

## ***BYLAWS 2020***

### **Article I Name and Jurisdiction**

- A. The Society shall be known as the “**Corydon Palmer Dental Society**”, a component of the Ohio Dental Association, which is a constituent of the American Dental Association.
- B. The fiscal and administrative year shall begin January 1<sup>st</sup> and end on December 31<sup>st</sup> of the same year.
- C. The jurisdiction of the Society shall be Columbiana, Mahoning and Trumbull Counties of the state of Ohio. Each member’s county of record shall be determined by the location of the member’s primary office.

### **Article II Purpose**

The objectives of this Society shall be:

- A. To improve the dental health of the public and to help the public in securing quality dental care.
- B. To promote the art and science of dentistry through research, education, legislation and mutual cooperation among its members.
- C. To join efforts with other health organizations in matters of mutual interest and advantage to the public well-being.

### **Article III Government**

- A. The governing body of the Society shall be the voting members.
- B. The administrative body of the Society shall be the elected officers who membership elected by the voting members as described the Bylaws.

## Article IV Membership

A. The members of the Society shall be classified as follows:

- |             |              |
|-------------|--------------|
| 1. Active   | 5. Associate |
| 2. Life     | 6. Retired   |
| 3. Student  | 7. Affiliate |
| 4. Honorary |              |

### B. QUALIFICATIONS

1. **Active:** Every legal and ethical practitioner of dentistry within the Jurisdiction of this Society shall be eligible for active membership.
  
2. **Life:** Practitioner in good standing who has attained the age of sixty-five (65) years and been an active and/or retired member of the ADA for :
  - a. thirty (30) consecutive years: or
  - b. a total of forty (40) years ( not necessarily consecutive) shall be eligible for life membership;
  - c. Alternatively, a practitioner who has attained the age of sixty-five (65) years and held twenty-five (25) years of membership in the National Dental Association and who has subsequently held at least ten (10) consecutive years of membership, or a total of fifteen (15) years in the ADA shall be eligible for life membership;
  - d. A dentist who was an active member but subsequently became a student member shall be entitled to have the year or years counted as active membership for the sole purpose of establishing possible later eligibility for life membership;
    - a. Active Life Membership: Life members earning an income from dentistry shall have all of the rights and privileges of active membership.
    - b. Retired Life Membership: Life members no longer earning an income from dentistry shall have all of the rights and privileges of active membership.
  
3. **Student:** Dentists engaged full-time in a dental internship, dental residency program, dental graduate work or advanced dental education program shall be eligible for student membership and entitled to all privileges of the Society.

4. **Honorary:** Persons who have made valuable contributions to the art and science of dentistry, or who have rendered important service to the profession, or to this Society shall be eligible for honorary membership.
5. **Associate:** Members of allied professions who contribute to the advancement of the objectives of this Society shall be eligible for associate membership.
6. **Retired:** An active member in good standing, and no longer earning income from service as a member of a faculty of a dental school, a dental administrator or a consultant, or a practitioner of any activity for which a license to practice dentistry or dental hygiene is required. A retired member in good standing is entitled to all of the privileges of an active member.
7. **Affiliate:** Dentists licensed in and tripartite members of, another component, shall be eligible for affiliate membership and shall be entitled to all rights and privileges of the Society.

## B. Dues

1. The dues of active members shall be \$360 due January 1<sup>st</sup> of each year except that dues percentages for members qualifying for reduced dues in the ADA shall conform with those of the ADA CHAPTER 1, Section 50.
2. Dentists elected to active membership for the first time after July 1 shall pay one half(1/2) of the current year's dues, and those elected to membership after October 1 shall pay one quarter (1/4) of the current year's dues.
3. Active Life Members shall pay the ODA and ADA requirements for dues. The dues and special assessment percentage for those members who attained Active life membership classification prior to January 1, 2016 shall remain at the same percentage as they had upon entry into this category, until such time that they move to another membership category.
4. Retired Life Members shall pay dues in line with current ODA and ADA assessments.
5. Postgraduate Student Members shall pay dues in conformance with the ADA dues for postgraduate student members. Dues are payable January 1<sup>st</sup> and shall terminate on December 31<sup>st</sup> after graduation or on completion of a residency or graduate work.
6. Honorary Members shall pay no dues.
7. Associate members shall pay twenty-five(25%) of the regular active dues.
8. Retired Members shall pay twenty-five percent (25%) of the regular active dues.
9. Members on Relief shall pay no dues.
10. Affiliate Members shall pay fifty (50%) percent of the applicable dues at the time of acceptance.

11. Waiver of dues will be granted in accordance with the specifications of the American Dental Association.
12. Back dues toward life membership shall not be accepted for more than three (3) years of delinquency prior to the date of application for such payment.

## **Article V Officers and Elections**

### **A. The officers of the Society shall be:**

President  
Vice - President  
Secretary  
Treasurer  
Immediate Past President

### **B. The appointive officers of the Society shall be:**

Assistant Treasurer  
Editor  
Historian

### **C. Elections**

#### **Nominations For Officers**

A. The board will seek nominations each year for a new slate of officers via electronic communications and/or announcements at the membership meetings, as well as through the nominating committee.

1. Nominate a slate of interested and eligible candidates, one or more for each elective office.
2. Nominations may be made from the floor for any elective office, with the exception of the office of president.
3. The nominating committee consisting of the Immediate Past President (*chair*) and two other members representing the other two counties so that each county is represented.
4. Potential candidates for any elected position are urged to make such interest known, in writing, to the Executive Director.

5. Ensure that the rotation (by county) for the nomination for secretary is followed, provided an interested and eligible candidate is available.
6. Nominate one (1) or more nominees for the office of secretary. County of eligibility is dependent on the location of the practitioner's primary office.
7. The secretary shall be elected in accordance with the following rotation, which reflects the approximate proportionate representation of membership by county:

Mahoning County  
Trumbull County  
Mahoning County  
Columbiana County  
Mahoning County  
Trumbull County  
Mahoning County

After the seventh year, the rotation begins again, thus, there will be two successive secretaries from Mahoning County every seven years.

This rotation is to be followed provided an interested and qualified candidate is available. Otherwise, a member-at-large shall be eligible and the rotation shall resume the following year.

8. The secretary shall progress sequentially through the officer positions as long as he/she faithfully fulfills the duties of each office. Each officer, however, must be nominated and elected to the next position with the exception of Vice-President who is automatically nominated and advanced to the presidency.
9. The secretary shall have previously served at least one full (two year) term as a member of the Board of Trustees.
10. The election shall be by ballot if contested. Only active and life members present and in good standing shall be entitled to vote.
11. The candidate (except for the office of secretary) receiving a plurality of the votes shall be declared elected. Election for the office of secretary shall require a majority (51%) of the votes cast. If no candidate receives a majority on the first ballot, the candidate receiving the lowest number of votes shall be eliminated and the succeeding vote shall consider only the remaining candidates. This process shall be repeated until one candidate receives a majority of the votes cast.
12. Officers shall serve one year or until their successors are elected and installed.

**C. Definition of “in good standing”**

A member of the Society whose dues for the current year have been paid shall be in good standing; provided, however, that a member in good standing who is under disciplinary sentence of suspension from the Society shall be designated as a “member in good standing temporarily under suspension” until the member’s disciplinary sentence has terminated. An active, life or retired member under a disciplinary sentence of suspension shall not be privileged to hold office, either elective or appointive, including trustee, delegate or alternate or to vote or otherwise participate in the selection of officials of the Society.

**D. Vacancies**

A vacancy in any office shall be filled as soon as possible after the first Board of Trustees meeting following such vacancies. First, the Board of Trustees shall determine how the succession of offices will proceed (either by accelerating the county rotation or by filling the vacancy with a member from the county whose member has just vacated the office in question) and shall submit their decision to the nominating committee. The nominating committee shall then be reactivated to present to the membership a candidate(s) for said vacancy, in accordance with the decision of the Board of Trustees.

The secretary shall notify the membership of the vacancy and the date, time and place of the election.

Nominations may be made from the floor when the election is held.

A vacancy of an ODA delegate position shall be filled by the first alternate delegate. A new alternate will be appointed by the president. The remainder of the vacated delegate’s term shall be filled at the next regular election.

A vacancy of an alternate delegate will be filled by an appointment of the president.

A vacancy of a member of the Board of Trustees shall be filled by the Board after giving notice to the membership of such an opening as well as having consultation with the nominating committee.

## **Article VI Board of Trustees**

### **A. Composition of The Board of Trustees:**

1. The officers
2. Eleven (11) Trustees
3. Honorary members (not-voting):
  - a. Any members of the Society holding office in the Ohio Dental Association, in the American Dental Association or as a member of the Ohio State Dental Board.
  - b. Delegates to the ODA and members of ODA councils who are not elected members of the Board of Trustees.
  - c. A member who has been bestowed emeritus trustee status.

### **B. Terms**

Each year (even year) five(5)/(odd year) six (6) trustees will be elected to serve for a term of two (2) years.

Each trustee shall be eligible to serve two consecutive two-year terms, if so elected. Following the two consecutive two-year terms, a member is not eligible to serve as a trustee for a period of one year with the exception that he/she may complete the remainder of a term created by an unexpected vacancy on the Board of Trustees and then consecutively serve two two-year terms. However, if, after an exhaustive search, an appropriate trustee candidate cannot be identified, and with the consent of a majority of the Board Of Trustees, an outgoing trustee who has just served two consecutive two-year terms may be re-nominated for the appropriate county.

### **C. Executive Board**

The officers of the Society shall be the officers of the Board of Trustees, and are designated as the Executive Board.

### **D. Attendance**

The Secretary shall notify any Board member who has missed two consecutive Board meetings that a subsequent absence will disqualify him/her as a Board member unless retained by the Board of Trustees due to extenuating circumstances.

### **E. Quorum**

Seven (7) voting members shall constitute a quorum.

## **Article VII Executive Director**

- A. The employment of the Executive Director shall be a majority decision of the Board of Trustees.
- B. The Executive Director's terms of employment will be negotiated with the Contract Review Board and ratified by the entire Board of Trustees.

## **Article VIII Committees**

The following are the major functioning committees of the Society. Their current subcommittees, descriptions and duties are delineated in the Rules and Procedures Manual. It is recommended that all committee chairmen will meet two times a year with the Executive Committee, at the discretion of the president.

- Audit
- Budget and Finance
- Bylaws/Rules and Procedures
- Communications and Public Services
- Continuing Education
- Government Affairs
- Judicial
- Long Range Strategic Planning
- Membership
- Nominating Committee

## **Article IX Delegation to the Ohio Dental Association**

### **A. Delegates**

- 1. The election of representatives at large to the House of Delegates of the Ohio Dental Association shall be during the Society's general election. The nominating committee will nominate at least one individual for each position. Nominations may be made from the floor. Any interested person should express their interest to the executive director, in writing.
- 2. The number of delegates each year shall be in accordance with the ratio determined by the Ohio Dental Association.
- 3. Delegates shall be elected for a three (3) year term with the exception of the president who serves a one (1) year term.
- 4. Our Subdistrict Representative should hold a delegate position as virtue of office for their three year term as Subdistrict Representative.



**B. Alternate Delegates**

1. The vice-president and the secretary shall be first and second alternate delegates, respectively, during their term of office.
2. As many alternates shall be elected as there are delegates. They shall be alternates at large.
3. Alternate delegates shall be elected for a one (1) year term.

**C. Delegate Emeritus**

1. Candidates for the position would be nominated by the Executive Committee and voted on by the Board of Trustees, (simple majority for each).
2. The position of Delegate Emeritus is an honorary, lifetime, non-voting position bestowed upon a member who has given several years of service to CPDS as a Delegate, Alternate Delegate, or officer in the ODA House of Delegates. The Delegate Emeritus would act as a mentor and advisor for the CPDS delegation. Attendance to the CPDS caucus, Subdistrict 1 caucus and the House of Delegates would be extended to the Delegate Emeritus.
3. There may be more than one person elected to the position of Delegate Emeritus. All are welcome to attend the above meetings.
4. In the event a member of the CPDS delegation is unable to fulfill their duty, the Delegate Emeritus would be elevated to the position of Alternate Delegate. The subdistrict representative of the CPDS Delegation would be responsible for selecting the Delegate Emeritus if there is more than one interested party.
5. The Delegate Emeritus will not be precluded for election to the position of Alternate Delegate or Delegate if selected by the nominating committee.

**Article XII Membership Meetings**

- A. At least four business meetings of the Society shall be held each year between January and December.
- B. Special meetings may be held at the call of the president and shall be empowered with the authority of a regular meeting. Seven members shall constitute a quorum.

**Article X Parliamentary Authority**

All questions arising which are not provided for in either the Bylaws or Rules and Procedures Manual shall be governed by Sturgis Standard Code of Parliamentary Procedure.

## Article XI Amendments

- A. These Bylaws may be amended by a two-thirds vote of the members present at any general membership meeting, provided:
1. The proposed amendment shall have been presented **electronically** at the previous regular meeting or at a special meeting called for that purpose.
  2. A motion of the intent of the amendment, and the exact wording of the amendment, shall be **electronically available** to each member at least three days prior to the meeting at which it is to be considered.