlines in order for materials to be reviewed by SFVDS. Every effort will be made to review artwork in a timely manner.
2. Advertisements must not be deceptive or misleading. Advertisements must clearly identify the advertiser and the product or service being advertised. All claims of fact must be fully supported and meaningful in terms of performance or any other benefit. SFVDS may require a sample or copy of any advertised product or a full description of any advertised service, and proof of the efficacy or reliability of any products.
3. Products and services must be germane to, effective and useful in the practice of dentistry, or of interest to dentists and their families in the sole judgment of the SFVDS. Products and services and their indicated uses must conform to principles of acceptable dental practice and of dental ethics. Alcoholic beverages, tobacco and medicinal marijuana products are not eligible for advertising.
4. Advertisers must comply with all laws and regulations applicable to the manufacture, distribution, and sale of a product or service. If it is SFVDS’s belief that an advertiser has not complied then it shall be sufficient grounds for rejection of an advertisement.
5. Advertisements will not be accepted if they conflict with or appear to violate SFVDS policy, the SFVDS/CDA/ADA Code of Ethics or its Bylaws, or if the advertisements are deemed offensive or contain attacks of a personal, racial, or religious nature.
6. Advertising for dental education courses designed to directly enhance the knowledge, skill or competence of the dentist will be eligible for publication only if the course sponsor has received “registered provider” status from the California Board of Dental Examiners under Title 16, California Code of Regulations, Section 1016.

7. SFVDS reserves the right to decline advertising for any educational course that involves the teaching or use of a product or technique that conflicts with SFVDS policy, or is the subject of an unfavorable or cautionary report by a recognized dental agency. The eligibility of an advertisement for a course conducted by or under the auspices of an organization or commercial venture other than the American Dental Association, the CA Dental Association or the SFVDS will be determined on a case- by-case basis. Acceptance of advertisements for courses and education materials offered by commercial ventures and directed to the income of a dentist or to the commercial aspects of a dental practice will be reviewed for attractiveness, accuracy and dignity to determine eligibility.

8. SFVDS will not accept advertising for seminars, consultants or other educational programs that suggest, imply, promise or guarantee increased revenue (in dollar amounts) or specific numbers of new patients to a dental practice, that will occur as a result of attending the advertised program or seminar. SFVDS will not accept advertising that, in general, implies that the volume of a practice, either in income or in numbers of patients, may be increased at the expense of proper patient care. SFVDS will also not accept advertising that seeks information for, or in any way pertains to, class- action lawsuits.

9. Comparative advertising of dental products and dental services is not allowed.

10. No advertisement may contain a fee or a discount amount for professional dental services.

11. No advertisement may contain a fee or reward for referring patients.

12. Advertisements on behalf of insurers not admitted in California must comply with all California Department of Insurance requirements, including, but not limited to, California Insurance Code Section 1764.1, by prominently affixing in boldface 16-point type along the bottom of the ad that: “Insurance sold by this company is not regulated by the California Department of Insurance or the California Insurance Guarantee Association.” All insurance ads must meet California Insurance Code guidelines for advertising.

13. Placement of advertising with respect to employment, purchase or sale of a practice, or the like will be at the discretion of SFVDS and, if the editors so choose, may be limited to the classified section of the publication without any illustrations or graphics. Advertisements for employment must conform to all applicable federal and state laws and regulations, and may not discriminate against any persons based on race, sex, age, national origin, religion, handicap, or country of dental education. In addition, SFVDS prohibits discrimination in advertisements on account of lawful political affiliation, marital status, handicap, sexual orientation, and country of training.

14. SFVDS maintains a clear separation between news/editorial matter and advertising. Accordingly, SFVDS reserves the right to decline advertisements that simulate news/editorial copy or, if accepted for publication at SFVDS’s sole discretion, to require the word “advertisement” placed prominently in all such advertorials/advertisements.

15. Advertisements must not quote the names, statements or writings of any individual, public official, government agency, testing group or other organization without their consent. Such written consent shall be submitted at the time advertising materials are submitted for publication.

16. Advertising placements will not influence editorial copy. Editors have the final approval over all content in SFVDS publications or websites.

17. Advertisements for SFVDS endorsed programs must also follow separate guidelines and review processes.

18. Advertisers agree to and are bound by conditions on SFVDS rate cards and SFVDS insertion orders.

19. The SFVDS reserves the right to accept or reject advertising at its sole discretion for any product or service submitted for publication and:

* + - * 1. By accepting advertising, there is no implied endorsement of the product or service unless the advertisement specifically includes an authorized statement that such approval or endorsement has been granted;
        2. All decisions with advertising will be non-discriminatory with regard to gender, religion, age, color or race;
        3. All advertisements are at will advertisements and can be rejected at any time by the decision of the Executive Director or, in the absence of the Executive Director, by the Editor, or the President.

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20.Display advertising: Members will receive a 25% discount on all display advertising.

21. Who can advertise?

* Any dentist, member or nonmember
* Any company that has a product or service to sell
* Any dental school or educational facility
* Other entities as approved by the Executive Director, Editor or President.

**C. FLYERS FOR INSERTS IN DENTAL DIMENSIONS**

1. Flyers will be accepted in Dental Dimensions upon the approval of the Executive Director, Editor or President.
2. All pricing is reviewed and approved by Executive Director
3. SFVDS reserves the right to accept or reject advertising flyers at its sole discretion for any product or service submitted

1. The inclusion of an advertisement flyer in Dental Dimensions is not to be construed or publicized as endorsement or approval by SFVDS. At the discretion of the Executive Director, Editor or President, the words "PAID ADVERTISEMENT" may be required to appear plainly on the top front panel of each flyer.

**Section IX. CONFIDENTIALITY OF MEMBER INFORMATION**

It is the policy of the Dental Society to protect the confidentiality of all its members’ personal information. Names, practice addresses, practice types, phone numbers and other non-personal information shall be made available to the public inasmuch as it would help the potential patient make a decision as to which member doctor of which they wish to become a patient.

**MAILING LABELS**

Complete membership mailing labels may be provided for a fee to members, educational institutions, and vendors in accordance with the following:

1. Vendors: when advertising in Dental Dimensions is NOT an option or if the vendor is a vendor member.
2. Members: letter or mailing must be approved by Executive Director, Editor or President
3. Mailing labels shall not be duplicated without written permission
4. Promotions in any mailings will be in accordance with established advertising guidelines.

**EMAIL ADDRESSES**

Member email addresses shall not be distributed to any person or business whatsoever.

**Section X. MEMBERSHIP**

**1.** **Membership Files:**  All information relative to membership files is to be held in strictest confidence, and under no circumstances will a member objecting to a specific member or candidate be identified other than to the Board of Directors or the Ethics Committee in cases of referral.

1. **Membership policies and procedures:** All policies, requirements and procedures concerning membership, acceptance to membership, reinstatement and termination will be followed as described in the Membership Reference Guide, as adopted by CDA and all components. The SFVDS Bylaws further describes the levels of membership available to dentists.

**3. Death of SFVDS Member**:

A. *Dues of a Deceased Member:*  A deceased member’s SFVDS dues for the current year shall be pro-rated and returned to the member’s spouse or estate upon request to the SFVDS office.

**Section XI. DUES**

**SFVDS Dues Policy**

***The dues and fee structures are stated in the by-laws and the rules to change the dues and fee structures are to be done in accordance to the by-laws. Below is a summation of that dues structure.***

1. The San Fernando Valley Dental Society reserves the right to charge an application fee for SFVDS membership. Upon acceptance into membership, this application fee will be applied toward dues.
2. Prior to official admittance, all dues must be paid in full to SFVDS; SFVDS will then forward CDA and ADA dues to CDA.
3. If an applicant does not remit dues within 60 days of invoice date, their application will be considered withdrawn and any application fee will not be refunded.
4. Dues are only submitted to SFVDS upon 1st year of admittance. CDA collects dues for every following year and the SFVDS portion is forwarded to SFVDS by CDA.
5. New dental school graduates who have maintained CDA membership during both Junior and Senior years will receive a 70% discount in SFVDS dues for the first year, a 40% discount for their second year of membership and full dues thereafter.
6. The Dentist who did not maintain student membership during the junior and senior year of dental school will pay 50% of active member dues for the period between graduation and December 31st of the year in which he/she graduated.  He/she will pay 60% of active dues for the first and second full years, and 100% of full dues for the third year, and thereafter
7. Special dues waivers and dues discounts are given in accordance with the categories as outlined by ADA and CDA in the CDA Membership Desk Reference Manual.
8. Dues Categories can be found in the SFVDS Bylaws and the dues rates for SFVDS are in the CDA Membership Desk Reference Manual.

**Section XII. AWARDS AND GIFTS**

**1.** **President’s Plaque and Gavel:**  The President of SFVDS shall be presented with a plaque and gift at the end of his/her term of office, presented in December at the Joint Board/Installation Dinner.

**2.** **Special Plaques and Awards:**  Special plaques and awards may be given at the discretion of the Board of Directors or Executive Committee.

**Section XIII. SOCIETY OFFICE**

* + - * 1. **Use of Society Office:** Use of the SFVDS offices for dental related meetings is available to all members, for non commercial use, based upon availability. All building security precautions must be followed. Audiovisual and room setup requirements shall be requested a minimum of one week in advance of the meeting. Unauthorized use of SFVDS equipment and supplies is prohibited by any meeting attendee. Refreshments may be brought in at the member’s own expense. No refrigeration or refreshments are provided by SFVDS. All rooms shall be cleaned up including: recycling of cans in designated bins, emptying of trash cans in outside receptacles, wiping of tables, washing of dishes. Applicable meeting minutes should be left for SFVDS staff follow-up the next morning.
        2. **SFVDS Staff Manual:**  Staff benefits and the administration of such shall be provided as presented in the SFVDS Employee Manual and as approved by the Executive Committee. The SFVDS employee manual shall be reviewed by the Employee Oversight Committee bi-annually.
        3. **Document Retention:** SFVDS Office will follow the standard document retention guidelines as outlined in Addendum 1
        4. **Employee Retirement Plan:**  To be added at a later date.

**Section XIV. TOBACCO AND ALCOHOL**

**1.** **Tobacco Recommendation:** The SFVDS supports the policies of the CDA and ADA regarding the use of tobacco products. Smoking is prohibited at any meeting or function of the SFVDS and within the confines of the SFVDS office building.

**2.** **Alcohol Policy:** It is the SFVDS policy that we discourage the abuse of alcohol at all Society sponsored programs and/or activities.

**Section XV. POLICY AGAINST HARASSMENT (See Addendum 4)**

The San Fernando Valley Dental Society (SFVDS) is committed to providing a work environment that is free from discrimination. In keeping with this commitment, we maintain a strict policy prohibiting any kind of unlawful harassment or discrimination, including racial, sexual, ethnic, handicap, age or religious harassment. This policy prohibits harassment in any form, including verbal, physical, or visual harassment.

The definition of sexual harassment includes: (1) quid pro quo sexual harassment where employment or continuing employment is based on the granting of a sexual favor and (2) the creation of a hostile work environment to the extent that an employee feels coerced or intimidated. A hostile work environment can be created by words and/or actions. Words or actions are considered unlawful sexual harassment if, among other things, they are (1) sexual in nature, and (2) unwelcome.

Examples of sexually harassing conduct include:

1. Unwelcome sexual flirtations, advances or propositions
2. Verbal abuse of a sexual nature
3. Graphic verbal comments about an individual’s body
4. Sexually degrading words or gestures
5. The display in the workplace of sexually suggestive objects or pictures

Examples of other types of harassment include:

1. Nicknames pertaining to any racial, ethnic, religious, handicap, or age characteristics or stereotypes
2. Racial, ethnic, handicap, age or religious jokes
3. Signs, magazines, e-mails or bulletin board notices that are found offensive by a protected minority.
4. Use of any racial, ethnic, religious, handicap or age slurs

Any employee or volunteer who believes he or she has been harassed by a co-worker, supervisor, client or agent of this organization should promptly report the facts of the incident or incidents and the names of the individuals involved to his or her supervisor, or to any member of the Employee Oversight Committee with whom they feel most comfortable.

Supervisors should report all complaints of harassment to the CEO to ensure that they are resolved promptly and effectively. The CEO or an outside party will investigate the complaint, and the employee will be advised of the findings and conclusions.

All actions taken to resolve complaints of harassment through internal investigations shall be conducted as confidentially as possible and practical. Any supervisor, manager, or any other employee who is found, after appropriate investigation, to have engaged in harassment of another employee will be subject to disciplinary action, up to and including termination. Employees who utilize the complaint procedure outlined in this policy will not be retaliated against and will not have their employment adversely affected by making such a complaint.

If a volunteer or staff member has any questions concerning this policy, they should contact the CEO or other member of executive management.

A complaint of sexual harassment may be filed, within one year of the harassment, with the California Department of Fair Employment and Housing (“DFEH”).  The DFEH initially serves as a neutral fact-finder and attempts to help the parties voluntarily resolve the complaint.  If the DFEH finds evidence of sexual harassment and settlement efforts fail, the DFEH may file a formal accusation on the employee’s or volunteer’s behalf.  The DFEH then may either initiate a public hearing before the Fair Employment and Housing Commission (“FEHC”) or file a lawsuit on the complainant’s behalf.  Relief available from the Commission may include, where applicable, hiring or reinstatement, promotion, changes in policies or

procedures, or back pay. The individual harasser may be held personally liable.  Where the DFEH files a lawsuit, there is no limit on damages.

The DFEH can be contacted toll free at (800) 884-1684; or for the hearing impaired, (TTY) (800) 700-2320; or visit the department’s website at [www.dfeh.ca.gov](http://www.dfeh.ca.gov/).

A complaint of sexual harassment also may be filed within 300 days of the harassment, with the federal Equal Employment Opportunity Commission, which can be contacted at 1801 L Street, N.W., Washington, DC 20507, or an EEOC field office by calling toll-free (800) 669-4000, or for the hearing impaired, the EEOC’s toll-free TDD number is (800) 800-3302.

**Section XVI. SFVDS OFFICERS AND BOARD OF DIRECTORS (See addendum 2)**

**Executive Committee:** The Executive Committee is made up of the five officers (President, President-Elect, Treasurer, Secretary and Immediate Past President) and the Editor of the Society and includes as ex officio members, without the right to vote, Trustees and the Executive Director. The Executive Committee will serve as an interim Board of Directors between meetings of the Society’s Board of Directors. This body is authorized to interpret existing policy and, when unable to gain a consensus, the issue is taken to the Board. The body is authorized to make interim policy for the Board (except in those matters which the Bylaws require Board action), and report its actions to the Board for subsequent approval. The President shall call such meetings of the Executive Committee as the business of the corporation may require, or a meeting shall be called by the President on request of three (3) members of the Executive Committee. A majority of the Executive Committee shall constitute a quorum of any duly called meeting of the committee.

**Board of Directors:** The Directors, are the representatives of the membership and are responsible for evaluating issues facing the Society, offering their input, and participating in the decision making process. The Board is the authoritative managing body, establishes policy for the Society and works through a committee system. The Board should meet approximately nine times each year, usually January, February, March, April, May, June, September, October and November. Special meetings may be called as needed by the President.

**Guidelines for Executive Sessions:**

1. Society business is usually conducted in Board meetings and significant discussion or decisions are reported through the meeting minutes. On some occasions, however, material must be discussed in confidence by meeting participants. At such times, the calling of an executive session is appropriate. Executive sessions should be the exception to normal Society business and a limited number of topics should give rise to the need for an executive session.

2. Attendees in Executive Sessions: Upon a majority vote of members present and voting, the Board may conduct an Executive Session for the purpose of conducting business it deems appropriate. When an Executive Session is voted by the Board, there shall be present for such session only members of the Board of Directors. Others may be privileged to attend for consultation by the invitation of the Board. No action shall be taken by the Board of Directors until such consultants have retired. Votes taken in Executive Session shall be a simple majority and the report of that action shall be included in the minutes following closure of the Executive Session.

**Board Meetings/Minutes:**

1. *Minutes:* The Secretary shall take minutes; any member wishing to obtain a copy of the Board meeting minutes, excepting Executive Session, may do so by sending a request.

1. *Reports*: When a member or staff member of the SFVDS is authorized to represent the Society at a meeting or session and reimbursement is approved by the Board of Directors, a report is expected by the next Board meeting from the individual(s) attending.

**Section XVII. THE EXECUTIVE DIRECTOR \ CEO**

Overview

The Executive Director shall be the full-time chief paid professional staff officer of the San Fernando Valley Dental Society (hereafter referred to as SFVDS, or the Society), and shall have the official job title of Executive Director (hereafter referred to as ED). The ED is an employee of the Board of Directors and shall report directly to the elected President. Applicable laws, the bylaws and policies of the Society, and the individual employee contract shall govern the terms and conditions of employment. The ED shall be responsible for the day-to-day operations and for implementing the policies and programs offered by the SFVDS, as well as to carry out the goals and missions established by the Board of Directors. These goals and missions will evolve and change over time, and the ED is expected to actively participate in that process. The ED shall also participate in the hiring of support staff and be responsible for their performance.

Specific Responsibilities

1.)    The ED must manage the assets of the Society, the central office and the staff by continually monitoring, supervising, overseeing and assisting the activities and projects of the staff and Society member-volunteers, individually and in the various committees. The ED works directly with the Society’s Board of Directors to implement the Society’s strategic plan. Managing the finances of the Society entails many sub-tasks, the most important of which is to advise the Board of Directors frequently and regularly on the financial condition of the Society, and to hire competent support staff with appropriate financial expertise.

2.)    The ED will maintain the SFVDS’ competitive posture with the other components of the California Dental Association (CDA) by directing the development of short and long-range objectives, policies, budgets and operating plans for the Society and overseeing their implementation and achievement. Objectives would include recruitment and retention of members and building name-recognition for the Society in the public sector.

3.)    The ED shall strive to meet performance indicators as set forth by the Board of Directors within the budgetary parameters determined by the Board. The Board will set the time frame in which these performance goals shall be completed, and will meet at scheduled times with the ED to evaluate the progress of the work.

4.)    Being one of the most visible representatives of the SFVDS, the ED should always be accessible by telephone and maintain primary telephone response; the ED‘s attention must be directed not only toward SFVDS members, but also toward the community at large, the other components of the CDA, as well as CDA’s governing body in Sacramento. The ED must attend all meetings given by the CDA where Executive Directors are asked to participate.

5.)    The ED organizes and monitors all social and business functions offered by the Society, including negotiating with banquet coordinators, vendors, dental lecturers and educational establishments. The ED will arrange all aspects of continuing education meetings, including banquet rooms, equipment, food selection, registration, CE credits, mailings and advertisements.

6.)    The ED provides the necessary/appropriate administrative assistance related to peer review to all component/specialty peer review committees and the CDA Council on Peer Review and staff. Duties include meeting organization for committee members, necessary state-level Peer Review communication, and miscellaneous office duties associated with these tasks.

7.)    The ED shall maintain a file for each salaried employee of the Society and shall conduct periodic reviews of the employees (at least yearly) and present the evaluations and any recommendations to the Board of Directors. The ED shall be responsible for the overall direction and coordination of these employees. The ED carries out supervisory responsibilities in accordance with the organization's policies and applicable laws. Responsibilities include interviewing and presenting candidates for employment to the Board of Directors for approval, training employees, planning, assigning, and directing work, appraising performance, rewarding and disciplining employees, addressing complaints and resolving problems.

8.)    The ED shall attend all general education meetings of the Society, as well as those meetings presented by CDA requiring ED participation, some of which may be held outside the city, including those held at CDA headquarters in Sacramento. At the general education meetings, the ED shall be responsible for and participate in registering attendees to the programs, and insure that the attendees receive the proper continuing education credits from the Dental Board of California and AGD as appropriate.

9.)    The ED shall be responsible for developing and maintaining an office manual which will describe in detail all of the daily operating procedures and assigned duties of each of the staff members. These procedures include, but are not limited to:

         Live telephone response, hours of service and answering service operation

         Continuing education course organization and implementation

Intra-office and office-board communications

Organizing and attending executive board meetings

Organizing the Society’s attendance at CDA-sponsored meetings

Planning and executing member-retention tactics

Implementing the Society’s obligations in the Peer Review process

Maintaining accurate and complete financial records

***Section XVIII. COMMITTEES (See Addendum 3)***

***Committee Structure:*** *SFVDS is made up of members representing all aspects of organized dentistry. Its operation and success is based upon the involvement and talents of its members. Committees represent, involve and serve our members. They provide an important training venue for future leaders. They are an effective work force for SFVDS - ensuring group participation in problem solving and a great networking and mutual aid platform.*

*Fundamentally, a committee is a group of people who have been selected to perform some particular job. It is important that every phase of committee activity be planned to take full advantage of the talents of the members in a limited time. SFVDS has the following committee structure:*

***Standing Committees –*** *Permanent committees, as established by the SFVDS Bylaws that will work on specific areas of interest or concern to organized dentistry on an ongoing basis. A standing committee may be broken down into sub-committees to work on a specific problem or project. The standing committee reports its recommendations or findings back to the Board of Directors. Standing committees meet regularly or as called, and are:*

1. *Budget Committee*
2. *Bylaws Committee*
3. *Program Committee*
4. *Council on Dental Practice*
5. *Council on Dental Health*
6. *Council on Leadership Development*
7. *Digital Media Committee*
8. *Employee Oversight Committee*
9. Ethics Committee
10. Executive Committee
11. Legislation Committee
12. Media Relations Committee
13. Membership Committee
14. Nominating Committee
15. Peer Review Committee
16. Screening Committee
17. Strategic Planning Committee
18. New Dentist Committee

**AdHoc or Task Force Committees** – These are committees appointed by the President and approved by the Executive Committee to perform an immediate specific task. It automatically ceases to exist when its final report to the Board is made. If the Board votes to delegate additional work to the Ad Hoc Committee, it continues until the new assignment is completed and a report has been given to the Board.

A. Description of a Task Force/Ad Hoc Committee:

* Task force is assigned a task;
* Gathers information only;
* Reports back to Board regularly on status of project;
* Membership of Task Force/Ad Hoc committee

a. only members- Dentists and DHP

b. experts can be invited for consultation; testimony; then dismissed

c. President appoints the chair of the Task Force/Ad Hoc Committee (can be any

SFVDS member)

d. Minutes / notes/ reports will be kept and submitted to the BOD for review

e. NO ACTION to be taken by task force without Board affirmation

f. Date set for deadline and final report to the BOD

If the BOD determines that more follow up work is needed, they will direct a course of action; i.e. 1) task force/Ad Hoc committee can be re-commissioned; 2) an ad hoc committee formed; 3) a standing committee formed; 4) an advisory committee formed, etc.

**Special Event Committees** – These special committees perform tasks related to a specific Society event. Their existence as a special committee shall be continuous as determined by the budget and the Board or can terminate once the project/event is over.

**Other Committees -**

* **Regional Well Being Committee:**  The Regional Well Being Committee is comprised of members in the Southern California Dental Societies knowledgeable about the disease of chemical dependency. As a committee, they are responsible for the following functions: Identification/case finding, investigation/verification, intervention, treatment referral, after care monitoring, peer and other support groups, re-entry assistance/advocacy, education and prevention.

**Committee Chair Nominations and appointments:** The incoming President shall consult and seek the advice of Officers, Trustees, Committee members, Board of Directors, SFVDS staff, and other appropriate individuals prior to making nominations for Committee Chair. Members will receive a verbal inquiry of interest prior to any formal appointments. We strive for diversity in the representation and chairs and committee makeup should take into consideration gender, geography, age, ethnicity and talents. In the event of a vacancy, the President shall appoint a new Chair with approval by the Executive Committee. As a condition of acceptance of the appointment, the chairperson's attendance at committee meetings is mandatory. The Board of Directors shall review all appointments annually.

**Committee Members:** Members shall be selected by the Committee Chairperson. Individuals interested in participating are encouraged to contact the SFVDS office staff and/or the Committee Chairperson of their desire and interest in serving. Appointments shall be made promptly.

**Committee Chair:** The Committee Chair is responsible for accepting and supporting the committee’s charge in directing the activities of his/her committee for a given term. Specifically, the Chairperson orchestrates the development and implementation of program plans and activities consistent with the Society’s policy and strategic plan. It is the Chair’s obligation to attend all committee meetings to exercise leadership in evaluating committee efforts and effectively communicating accomplishments to the committee and to the Society leadership as outlined by the scope of work and charge from the Board of Directors.

**Section XIX. DENTAL FOUNDATION OF CALIFORNIA (DFC)**

**California Dental Foundation** **(DFC)**: The CDF is a non-profit charitable organization composed of representatives from the five Los Angeles County Dental Societies, established in 1951 at the time the old Los Angeles Dental Society was partitioned into the five LA County Dental Societies, all five of whom are equal members in the foundation, and administered by dental professionals and local volunteers in association with the San Fernando Valley Dental Society. The objective of the Foundation is to aid and promote education and research in preventive and clinical dentistry for charitable, scientific, or educational purposes through a set of endowments and funds. The Foundation serves Los Angeles County.

**Section XX. Elections**

The SFV Dental Society shall conduct annual elections to fill all elected positions as defined in the society’s by-laws.

DATES:

A. The date of Election shall be scheduled in a manner that insures CDA certification of the Society’s Trustees and delegates to the CDA House of Delegates.

B. The date of the mailing of any such official publication, direct mail piece(s) or sending of an electronic communication shall be the official date of publication of the Nominating Committee’s selections.

C. Those members who are elected to serve in the capacity of a member of the board of directors or trustee to CDA shall assume their positions January 1 following the election in which they were elected, provided that such beginning of their term does not conflict with the policies of the CA Dental Association.

D. Delegates to the House of Delegates of the CA Dental Association shall serve a three year term, after which they must be re-elected to an additional three year term, with no limits on the number of terms a delegate may serve.

E. Alternate delegates to the CA House of Delegates shall be elected to act as alternates only for the year in which they have been elected.

F. Trustees to the CA Dental Association Board of Trustees shall be elected for a three year term, with the maximum number of terms set at two.

PROCEDURES:

A. The membership of this Society shall be notified by publication not less than

sixty (60) days prior to the day of the election, of the nominations made by the Nominating Committee;

B. This notice shall contain a statement informing the membership of its right to nominate candidates for an elective office by petition. Such notification must include the date the ballots will be mailed.

C. Notification may be given in writing by direct mail, or through any official publication of this Society, or via electronic communication. Simple posting of the Nominating Committee’s selections on the SFVDS web page or other official SFVDS electronic forum shall not be sufficient to satisfy this requirement; however simple posting on such forums and electronic communication to the membership directing the members to visit the website or forum shall be sufficient if a link to the Nominating Committee’s selections is included in an electronic communication to the membership.

D. Additional nominations for any office to be voted upon in the forthcoming election may be made by petition. Such petition shall be filed in the Central Office any time after the publication of the names of the nominees chosen by the Nominating Committee and until 5:00 P.M. 30 days prior to the date the ballots are to be mailed. The petition shall set forth the name of person or persons nominated, the office for which nominated, and shall bear the signature of twenty-five (25) members of this Society entitled to vote. The Central Office staff shall note on each petition the date and hour at which received.

E. Candidates nominated by petition shall be listed in order received on the ballot, following the names of persons nominated by the Nominating Committee

F. Ballots may be mailed or emailed to all active members in good standing fourteen (14) days prior to the day of election.

G. All ballots received by mail, fax or email in the SFVDS central office by 5pm Pacific time, on the day of elections shall be eligible to be counted.

H. Ballots shall be counted by the Executive Director and the SFVDS central office staff. The results of the election shall be published in the same manner as the names of the candidates selected by the Nominating Committee were published. The results shall be published within fourteen (14) days of the day of election. The results shall include the number of votes each candidate received.

**ADDENDUM 1**

**BUDGET, FINANCE AND INVESTMENT POLICY**

**Reserves and Investment policy guidelines**

**Applicability**

The San Fernando Valley Dental Society (SFVDS) is organized as a mutual benefit corporation exempt from income taxes under section 501(C) (6) of the IRS code. With this exemption SFVDS is not subject to income tax on most investment income.

The Board of Directors of SFVDS shall be the responsible party for the creation, periodic re-evaluation and administration of the investment policy for the SFVDS reserves. The Board of Directors reserves the right to amend or terminate this policy at any time.

**Purpose**

The purpose of this document is to outline the Society’s philosophy regarding the investment of reserve funds and the procedures for those investments. It is designed to provide direction for present and future Society administrators for the investment of funds held in reserve.

The need for reserves might be:

* To sustain basic operations and core member services during an economic downturn.
* To provide a source of capital for funding of capital expenditures**.**
* To cover unbudgeted and extraordinary expenditures brought about by unanticipated challenges or opportunities.

**Reserves**

SFVDS shall have three separate reserve line items in the reserve fund. Our goal is to fully fund all of these line items.

* Operations: Starting with a designated ‘seed’ fund of $75,000, established on February 16, 2010, and increasing this amount by 75% of all excess annual revenues over expenses each subsequent year until the goal of six times monthly administrative operating expenses is achieved (or $195,000)

* Building: to eventually purchase a SFVDS owned building, the society has established a building fund, with a designated ‘seed’ amount of $25,000 on February 16, 2010, and will increase this amount by 25% of annual revenues in excess of

expenses until the goal of purchasing a SFVDS building has been achieved.

* Strategic: At levels established by the Board of Directors, the Society shall establish a fund that

will be used for the long-term objectives of the Society

A 2/3 majority of the Board will be required to remove money from reserves. Once reserve goals are met deposition of extra monies to be decided by the Board. It is the goal of the SFVDS Board to have the Executive Director automatically put 100% of all monies in excess of expenses for the fiscal year into reserves, according to the following priorities: Operations, Building and finally Strategic, preferably at a consistent time each year.

**Guidelines**

The overlying consideration is the absolute protection of principle of monies entrusted by the membership. Investments will be prudently diversified for the preservation of capital with the due consideration for liquidity, credit and inflation risks. Certificates of Deposit and Money Market funds will be limited to those institutions with assets of more than one billion dollars, unless such deposits are fully insured by FDIC. SFVDS investments will be in fixed and variable income securities and cash equivalents.

**Prohibitions**

Under no circumstances will funds and assets be invested in significantly speculative securities. Some investments that are prohibitive are; Letter stocks, corporate bonds, private placements, options, short sales, hedge funds, derivatives, margin transactions, financial futures, commodities or other specialized investment activities.

**Management**

The reserve funds will be administered by the Treasurer and Executive Director with the aid of an investment manager. Direction will be given to them by the Board of Directors. Investment managers may manage a portion of or all the reserve assets of SFVDS.

There shall be minimal or no fees paid to such managers.

* The manager must meet annually with SFVDS to develop a strategy for asset reallocation.
* The manager must notify SFVDS immediately of the actual or impending downgrade of the credit worthiness of any security held, when such downgrading would result in a rating below investment grade.
* The manager must notify SFVDS immediately for any changes in the managers’ organization structure, financial condition or in the personnel assigned to manage SFVDS’ assets.
* The manager must understand that it is the desire of SFVDS to be viewed as an investor and not a trader, market timer, or market maker.
* The manager must notify SFVDS when there is a potential significant loss or gain on the disposal of a security prior to the disposal.
* SFVDS Board of Directors may require the managers to make cash available or may otherwise direct the sale of assets.

**ADDENDUM 2**

**OFFICER JOB DESCRIPTIONS**

**OFFICER JOB DESCRIPTIONS**

**PRESIDENT**

**JOB DESCRIPTION**

Summary Description

The President is responsible for directing and participating in the formation and implementation of goals, objectives, policies and priorities of the Dental Society. The President coordinates the efforts of staff, the Board of Directors, the committees and volunteers of the Society.

Specific Responsibilities

1. Maintain regular contact with the Executive Director.

2. Chair all Board of Directors, Executive Committee and General Membership meetings.

3. Set the agenda for the Board of Directors and Executive Committee meetings.

4. Represent the Society at public forums as needed.

5. Act as mentor to President-Elect and other officers.

6. Keep the Board of Directors informed of all important issues.

7. Submit a "President's Message" for inclusion in the Society publication. Copy is due quarterly for publication in the following edition.

8. Promote the Society's activities, services, and programs.

9. Keep apprised of issues facing the Society and its members. Promote the views and decisions of the Board of Directors.

10. Serve as CDA HOD Delegate and serves as SFVDS Delegation Chairperson. Attend All Component Caucus or assign a replacement.

11. Write a President's Welcome for inclusion in new member packets.

12. Direct all Society business in accordance with the strategic plan.

13. Committees: The President serves on the Executive Committee (chair), the Budget Advisory Committee, the Leadership Development Committee and the Strategic Planning Committee.

14. Participate in CA Dental Foundation meetings as required.

Meeting and Commitment Schedule

The President shall attend and chair all Board and Executive Committee meetings. The President shall also attend other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled and needed. The President is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community).

**PRESIDENT-ELECT**

**JOB DESCRIPTION**

Summary Description

The President-Elect is responsible for the General Meeting program for one year and assumes the duties of President as needed (see also President's job description).

Specific Responsibilities

1. Maintain regular contact with the Executive Director and the President.

2. Attend all Board of Directors and Executive Committee meetings.

3. Represent the Society at public forums as directed by the President.

4. Act as mentor to Treasurer and other officers.

5. Promote the Society's activities, services and programs.

6. Secures all General Meeting speakers for the term during his/her term as President-Elect (usually begins during term of Treasurer for scheduling purposes.)

8. Serve as President, should this become necessary, due to the absence of the President or to his/her inability to continue his/her term.

9. Keep apprised of issues facing the Society and its members. Promote the views and decisions of the Board of Directors.

10. Serves as CDA HOD Delegate.

11. Committees: The President-Elect serves on the serves on the Executive Committee, the Budget Advisory Committee, the Leadership Development Committee and the Strategic Planning Committee.

12. Participates in CA Dental Foundation meetings as required.

13. Perfoms other duties as requested by the president

Meeting and Commitment Schedule

The President-Elect shall attend all Board and Executive Committee meetings as well as all other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled and needed. The President-Elect is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community).

**TREASURER**

**JOB DESCRIPTION**

Summary Description

The Treasurer is responsible for developing and implementing the budget, overseeing all operations in connection with financial matters, including accounts receivable and payable, payroll and auditing. The Treasurer shall become familiar with the financial policies, investment policies, and the accounting procedures, controls, and financial reporting of the Society, and shall consult with the President, the Executive Director and the independent accountant on such matters, on which he/she shall advise the members of the Board of Directors and the President. He/She shall report to the Board of Directors to the extent he/she deems desirable or as the Board of Directors may direct, and shall perform such other related duties as may be assigned to him/her by the Board of Directors.

Specific Responsibilities

1. Maintain regular contact with the Executive Director and the President.

2. Attend all Board of Directors and Executive Committee meetings and promote the Society's activities, services, and programs.

3. Prepare the Society's budget. Present the budget to the Board of Directors for approval.

4. Review financial statements and perform the following procedures:

A. Present a financial condition (balance sheet) and results of operations (income statement) to the Executive Committee and at each Board of Directors meeting.

B. Compare current year income statement with the prior year and analyze material differences.

C. Compare current year income statement with budget and analyze material differences.

5. Review the Society's expenditures.

6. Keep apprised of issues facing the Society and its members. Promote the views and decisions of the Board of Directors.

7. Serve as a Delegate to the CDA House.

8. Work on securing General Membership Meeting speakers for the year when he/she will become the President.

9. Committees: The Treasurer serves on the Executive Committee, the Budget Advisory Committee (chair), the Leadership Development Committee and the Strategic Planning Committee.

10. Participates in CA Dental Foundation Meetings as required.

Meeting and Commitment Schedule

The Treasurer shall attend all Board and Executive Committee meetings as well as all other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled and needed. The Treasurer is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community).

**SECRETARY**

**JOB DESCRIPTION**

Summary Description

The Secretary maintains the official record of the actions taken and the decisions made by the SFVDS Board of Directors.

Specific Responsibilities

1. Maintain regular contact with the Executive Director and the President.

2. Attend all Board of Directors and Executive Committee meetings.

3. Submit for distribution to the Board of Directors the minutes of each Executive Committee and Board of Directors meetings to the Executive Director.

4. Promote the Society's activities, services, and programs.

5. Keep apprised of issues facing the Society and its members. Promote the views and decisions of the Board of Directors.

7. Committees: The Secretary serves on the Executive Committee, the Budget Advisory Committee and the Strategic Planning Committee.

Meeting Schedule

The Secretary shall attend all Board and Executive Committee meetings as well as all other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled and needed. The Secretary is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community).

**IMMEDIATE PAST PRESIDENT**

**JOB DESCRIPTION**

Summary Description

The Immediate Past President serves on the Board and the Executive Committee immediately following his/her term as President. He/she shall also attend other Society functions (i.e. Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings, etc.) as scheduled and needed. The IPP is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community).

The Immediate Past President is serves on the Executive Committee. The IPP also serves on the Screening and Nominating Committees as well as the Bylaws Committee.

Specific Responsibilities

1. Attend all Board of Directors and Executive Committee meetings.
2. Serve as CDA HOD Delegate.
3. Participate in the review of the Executive Director with the Employee Oversight Committee.
4. Act as a mentor to the President and other officers; keeps apprised of issues facing the Society and its members.
5. Promote the views and decisions of the Board of Directors; promotes the Society's activities, services and programs.
6. Committees: The IPP serves on the Executive Committee, the Bylaws Advisory committee and the Screening and Employee Oversight Committees.

Meeting Schedule

The Immediate Past President shall attend all Board and Executive Committee meetings. The Immediate Past President shall also attend other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled and/or as needed.

**EDITOR**

**JOB DESCRIPTION**

Summary Description

The Editor is responsible for coordinating the publication of the Society's magazine, *Dental Dimensions.* He/she shall exercise the full editorial control over such publication, subject to the policy of the Society. He/she may appoint SFVDS members to serve as the Editorial Board on an “as needed” basis. The Editor shall be appointed annually by the President for a one-year term and confirmed by a vote of the Board of Directors. The Editor shall serve as an Ex-Officio member of both the Executive Committee and the Board of Directors. He/She works hand-in-hand with the Executive Director to oversee the creation and production of the publication.

Editor-in-Chief duties include, but are not limited to:

1. Attend all Board of Directors and Executive Committee meetings as an ex-officio member.

2. Keep apprised of issues facing the Society and its members; promotes the views and decisions of the Board of Directors.

3. Present an annual report to the Board.

4. Chair and appoint the Editorial Board, associate editors, who will each be assigned an issue of Dental Dimensions*.* The Associate editors will then choose a topic, approved by the Editorial Board in advance, procure supporting articles for that issue. Each Associate Editor will circulate those articles to the other members of the Editorial Board, prior to the deadline. The final draft will be submitted to the Executive Director on or before the deadline. The Editorial Board meets at least twice each year.

5. Provide leadership and/or discussion in Board deliberations.

6. Support and attend Special Events and Programs of the Society whenever possible.

7. Full Editorial control with regard to letters to the editor, content, and subject matter. Questions regarding final publication of Dental Dimensions are the responsibility of the Editor. Letters to the Editor may be directed by the Editor to a specific Associate Editor, but it is ultimately the Editor’s prerogative\* to determine final responses or need to publish any editorial response.

*\* Guidelines for submission of letters to the editor will be printed in every publication.*

Meeting Schedule

The Editor shall attend all Board and Executive Committee meetings. He/she shall serve as a member of the Executive Committee and the Board of Directors. The Editor shall also attend other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled.

Level of Commitment

The Editor is expected to attend and participate in Society meetings, unless an emergency prevents his/her attendance. The Editor is also expected to be knowledgeable about all of the issues facing the Society and is expected to promote the views and decisions of the Board of Directors (among members and the community at large).

**TRUSTEE**

**JOB DESCRIPTION**

Summary Description

SFVDS currently has two Trustees who serve on the CDA Board of Trustees. The Trustee reports to the Board of Trustees Chairman, the current CDA President.

Purpose

To serve as a member of the managing/fiduciary body of the association, vested with the authority to conduct the business of the association within the policies established by the House of Delegates; to serve the CDA Board as a voting member, to develop policies, procedures and regulations for the operation of the California Dental Association; to monitor and set policy relative to the finances of the association and to adopt policy regarding its programs and services, with the interests of the SFVDS in mind.

Term

Three-year term with eligibility to serve two three-year terms, in accordance with the CDA Bylaws.

Expected Meeting Attendance

Participation in the following meetings is expected:

1. CDA Board of Trustees meetings
2. CDA Leadership Conference.
3. CDA House of Delegates meetings.
4. Attend all SFVDS Board of Directors and Executive Committee meetings.
5. Promote the Society's activities, services and programs.
6. Serve as CDA HOD Delegate as an “alternate” to the SFVDS Delegation if permitted.
7. Committees: The Trustee serves as a participant of the Executive Committee and the Board of Directors, but shall have no voting privileges.

**BOARD OF DIRECTORS**

**JOB DESCRIPTION**

Summary Description

The Directors, as representatives of the membership and are responsible for evaluating issues facing the Society, offering their input, and participating in the decision making process.

Specific Responsibilities

1. Attend all Board of Directors meetings. In accordance with the Bylaws, If any member of the Board of Directors misses 25% or more of the Board meetings in any calendar year, unless excused in each case by the President, his/her office must be declared vacant. Positions will be declared vacant at the first regular Board meeting after which the disqualifying default in attendance occurred. Vacant positions will be filled by the President.

2. Keep apprised of issues facing the Society and its members. Promote the views and decisions of the Board of Directors.

3. Promote the Society's activities, services, and programs.

4. Attend all Society sponsored programs.

5. Serve on a committee designated by the President and act as Board liaison to that committee to monitor goals, budget, and achievements.

Meeting Schedule

Directors shall attend and participate in all Board meetings. Directors shall also attend other Society functions (i.e., Membership Meetings, Special Programs, New Member Recruitment functions, Regional Meetings etc.) as scheduled.

Level of Commitment

Directors are expected to attend and participate in Board meetings, unless an emergency prevents his/her attendance. If a committee chair, each is expected to make reports to the Board at its regularly scheduled meetings, the activities of their committee (while monitoring established committee goals). Directors are also expected to be knowledgeable about all of the issues facing the Society promote the views and decisions of the Board of Directors (among members and the community at large).

**DELEGATE**

**JOB DESCRIPTION**

The nominees for Delegates to the CDA House of Delegates must possess all of the characteristics listed below and should be willing to serve on the board of directors and fulfill the complete three year term required of delegates:

***Representation:*** should sample and gather information from SFVDS members and other practicing dentists in the local areas regarding their concerns about delivery of care within their practices, community and state.

***Commitment:*** should attend local and regional caucus meetings to study issues and build consensus; attendance at all meetings is essential.

***Knowledge:*** should be well read on current issues facing dentistry; should be well informed regarding resolutions and future direction of CDA and the needs of our individual component.

***Specific Skills:*** should have good verbal/presentation, communication skills and application of parliamentary procedures.

**ADDENDUM 3**

**COMMITTEE DESCRIPTIONS**

**Standing Committees:**

*COMPOSITION AND TERM OF OFFICE*:

A. The standing committees of this Society shall be Budget, Bylaws, Council on Dental Care, Council on Dental Health, Leadership Development***,*** Ethics, Employee Oversight, Executive***,*** Legislation, Media Relations, Membership, Nominating, Peer Review, Programs, Screening, Strategic Planning, and the Committee on the New Dentist.

Additional duties and responsibilities of these committees shall be governed by policies established and periodically reviewed by the Board of Directors.

B. Unless otherwise required by these Bylaws***,*** each standing committee shall be composed of not less than three (3) Society members, where the terms of each committee member shall commence upon installation of the new administration. Terms of each committee member shall continue until his successor is elected or appointed.

C. Unless otherwise provided in these Bylaws, the term of each member of a committee shall be at the discretion of each chairman.

D. Unless otherwise provided in these Bylaws, the committee chairmen shall be appointed annually by the President, subject to ratification by the Board of Directors prior to the effective date of the appointment.

E. Ex-Officio members of committees shall serve without the right of vote.

F. All committee members must be active members in good standing of the Society and qualified to vote. ADHP members may serve on the committees with the exception of Peer Review and Ethics.

*FINANCIAL OBLIGATIONS*:

No financial obligations shall be incurred by any committee which have not been authorized by the Board of Directors and for which appropriation have not been made.

COMPOSITION EXCEPTIONS *AND DUTIES OF STANDING COMMITTEES:*

**1. Budget:**

Composition: The Budget Committee shall consist of the Executive Committee and Program Chair.

Duties:

1. The Committee shall prepare the Annual Report to allow for all expenses and income of the Society;

2. The Committee shall periodically review the Budget during the year and amend the Budget as necessary.

3. The Committee shall submit the Budget to the Board of Directors for approval.

**2. Bylaws:**

Duties: The Committee shall report to the Board of Directors all proposed amendments to the Bylaws, with its recommendations for approval or disapproval.

**3. Council on Dental Practice:**

Duties: It shall be the duty of the Dental Care Committee to:

1. Promote the 3rd party payor policies adopted by the California Dental Association;

2. Educate the membership concerning 3rd party payors, including governmental care

programs;

3. Act in liaison with the California Dental Association, San Fernando Valley Dental Society and other CDAcomponents in 3rd party payor and government care programs.

**4. Council on Dental Health:**

Duties: The objectives of the Council on Dental Health shall be to:

1. Maintain a comprehensive program of dental health education;

2. Study and make recommendations to the Board of Directorsconcerning public service

programs that will increase the volunteer involvement of the membership in the San Fernando Valley Dental Society component jurisdiction’s community health programs

3. To promote the dental health education of the public;

4. Supervise activities and formulate procedures and policies that will tend to advance public relations;

5. Act in Liaison with local, state and government agencies, and private entities in the promotion and advancement of dental health;

6. Approve all dental health education material released to the public in the in the name of or identified with this Society;

7. Conduct its activities in accordance with the approved policies of this Society.

**5*.* Leadership Development Committee:**

Duties: The committee shall identify and recruit leaders for the SFVDS, who will represent the membership of the Society. The committee will develop in the members of the Society the skills needed to serve in positions of leadership.

**6. Employee Oversight Committee**

Composition: This committee shall be comprised of the five most recent past-presidents, with the Immediate Past President as chair. Vacancies on this committee shall be appointed by the Immediate Past-President for a term of one-year.

1. Each succeeding year, the chair of this committee shall change to the next immediate past-president and the past-president of the oldest tenure shall step down.

Duties: This committee shall:

1. Insure that employee files are maintained for each employee of the Society.

2. Review and consult with the Executive Director on all periodic employee reviews and

wage/benefit recommendations.

3. Maintain and review the Employee Personnel Manual on an annual basis to insure that it is up to date with current law. The Executive Director is responsible for keeping the personnel manual up to date, with changes recommended to the Employee Oversight Committee for final approval.

4. Make recommendations to the Budget Committee on employee compensation packages for the upcoming year, prior to the Budget Committee’s annual meeting to prepare the following year’s budget.

5. Recommend the addition, deletion and changes to any of the above duties or any personnel policies to the Board of Directors on an annual basis.

6. To review all employee grievances as they come to the attention of the committee, attempt to mediate such grievances between the parties involved, and if unsuccessful, make recommendations to the Executive Director and/or Board of Directors for corrective action.

7. The committee shall also review the work of the Executive Director and report its findings and recommendations to the Executive Committee.

**7Ethics:**

Composition: The Ethics Committee shall be a committee of not less than three (3) members. ADHP members may not serve on the Ethics Committee.

Duties: It shall be the duty of the Ethics Committee to:

1. Investigate all complaints against members referred to it and if deemed necessary, refer the complaint to the appropriate CDA or Dental Board of California (DBC) entity.

2. Educate the membership on the Code of Ethics;

3. Be guided in its deliberations by the CDA Code of Ethics.

**8.Executive**

Composition: The Executive Committee shall be an annual committee consisting of the President as Chairman, President Elect, Immediate Past President, Treasurer, Secretary, and Editor.

Duties: It shall be the duty of this committee to:

1. Supervise the work of the Executive Director;

2. Review the agenda for meetings of the Board of Directors;

3. Act in liaison between this Society and the State Association;

4. Make recommendations on matters referred to it as well as matters it initiates.

**9. Legislation**

Duties: It shall be the duty of this committee to:

1. Keep informed of proposed legislation affecting dentistry and public health;

2. Disseminate information to the members of this Society pertaining to legislation which affects the public health or practice of dentistry;

3. Maintain liaison and cooperate with appropriate legislative and regulatory councils,

departments, committees, and other entities of the California Dental Association.

**10. Media Relations:**

Duties: It shall be the duty of this committee to:

1. To represent the San Fernando Valley Dental Society to the media, upon successful

completion of a Board of Director approved ‘Media Training Program’.

1. Be responsible for the promotion and marketing of dentistry, and the functions and events of the Society and its membership.

**11. Membership:**

Duties: it shall be the duty of this committee to:

1. Continuously encourage and stimulate membership of all eligible dentists, ADHP and Vendor members;

**12. Nominating Committee**

Composition: The nominating committee shall be composed of the current Executive Committee of the Board of Directors.

Duties: To receive and review the recommendations of the Screening Committee, and to put forth a slate of candidates for a vote by the general membership for the following year’s officers, trustees and delegates to the CDA House of Delegates annual meeting.

**13. Peer Review Committee**

Composition: The Peer Review committee shall consist of not less of six (6) members. ADHP members may not serve as members of the Peer Review Committee.

Duties: It shall be the duty of the Peer Review Committee to comply with the procedures and policies of a Peer Review Committee as set forth by CDA’s Council on Peer Review.

**14. Program**

Duties: The Program Committee shall be responsible for selection of CE programs, essayists, clinics, and exhibits. Working in conjunction with the central office, it shall be the duty of this committee to arrange the programs for meetings of this Society and supply all necessary facilities for conducting such meetings. The Chairperson shall furnish the Editor, for each official publication, such papers and other items of the program, as in his***/***her judgment, are of interest to the profession.

The Program Committee shall consist of five (5) to seven (7) members:

1. A program chair who is appointed annually by the Executive Committee of the SFVDS Board of Directors.
2. The SFVDS President-elect
3. The SFVDS Treasurer
4. A new dentist, in practice less than 10 years and less than 40 years old.
5. 2-4 additional members, approved by the Executive Committee of the SFVDS Board of Directors

The program Committee will also maintain relationships with neighboring CDA components in an effort to gather information regarding successful speakers who have drawn large attendances.

**15. Screening**

Composition: The Screening Committee shall be a committee of seven (7) members and seven (7) alternate members. The Past President once removed shall serve as the Chairman of the Screening Committee. The Immediate Past President shall serve as Vice Chairman of the Screening Committee. The other 5 members of the screening committee and all seven alternates will be appointed by the then current President of the Dental Society

Duties: It shall be the duty of this committee to:

1. Notify the membership of positions being considered by the screening committee, inviting nominations from the membership or self nominations 30 days prior to convening the first meeting of the screening committee. Such notice may be given in any manner authorized by the by-laws for member communications. The chair of the screening committee may establish such nomination criteria as he/she feels is necessary to properly evaluate potential candidates.

2. Meet at the call of the Chairman as many times as there are elections to be held where the purpose of such election is to choose a member of this Society to serve in any office of this Society or the California Dental Association, to be chosen by this Society. All meetings shall be convened with a least five days notice.

3. Complete its work at least sixty (60) days prior to the date of the election of candidates for the office for which nominations are to be made;

4. Nominate candidates for the office of President Elect, Vice President, Secretary, Treasurer, Trustee or Trustees to the California Dental Association where such offices will be vacant, Delegates to the California Dental Association House of Delegates where such offices will be vacant, Alternate Delegates to the California Dental Association House of Delegates in the number allotted by the California Dental Association.

Quorum: A majority of the total number of members of the Screening Committee (4 of 7) shall constitute a quorum for the transaction of business.

**16. Digital Media Committee**

Composition: This committee shall be comprised of the chairs of the Editorial, Program, New Dentist and Membership Committees, with a chair to be selected by these members.

Duties: This committee shall guide the 24/7/365 means for members to contact each other and exchange information, above and beyond other communication vehicles that the Society offers.  Social Networking Site(s) shall be created and maintained by committee, working with staff, in a manner that furthers this objective.

**17. Strategic Planning**

Composition: This committee shall be comprised of two (2) members of the Executive Committee, four (4) past presidents, three (3) members of the current Board of Directors (preferably with experience with other non-profit organizations), any number of committee chairs as deemed necessary by the President, and if financially feasible, an outside facilitator.

Duties: To develop and maintain a one through 10 year plan for the San Fernando Valley Dental Society that shall:

1. Clarify the purpose of the San Fernando Valley Dental Society, its mission and image.

2. Examine all SFVDS functions, programs, purposes, leadership structures and development, operating systems, community involvements, infrastructure needs, benefits, etc.

3. Incorporate the demographic changes taking place within the profession of dentistry in general and the SFVDS in particular into both the short and long range plans of the SFVDS.

4. The committee shall meet at least once each year.

**Ad Hoc committees:**

**Editorial Board**

Composition: This committee shall be comprised of the Executive Committee of the Board of directors and any other members deemed critical to the execution of the committee’s charge. The Editor shall be the chair of this committee.

Duties: To develop and help produce the official publication of the SFVDS

* 1. Will have as its main goal to provide information regarding ADA, CDA, government, community and Dental Society activities that affect SFVDS members and their practices.
  2. The Editorial Board will determine the format, content, schedule and deadlines of the publication

Budget: The Editor, Editorial Board and the Executive director shall work together to submit an annual budget to the Budget and Finance Committee.

**SPECIFIC POLICIES**

**ADDENDUM 4**

Title: **Record Retention**

**Policy Statement:**

The following policy applies to records, files and documents belonging to the San Fernando Valley Dental Society (SFVDS)

□ Staff will maintain organization’s records in accordance with the adopted record retention schedule as required by law.

□ Correspondence will be maintained a minimum of one year and a maximum of five years with exception of documents that support legal and critical issues.

□ Financial records shall be maintained as required by law.

□ Minutes and legal documents shall be maintained perpetually.

□ An accountant or lawyer will review the documentation schedule periodically to update according to legal requirements.

□ Public records will be provided in accordance with law.

□ Peer review records will be maintained for a minimum period of three years.

**Rationale:**

The staff should have the authority to clean out files and destroy documents according to an adopted policy.

The organization should not require outside rental storage space for old documents.

No documents that portray the history or culture of the organization shall be destroyed.

Title: **Whistleblower**

**Policy Statement:**

A staff member may discuss his/her concerns about the decisions or actions of the Executive Director, without fear of retaliation or retribution, with the elected president. The president may appoint a committee to investigate the concerns.

Staff members must respect the lines of authority and not approach other persons about a concern.

There shall be no retribution for a staff member who reports such a concern. The proper authorities must respond in a timely manner to the president.

Definition: One who reveals wrongdoing within an organization to the public or to those in positions of authority.

**Rationale:**

It is important to the integrity, legal and regulatory compliance of the SFVDS that staff members have a means by which any alleged wrongdoing can be reported, without fear of retribution.

Anonymity and confidentiality are appropriate ways to approach this delicate issue.

Title: **Dental Society Management**

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**Policy Statement:**

The San Fernando Valley Dental Society is committed to providing a hierarchical management environment, within which staff and volunteers are required to follow specific protocols which lend themselves to the efficient management and achievement of all dental society goals and objectives as outlined in the current five-year strategic plan of the organization.

The board of directors has approved this policy with the following specific referents:

1. The executive director is responsible for scheduling and implementing all dental society programs, events and administrative needs. Such scheduling shall be included in the dental society's annual calendar of activities, which shall be continuously updated and disseminated to all staff, board of directors and committee chairs.

2. All work assignment requests are to be directed to the executive director, who will coordinate staff and resources to get the job done within the existing structure and abilities of staff and dental society resources.

3. Once a program, event or administrative need is integrated into the dental society's calendar, committee chairs and board of directors may work directly with staff members to accomplish the goals of that particular project provided that the executive director is kept fully informed throughout the process.

4. Board members having problems with dental society staff, in the performance of their assignments, should direct their concerns to the executive director for corrective action.

5. Board members having problems with the executive director, in the performance of his/her assignments, should direct their concerns to the president of the dental society, who is the executive director's immediate supervisor.

6. Should the executive director have problems with any board members, he/she shall direct his/her concerns to the president.

7. Should the president have a problem with the executive director or vice-versa, concerning the performance of his/her job as the executive director or president, he/she should direct their concerns to the employee oversight committee.

Rationale:

Open and respectful communications between the board of directors, the president and the executive director are paramount to the efficient and effective accomplishment of the dental society's strategic plan, and all of its contributing programs, events and administrative functions. Achieving this goal in an efficient and effective manner requires adherence to a policy of hierarchical management of the dental society.

Title: **Collaboration With Neighboring Components**

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**Policy Statement:**

The San Fernando Valley Dental Society is committed to providing an environment of cooperation with its friends, neighbors and colleagues in neighboring dental society components, particularly those in Los Angeles County.

The board of directors has been and continues to be in favor of multi-component collaboration when and if feasible and when the sharing of dentistry related activities show the promise of benefit to the field of dentistry and our colleagues, particularly those in the closest proximity.

In the past, the SFVDS has been in the forefront of organizing membership recruitment and retention efforts, new dentist meetings, dental school student meetings, and social/networking gatherings for members of all neighboring components.

However, it is the policy of the SFVDS to not cross-promote CE courses with other components as it may affect the non-dues revenue that is generated by the SFVDS' successful programs.

In the spirit of collaboration, SFVDS will continue to organize, promote and participate in joint efforts with other components, particularly those in Los Angeles County, excluding CE courses and any other events that may affect SFVDS' non-dues revenue.

Rationale:

Collaboration between neighboring components will foster an enhancement of the membership experience, the sharing of information and additional membership offerings that cannot be provided by any one component alone. This collaboration will be of benefit to all dentists within the tripartite system by allowing the exchange of information and experiences among dental colleagues, particularly among those components in Los Angeles County where common geographical concerns may be shared and any problems or advances involving dentistry in our specific area can be approached and solved through a larger group of ideas and possible solutions. This is also true, to a lesser extent, with other components throughout the State of California and the nation as a whole.

Title: **Conflict of Interest**

**Policy Statement:**

A director or officer of the San Fernando Valley Dental Society (SFVDS) may have business dealings with the organization, except when prohibited by the bylaws or by statutory law. The officer has both a legal and moral duty, however, to disclose any interest in such a transaction, and must deal fairly, avoiding any transaction not in the best interests of the organization.

Officers, directors and other volunteers, who serve the San Fernando Valley Dental Society (SFVDS) in positions of responsibility, although they are not compelled to serve and are not compensated for their service, nevertheless have certain legal obligations to the association. Volunteers have a fiduciary duty, including the duties of care and loyalty. SFVDS volunteers may be personally and individually legally liable for injury or damages that result from their unauthorized disclosure of confidential association information.

* The volunteers should place the SFVDS’ interests first in dealings on the association’s behalf. One should be alert to possible opportunities and risks, and promptly inform appropriate personnel concerning those opportunities and risks.
* The volunteer should be alert to possible conflicts of interest and circumstances that could create even the appearance of a conflict. At a minimum one should disclose those conflicts or situations before taking part in any deliberations or decisions on subjects where possible conflicts exist.
* The volunteer should be aware that recusal or even resignation may be appropriate and in the association’s best interests where an actual or apparent conflict of interest exists.
* The volunteer should not expropriate corporate opportunities available to the association.
* The volunteer should carefully preserve the confidentiality of any information that comes into the volunteer’s possession and that is designated or treated as confidential by the association. Confidential information should not be shared with unauthorized persons or entities.
* The volunteer should be particularly careful to not disclose legal information that comes to the association through inside or outside legal counsel.

**Rationale:**

The conflict of interest disclosure is necessary to ensure that the association’s interests are guarded and that the volunteers are able to perform their duties of care, loyalty and fiduciary responsibilities. Volunteers and staff of the organization shall be required to sign a statement of confidentiality annually.

**Conflict of Interest Statement for Volunteers**

**of the San Fernando Valley Dental Society (SFVDS)**

No board member or board committee member, or any member of his/her family should accept any gift, entertainment, service, loan, or promise of future benefits from any person who either personally or whose employees might benefit or appear to benefit from such board or committee member’s connection with San Fernando Valley Dental Society (SFVDS), unless the facts of such benefit, gift, service, or loan are disclosed in good faith and are authorized by the board. Board and committee members are expected to work out for themselves the most gracious method of declining gifts, entertainment, and benefits that do not meet this standard.

No board or committee members should perform, for any personal gain, services to any San Fernando Valley Dental Society supplier of goods or services, as employee, consultant, or in any other capacity which promises compensation of any kind, unless the fact of such transaction or contracts are disclosed in good faith, and the board or committee authorizes such a transaction. Similar association by a family member of the board or committee member or by any other close relative may be inappropriate.

No board or committee member or any member of his/her family should have any beneficial interest in, or substantial obligation to any SFVDS supplier of goods or services or any other organization that is engaged in doing business with or serving SFVDS unless it has been determined by the board, on the basis of full disclosure of facts, that such interest does not give rise to a conflict of interest.

This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.

Any matter of question or interpretation that arises relating to this policy should be referred to the Executive Committee and/or to the Board of Directors for decision, where appropriate.

I have received, read and understand fully the Conflict of Interest Statement and will comply with the statement by bringing any potential conflict of interest situations to the board for consideration.

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Date Signature Signature

Title: **Meeting Minutes (Distribution Of)**

**Policy Statement:**

Minutes shall be recorded in writing for all meetings of the Board of Directors and executive committee of the San Fernando Valley Dental Society (SFVDS). Minutes shall be recorded in a manner as to reflect the actions, motion and statements of the board, without recording superfluous discussions.

Minutes shall be distributed to members of the Board of Directors and committee members within 21 business days of the meeting. If any audio or video recording was made of the meeting, it shall be destroyed upon approval of the minutes.

Distribution by electronic means shall be deemed acceptable and all recipients are prohibited against unauthorized editing of a word processor document.

**Rationale:**

Accurate, concise and complete minutes are of vital importance to an organization. They are the official history and legal record of the proposals, reports and decisions of the members. Minutes are invaluable for reference and the courts give them great weight as evidence. Auditors depend on them for proof of authorization for important expenditures.

Title: **Apparent Authority and Use of Stationary**

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**Policy Statement:**

It is the policy of the San Fernando Valley Dental Society (SFVDS) that any communication on behalf of the association shall be official, at the direction of the president, board or staff. No statements shall be made, either verbal or written that conflict with the position or policy of the association. Leadership should understand that by virtue of their position, that any statements may be perceived as official and made on behalf of the organization.

To control official communications, stationary and business cards are for the use of the staff *only.* Members of the board or committees may not use SFVDS stationary for any purpose other than official Dental Society business. A copy of the outgoing letter shall be provided to staff within 24 hours of dissemination, for permanent file retention. In most cases it is suggested staff will prepare letters sent on behalf of the organization with a copy remaining in the office.

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**Rationale:**

This policy statement provides guidance concerning who is authorized to make public statements on behalf of or as a representative of the association and the manner in which such public statements should be handled. It also provides guidance as to the distribution of documents or other information from the association by the board.

Title: **Sexual Harassment**

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**Policy Statement:**

The San Fernando Valley Dental Society (SFVDS) is committed to providing a work environment that is free from discrimination. In keeping with this commitment, we maintain a strict policy prohibiting any kind of unlawful harassment or discrimination, including racial, sexual, ethnic, handicap, age or religious harassment. This policy prohibits harassment in any form, such as verbal, physical, and visual harassment.

The definition of sexual harassment includes: (1) quid pro quo sexual harassment where employment or continuing employment is based on the granting of a sexual favor, and (2) the creation of a hostile work environment, to the extent that an employee feels coerced or intimidated. A hostile work environment can be created by words and/or actions. Words or actions are considered unlawful sexual harassment if, among other things, they are (1) sexual in nature, and (2) unwelcome.

Examples of sexually harassing conduct include:

a. Unwelcome sexual flirtations, advances or propositions

b. Verbal abuse of a sexual nature

c. Graphic verbal comments about an individual’s body

d. Sexually degrading words or gestures

e. The display in the workplace of sexually suggestive objects or pictures

Examples of other types of harassment include:

f. Nicknames pertaining to any racial, ethnic, religious, handicap, or age characteristic

or stereotypes

g. Racial, ethnic, handicap, age or religious jokes

h. Signs, magazines, e-mails or bulletin board notices that are found offensive by a protected

minority.

i. Use of any racial, ethnic, religious, handicap or age slurs

Any employee or volunteer who believes he or she has been harassed by a co-worker, supervisor, client or agent of this organization should promptly report the facts of the incident or incidents and the names of the individuals involved to his or her supervisor, or to any member of the Employee Oversight Committee with whom they feel most comfortable.

Supervisors should report all complaints of harassment to the CEO to ensure that they are resolved promptly and effectively. The CEO or an outside party will investigate the complaint, and the employee will be advised of the findings and conclusions.

All actions taken to resolve complaints of harassment through internal investigations shall be conducted as confidentially as possible and practical. Any supervisor, manager, or any other employee who is found, after appropriate investigation, to have engaged in harassment of another employee will be subject to disciplinary action, up to and including termination. Employees who utilize the complaint procedure outlined in this policy will not be retaliated against and will not have their employment adversely affected by making such a complaint.

If you have any questions concerning this policy, please feel free to contact the CEO or other member of management.

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**Rationale:**

This policy is important to ensure that the workplace is compliant with federal and state laws regarding the issue as well as providing a safe and comfortable environment in which to work.

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Title: **Antitrust Avoidance**

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**Policy Statement:**

It shall be the policy of the San Fernando Valley Dental Society (SFVDS) to be in strict compliance with all federal and state antitrust laws, rules and regulations. Therefore:

* 1. These policies apply to all membership, board, committee and other meetings sponsored by the SFVDS.
  2. Discussions of prices or price levels are prohibited. In addition, no discussion is permitted of any elements of a company’s operations, which might influence price such as:
     1. Cost of operations, supplies, labor or services;
     2. Allowance for discounts;
     3. Terms of sale including credit arrangements; and,
     4. Profit margins and mark ups, provided this limitation shall not extend to discussions of methods of operation, maintenance, and similar matters in which cost or efficiency is merely incidental.
  3. It is a violation of antitrust laws to agree not to compete, therefore, discussions of division of territories, customers or limitations on the nature of business carried on, or products sold are not permitted.
  4. Boycotts in any form are unlawful. Discussion relating to boycotts is prohibited, including discussions about blacklisting or unfavorable reports about particular companies including their financial situation.
  5. It is SFVDS’ policy that all meetings attended by representatives of the SFVDS where discussion can border on an area of antitrust sensitivity, that the association’s representative request that the discussion be stopped and ask that the request be made part of the minutes of the meeting being attended. If others continue such discussion, the association’s representative should excuse himself/herself from the meeting and request that the minutes show that he/she left the meeting at that point and why he/she left. Any such instances should be reported immediately to the President and staff of the association.
  6. It is SFVDS policy that a copy of these Antitrust Compliance Policies be given to each officer, director, committee member, official representative of member companies and association employees annually and that the same be read or understood at all meetings of the membership of the association.

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**Rationale:**

Because associations are vehicles for bringing competitors together and conduits for moving information among competitors, we are closely scrutinized for violations of antitrust laws. This unique exposure to antitrust scrutiny dictates that the SFVDS should take steps to minimize the danger of becoming involved in antitrust investigations or litigation.

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**Board of Directors & Committee Sign In Sheet – Antitrust Avoidance**

I have been asked to remind all of you in attendance that various state and federal laws prohibit the exchange of information among competitors regarding matters pertaining to price, refusals to deal, market division, tying relationships and other topics which might infringe upon antitrust regulations, and that no such exchange or discussion will be tolerated during this meeting or any other future meeting of the Board of Directors of the SFVDS.

As a Board, any activity, whether formal, informal or social, we engage in, or recommendation we develop, may be assumed to be a collective activity,  Collective activity with regards to anti-trust is highly problematic.  Therefore, we;

* Cannot discuss fees specifically, or how fees are determined.
* Cannot suggest not doing business with a specific carrier or supplier for perceived unfair practices, or fees/costs, whether high or low.
* Cannot show favoritism towards a specific carrier or supplier to the exclusion of others.
* Cannot hinder the ability of non SFVDS members by virtue of their non membership, to compete with SFVDS dentists or in any way hinder or interfere with their ability to practice dentistry.

These guidelines apply not only to the formal meeting sessions, but to informal discussions during breaks, meals or social gatherings.

Thank you for your cooperation. President of the Board

**Meeting Date\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Purpose\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**ATTENDEES SIGNATURES REQUIRED:**

**Signature Print Name**

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Title: **Financial Reserve**

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**Policy Statement:**

The San Fernando Valley Dental Society (SFVDS) shall maintain various reserve accounts, as determined b the Board of Directors. Such reserves shall include:

* + 1. Operations Reserve Fund. This reserve shall be sufficient to ensure that the Society’s operations can continue for at least six months should unexpected expenses arise. To do so, the Operations Reserve fund shall be equal to six months of the annual operating budget. The fund may not be spent down without approval of 2/3 of the board.
    2. Strategic Fund. At levels established by the Board of Directors, the Society shall establish a fund that will be used for the long-term objectives of the Society

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**Rationale:**

The rationale for establishing reserve funds includes:

* The reserves are a benchmark for savings annually.
* Such funds will protect the organization in case of an emergency or unexpected disaster.
* Such funds are a sign of stability for SFVDS.
* If a disaster were to occur the staff and expenses could be paid for six months until other arrangements could be made.
* It will allow for the eventual acquisition of a Society owned building
* It will allow for the funding of long-term, strategic initiatives of the Society

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Title: **Insurance Coverages**

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**Policy Statement:**

At a minimum, the San Fernando Valley Dental Society (SFVDS) will maintain the following insurance coverages:

***General Liability Insurance:*** The Executive Director will negotiate and recommend general liability insurance to the Board of Directors for approval. This insurance should be sufficient to protect SFVDS’ assets from general exposure.

***Directors and Officers Liability (D&O) Insurance:*** The Executive Director will negotiate and recommend D&O insurance to the Board of Directors for approval. The coverage should protect the Board of Directors, committee chairs and the Executive Director from liability and legal defense costs associated with the actions and decisions of the Board of Directors. Periodically an attorney will review the existing coverages.

***Fiduciary Bond:*** Employees handling money shall be covered by a fiduciary bond or employee dishonesty bond (may be part of the General Liability policy).

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**Rationale:**

To insure that the Society’s assets are protected against standard risks and to encourage the best people to accept positions as officers and directors and as staff, and in an effort to protect the volunteers and staff who work for the SFVDS, the above-noted insurances are required.

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Title: ***Budget/Finance***

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**Policy Statement:**

The primary role of the Budget/Finance committee is to instill confidence that the funds of the organization are used in a manner consistent with good financial practice. This includes making certain that funds are used only for the purposes for which they were intended and in ways that do not violate the principles that resulted in tax-exempt status.

The Budget/ Finance Committee, is to be composed of the Executive Committee, of which the Treasurer shall act as chairman.

The San Fernando Valley Dental Society (SFVDS) Board of Directors has delegated to the Budget/Finance Committee, the following responsibilities:

* Recommending to the board an independent audit firm and the frequency required for a complete audit versus a review or a compilation.
* Ensuring the appropriateness of financial statement presentation and the adequacy of footnote disclosures, including but not limited to the monthly accounting records and the portfolio managed by any capital management company.
* Providing oversight of the internal control structure.
* Approving the annual internal audit plan and review the resulting reports prepared by the internal auditor.
* Reviewing the annual Form 990, 990T and comparable state tax forms that are filed with the Internal Revenue Service (IRS) and the Franchise Tax Board (FTB).
* The treasurer shall communicate directly with the outside accountant on a quarterly basis to screen for potential financial irregularities

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**Rationale:**

Recent scrutiny of financial responsibility in both the non-for-profit and for-profit sectors has brought the role of the budget/finance committee into the public eye. San Fernando Valley Dental Society’s (SFVDS) most valuable asset is its reputation and good name. It is fundamental for the Budget/Finance committee to help the Board of Directors assure the integrity and credibility of the organization’s financial statements, financial management and to ensure the solvency of SFVDS.

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Title: **Policy on the Process for Determining Compensation**

This Policy on the Process for Determining Compensation of the San Fernando Valley Dental Society applies to the compensation of the following persons employed by the Organization:

\_\_X\_\_ The Organization’s **Executive Director**

The process includes all of these elements: (1) review and approval by the Board of Directors or compensation committee of the Organization; (2) use of data as to comparable compensation; and (3) contemporaneous documentation and recordkeeping.

1. **Review and approval**. The compensation of the person is reviewed and approved by the Board of Directors or compensation committee of the SFVDS, provided that persons with conflicts of interest with respect to the compensation arrangement at issue are not involved in this review and approval.

2. **Use of data as to comparable compensation**. The compensation of the person is reviewed and approved using data as to comparable compensation for similarly qualified persons in functionally comparable positions at similarly situated organizations.

3. **Contemporaneous documentation and recordkeeping**. There is contemporaneous documentation and recordkeeping with respect to the deliberations and decisions regarding the compensation arrangement.

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Title: **Joint Venture Policy**

This Joint Venture Policy of the San Fernando Valley Dental Society requires that the organization evaluate its participation in joint venture arrangements under federal tax law and take steps to safeguard the organization’s exempt status with respect to such arrangements. It applies to any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity as further defined in this policy.

1. **Joint ventures or similar arrangements with taxable entities**. For purposes of this policy, a joint venture or similar arrangement (or a “venture or arrangement”) means any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity without regard to: (a) whether the organization controls the venture or arrangement; (b) the legal structure of the venture or arrangement; or (c) whether the venture or arrangement is taxed as a partnership or as an association or corporation for federal income tax purposes. A venture or arrangement is disregarded if it meets both of the following conditions:

(I) 95% or more of the venture’s or arrangement’s income for its tax year ending within the organization’s tax year is excluded from unrelated business income taxation [including but not limited to: (a) dividends, interest, and annuities; (b) royalties; (c) rent from real property and incidental related personal property except to the extent of debt-financing; and (d) gains or losses from the sale of property]; and

(ii) The primary purpose of the organization’s contribution to, or investment or participation in, the venture or arrangement is the production of income or appreciation of property.

2. **Safeguards to ensure exempt status protection**. The organization will: (a) negotiate in its transactions and arrangements with other members of the venture or arrangement such terms and safeguards adequate to ensure that the organization’s exempt status is protected; and (b) take steps to safeguard the organization’s exempt status with respect to the venture or arrangement. Some examples of safeguards include:

(I) control over the venture or arrangement sufficient to ensure that it furthers the exempt purpose of the organization;

(ii) Requirements that the venture or arrangement gives priority to exempt purposes over maximizing profits for the other participants;

(iii) That the venture or arrangement not engage in activities that would jeopardize the organization’s exemption; and

(iv) That all contracts entered into with the organization be on terms that are arm’s length or more favorable to the organization.

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**Identity Theft Detection and Response Policy**

**1. Policy**

This office has adopted an Identity Theft Detection and Response Policy and Procedures Program (“Program’) pursuant to the Federal Trade Commission’s Red Flag Rules. The purpose of the Program is to assist in detecting, preventing, and mitigating instances of possible identity theft in connection with members in our Society. It does so by (a) requiring us to verify the identity of all new members, (b) establishing certain “red flags” that could indicate possible identity theft, and (c) requiring follow-up on any incident which triggers a red flag. The Program must be observed by all employees and volunteer leadership of this Society, including the professional, administrative, and clerical staff.

**2. Red Flags that May Indicate Identity Theft**

1. An individual falsely claiming to be someone else who is known to the office staff;
2. Unexplained discrepancies between the member’s professional/licensing records and the member’s application and other claims.
3. A discrepancy between the address contained in the member’s application and the address provided by the member in other instances;
4. A report by a member known to the office staff that he or she has been the victim of identity theft.

**3. Responding to Red Flags**

An employee of this Society who encounters a red flag situation or any other activity that may indicate identity theft should report the situation to the Executive Director*.*  The Executive Director will follow up as appropriate and will record the incident and its handling in a red flags log kept in this office.

Possible responses to a red flag situation include the following:

1. **Member notification**

The Society may notify the member if a red flag is encountered that involves that member’s identity. Notification may be provided by mail, by telephone, or in-person – as the Society deems appropriate. The notification may include verification that the member has not been victimized by identity theft in connection with any of their dealings with the Society.

In some instances, additional specific action will be required:

* If notice of an actual identity theft is received, we will immediately cease any collection efforts that are related to the identity theft.
* If a member’s original application contains an address different from the address provided by the member, the correct address will be verified with the member. If the verified address is different from the address in the original application, we may report the verified address to CDA.

1. **Notification of Legal Authorities**

If the Society obtains specific information pertaining to a person committing identity theft, we will provide that information to law enforcement to the extent permitted under HIPAA and other privacy rules. We may seek advice of legal counsel on the issues involved.

Of course, if a red flag is triggered but we determine that there clearly has been no identity theft, no action will be taken.

**4. Plan Administration and Updates**

All employees of this Society will receive a copy of this policy and will be instructed as to its procedures. We will ask each employee to sign an acknowledgement of receipt and understanding. We will evaluate our Program annually and update it in light of experience. Any questions about this policy should be addressed to the Executive Director

Effective Date of Policy: January 01, 2009

Review Dates:

**ACKNOWLEDGEMENT**

**Of Dental Society Identity Theft Detection and Response Policy and Procedures**

To be completed by all dental Society staff who interact with members or handle member information

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ have read the Society’s Identity Theft Detection and Response Policy and Procedures and understand the contents. I have been instructed regarding situations that may suggest possible identity theft as described in the Identity Theft Detection and Response Policy and Procedures. If I discover a possible instance of identity theft, I will immediately bring the matter to the attention of the Executive Director.

Signature:

Job Title:

Date signed:

Review date(s):