

NIAGARA COUNTY DENTAL SOCIETY

CONSTITUTION AND BY-LAWS

ADOPTED: May 18, 1993

CONSTITUTION

ARTICLE I: NAME

The name of this organization shall be the Niagara County Society, hereinafter referred to as "the Society" or "this Society".

ARTICLE II: OBJECT

The object of this Society shall be to encourage the improvement of the health of the public, to promote the art and science of Dentistry, and to represent the interests of the members of the profession and public which it serves.

ARTICLE III: ORGANIZATION

Section I: The Niagara County Dental Society shall be a branch of the Eighth District Dental Society of the State of New York carrying out the powers and duties assigned to it by Section 30 of Chapter II of the By-Laws of the Eighth District Dental Society. This Society shall be the official voice of the members of this Society before the Eighth District Dental Society officers and membership on matters concerning the Niagara County Dental Society directly.

Section II: The membership of this Society shall consist of those individuals whose qualifications and classifications shall be established in Article I of these By-Laws.

ARTICLE IV: GOVERNMENT

Section I: The administration of this Society shall be conducted through the officers as provided in Article III of the By-Laws.

Section II: The legislative and governing body of the Society shall be the Executive Council, as provided in Article IV of the By-Laws.

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Section III: The elective officers of this Society shall be a President, Vice-President, Secretary, and Treasurer, each of whom shall be elected in accordance with Article V of the By-Laws.

ARTICLE V: MEETINGS

Section I: General Meetings of this Society shall be held on the Third Tuesday of the month, five to six times per calendar year at the direction of the President, due written notice being given to each member of the Society.

Section II: Executive Council Meetings shall be held on the Third Tuesday of the month, four to five times per calendar year at the direction of the President, due written notice being given to each member of the Society. Executive Council Meetings may not run concurrently with, or take the place of, General Meetings.

Section III: Special Meetings of the Society shall be called by the President, or in his absence or disability, by the Vice-President. Special Meetings may also be called at the request of the Executive Council, or by written request of ten active members of the Society in good standing. Notice of a Special Meeting shall be mailed to all members at least ten days prior to the meeting and shall state the purpose for which the Meeting is being called. No other business shall come before this Meeting.

Section IV: Quorums for meetings shall be determined by the following:

- a). Twenty (20) members of the Society, present in person, in good standing and entitled to vote, shall constitute a quorum for the transaction of business at any duly constituted General or Special Meeting.
- b.) Four (4) members of the Executive Council, present in person, in good standing and entitled to vote, shall constitute a quorum for the transaction of business at any duly constituted Executive Council Meeting.

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Section V: Sturgis Standard Code of Parliamentary Procedure shall govern the deliberation of the Officers, Executive Council and general membership all Meetings of this Society except in cases in which it is in conflict with the Constitution and By-Laws of this Society.

ARTICLE VI: CODE OF ETHICS

The Niagara County Dental Society hereby adopts the Code of Ethics of the Eighth District Dental Society as its own.

ARTICLE VII: AMENDMENTS

Any amendments to this Constitution and By-Laws shall be proposed in writing at any General Meeting of this Society. If approved by a majority of the members present, the amendment shall be placed upon the records and lie over until the next General Meeting at which time, if approved by a two-thirds majority of the members present, it shall be adopted.

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BY-LAWS

ARTICLE I: MEMBERSHIP

Section I: Membership in this Society shall consist of the following classifications:

- a). Active membership in this Society shall consist of Dentists either residing or practicing in Niagara County or Grand Island, duly registered as legally qualified to practice Dentistry and who are also members of the Eighth District Dental Society. Only members in good standing shall be eligible to vote, hold office, and participate in any Society sponsored programs.
- b). Associate membership shall be conferred on those individuals who wish to become members of this Society but neither reside nor practice in Niagara County or Grand Island. Such members shall be required to meet all the requirements for membership and to pay annual dues but shall not be eligible to vote or hold elective office within the Society.
- c). Life membership shall be conferred on those active members who have been in good standing in this Society for thirty-five (35) consecutive years or a total of forty (40) years. Life members shall have all the rights and privileges of active members but shall not be required to pay dues to the Society.

Section II: All individuals who are members of this Society on the date this Constitution and By-Laws is adopted shall retain all the privilege to vote and hold office consistent with active membership in this Society.

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Section III: Membership in good standing shall be determined by the following:

- a). Any member of this Society not under final sentence of reprimand or expulsion by the Niagara County or Eighth District Dental Societies, whose dues for the current calendar year have been paid, shall be considered a member in good standing.
- b). Any member of this Society receiving assistance from the American Dental Association Relief Fund shall be exempt from the payment of dues and shall be considered a member in good standing.
- c). Any active member whose dues have not been paid by March 31st of the current calendar year for which they are due, shall be notified in writing that s/he ceases to be a member of this Society. Such member shall lose continuity of membership in the Society and shall have to reapply for admission to the Society under the provisions of Article II of the By-Laws.

ARTICLE II: ADMISSION OF MEMBERS

Application for membership must be made in writing, accompanied by a copy of the applicant's New York State Dental License, evidence of Eighth District Dental Society membership and the dues for the calendar year. The application shall be referred to the Membership Committee who shall review the application and supporting documents and make a recommendation concerning the application at the next General Meeting of the Society. An affirmative vote of two-thirds of the members in good standing at that General Meeting shall result in approval of the application for membership.

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ARTICLE III: OFFICERS OF THE SOCIETY

Section I: Officers of the Society shall consist of: President, Vice-President, Secretary, and Treasurer.

Section II: Duties of the officers of this Society shall consist of the following:

a). President:

1. The President shall be the chief executive officer of the Society.
2. S/he shall preside at all Meetings of the Society.
3. S/he shall be an ex-officio member of all standing committees.
4. S/he shall appoint the members and designate the chairman of all standing committees.
5. S/he shall be responsible for all expenditures and shall sign vouchers for obligations incurred by the Society during the term of office.
6. S/he shall represent the Society to all groups or individuals outside the Society and shall respond to such groups or individuals as the official representative of this Society.

b). Vice-President:

1. The Vice-President shall assist the President in the performance of presidential duties.
2. S/he shall officiate in place of the President due to the absence, disability, or request of the President.
3. S/he shall, in case of a vacancy in the office of the President, succeed as President for the remainder of the term.

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4. S/he shall be the representative of this Society to the Eighth District Dental Society during the term of office.

c). Secretary:

1. The Secretary shall keep a complete record of all proceedings of the Society.
2. S/he shall maintain an accurately revised list of names and addresses of all members of the Society.
3. S/he shall issue timely notices of all Meetings of the Society to all members.
4. S/he shall, within 30 (thirty) days after elections, transmit to the Secretary of the Eighth District Dental Society a correct list of the officers, executive council members, and committee representatives of this Society.

d). Treasurer:

1. The Treasurer shall keep an accurate account of all money and property belonging to the Society and shall collect the dues from its members.
2. S/he shall report to the Society the condition of its finances at each general and Executive Council Meeting.
3. S/he shall mail timely notices for dues payment to each member and shall advise the Executive Council in a timely manner of potentially delinquent members before the March 31st deadline each year.
4. S/he shall issue payment for all debts incurred by this Society upon arrival of the Executive Council.

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ARTICLE IV: EXECUTIVE COUNCIL

Section I: The Executive Council of this Society shall consist of the Officers of this Society and three elected Councilors-at-large.

Section II: The Councilors-at large shall serve for a period of one year, not to exceed two consecutive terms, and shall be elected at the November General Meeting.

Section III: In the event of the death, resignation, removal or election to another office of an Executive Council member, the vacancy shall be filled or left vacant at the pleasure of the Executive Council. A Councilor-at-large may be removed from office by a majority vote of the Executive Council members for failing to attend a majority of the Meetings during their term.

Section IV: The Executive Council, as the legislative body of this Society, shall make the policy decisions for the normal operation of this Society and shall report those decisions to the General membership. Implementation of the policies decided upon by the Executive Council shall be accomplished through the officers of the Society.

Section V: The Society shall provide legal counsel for Executive Council members in the event of a law suit brought as a result of action taken while carrying out their official duties.

ARTICLE V: NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL MEMBERS

Section I: A nominating committee of at least three members, appointed by the President, shall prepare a list of candidates for the Society offices including the four officers and three Councilors-at-large and shall present such list to the membership at the September or October General Meeting. At that Meeting only, additional nominations may be made by any member in good standing.

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Section II: Election of officers and Councilors-at-large shall take place at a General Meeting within 2 (two) months of nominations and shall be for a term of one year beginning in January of the succeeding year. Election shall be by a majority vote of those members present, voting, and in good standing.

ARTICLE VI: DUES AND ASSESSMENTS

Section I: The dues for active members of this Society shall be Fifty dollars (\$50.00) per calendar year. Dues are due and payable on January 1st of each year and failure to pay dues by March 31st shall result in loss of membership as defined in Section III Part c of Article I of these By-Laws.

Section II: Such additional assessments as shall be deemed necessary for the good of this Society shall be levied on all active members after a successful two-thirds vote of the members at a General Meeting.

ARTICLE VII: DISCIPLINARY PROCEEDINGS

Section I: Any member of this Society who:

1. has been found guilty of a felony, or
2. has been found guilty of unprofessional conduct as defined by the laws and regulations of any state, or
3. is charged with violating the Code of Ethics of this Society shall be referred to the Eighth District Dental Society for disciplinary proceedings.

Section II: The Executive Council of this Society, as based on the determination of the Eighth District Dental Society disciplinary proceedings, may impose concurrently the same disciplinary penalties on a member of this Society.