

**HILLSBOROUGH COUNTY**  
**DENTAL ASSOCIATION, INC.**

**Constitution and Bylaws**

**Chartered May 1950**

**Incorporated 8/1/2008**

*Revised: November, 2010*

# CONSTITUTION

## **Article I NAME**

This organization shall be called the Hillsborough County Dental Association, Inc., with principal office in the greater Tampa Bay area, Florida, and will be affiliated with the West Coast District Dental Association, Inc. and the Florida Dental Association, Inc.

## **Article II OBJECT**

The object of this Association shall be to advance the dental profession's education and science; to promote good fellowship; to encourage dental and oral health; to disseminate in the professional knowledge of dental discoveries and inventions; to encourage free and liberal discussion and exchange of opinion on all subjects related to dentistry; to promote the usefulness, humor and interest of its members; to enlighten and direct public opinion in regard to oral hygiene and advanced scientific dental service; to encourage and participate in civic health services pertaining to dentistry, as long as such activity is not in conflict with the Charter and Bylaws of the Florida Dental Association, Inc., Principles of Ethics of the American Dental Association, Inc., and Code of Ethics of the Florida Dental Association, Inc.; and to appropriate dental legislation and enforcement thereof.

## **Article III OFFICERS**

The officers of the Association shall be President, President-Elect, Vice-President, and Secretary/Treasurer. The officers and one additional member of the executive council shall be nominated at the January meeting, elected at the March meeting and installed at the May meeting of the Association. All officers and executive council members are required to be voting members.

## **Article IV EXECUTIVE COUNCIL**

The Executive Council shall be composed of the President, President-Elect, Vice President, Secretary/Treasurer, Immediate Past President and one additional member elected by the Association. The immediate past president shall serve as a mentor and advisor to the new member of the Executive Council.

## **Article V STANDING COMMITTEES**

### *Section 1.* **Standing Committees**

- A. Public Relations/Access to Care
- B. Peer Review and Professional Relations Committee
- C. Ethics Committee

- D. Legislative Committee
- E. Finance Committee
- F. Nominating Committee
- G. Membership Committee
- H. Programs and CE Committee

**Section 2. Composition**

Each committee shall be composed of at least three members, one who shall be appointed Chairman.

**Article VI  
MEMBERSHIP**

**Section 1. Classification**

The members of the Hillsborough County Dental Association shall be classified as either voting or non-voting.

**Section 2. Voting Members**

Voting members shall be limited to Active, Privileged, and Life Members.

**A. Active Member**

Any ethical, legally registered dentist, principally practicing in the Greater Tampa Bay area, who is a member in good standing in the Florida Dental Association, Inc. and the West Coast District Dental Association, Inc., shall become eligible for active membership, and shall become an active member of the Association upon compliance with the conditions of membership prescribed in the Bylaws of the Hillsborough County Dental Association, Inc.

**B. Privileged Member**

An active member who has retired from the active practice of dentistry, or an active member who due to physical or mental incapacitation is no longer able to engage in the practice of dentistry shall become a Privileged member of the Hillsborough County Dental Association, Inc. Any member who is a Privileged Member of the West Coast District Dental Association, Inc. residing in the Greater Tampa Bay area may become a Privileged Member of the Hillsborough County Dental Association, Inc. Privileged Members shall enjoy all the privileges of the Association except they shall have the option to pay regular dues or pay no dues but shall pay for the functions they actually attend.

**C. Life Member**

Any member of the Hillsborough County Dental Association, Inc. who has been duly elected to Life membership in the Florida Dental Association, Inc. shall automatically become a Life Member of this Association and enjoy all the privileges of an Active Member, except they shall have the option to either pay regular dues or pay no dues and pay for the functions they actually attend.

**Section 3. Non-voting Members**

Non-voting Members shall be limited to Honorary and Associate Members.

**A. Honorary Member**

Any person who has made valuable contributions to the science, art or literature of dentistry or medicine may become an Honorary Member by election at any regular meeting of the Association, provided at least thirty (30) percent of the active members of the Association are present and of these, a majority voting favorably. Honorary Members may enjoy all the privileges of this Association except that of ballot or holding office. Honorary Members shall pay no dues or assessments.

#### **B. Associate Members**

Any dentist attached to a Federal, State, County or Educational institution or program within the jurisdiction of this Association who is not a member of the Florida Dental Association, Inc. or any ethical, legally registered dentist principally practicing outside the jurisdiction of this Association, who otherwise meets active membership requirements, shall be eligible for Associate Membership and shall become an Associate Member by an election at any regular meeting of the Association. Associate Members shall pay dues and may enjoy all the privileges of this Association, except that of ballot and holding office.

### **Article VII**

All provisions in the constitution and bylaws of the West Coast District Dental Association, Inc. and the Florida Dental Association, Inc. which apply to affiliated societies shall become a part of the Constitution and Bylaws of this Association upon ratification according to the Constitution and Bylaws of this Association. The Constitution and Bylaws of this Association shall comply with the Constitution and Bylaws of the West Coast District Dental Association, Inc. and the Charter and Bylaws of the Florida Dental Association, Inc.

### **Article VIII**

This Constitution may be amended by two-thirds vote of the members present at a regular meeting provided that copies of the proposed amendment shall have been sent to the members of this Association at least ten (10) days prior to the regular meeting or that the proposed amendment shall have been presented in writing at a previous meeting. It may also be amended at any regular meeting by a unanimous vote provided a quorum of active members are present with no previous notice required.

### **Article IX**

#### **NOMINATING COMMITTEE**

The Nominating Committee shall consist of the Immediate Past President, the President, the President-Elect and two (2) members elected during a regular business meeting. The President-Elect shall serve as chairman of the committee and will vote only in the case of a tie vote. Members nominated to serve on the nominating committee shall be a member in good standing and will be nominated at the September meeting and elected at the following meeting.

#### **Section 1. Duties**

The duties of the Nominating Committee shall consist of selection and proposing to the Association a slate of nominees for the respective officers of the Association. This slate shall be prepared at a meeting of these five (5) members to be held at least two (2) weeks prior to and offered for consideration by the Association at the January meeting. Additional nominations may be made from the floor at the January meeting.

## **Article X DELEGATES**

As an affiliated local association of the West Coast District Dental Association, Inc., (a component of the Florida Dental Association, Inc.), this Association shall annually designate delegates and alternate delegates to the House of Delegates of the Florida Dental Association, Inc. The delegates and alternate delegates shall be composed of the officers of the West Coast District Dental Association, Inc., who are members of the Association and certain members of the Executive Council of this Association as designated in the Bylaws of this Association. Additional delegates and/or alternate delegates shall be nominated and elected on an as-needed basis, according to the constitution and bylaws of this association. Delegates and alternate delegates to the Florida Dental Association, Inc. shall be delegates and alternate delegates to the West Coast District Dental Association, Inc.

### *Section 1.*      **Representation and Eligibility**

Representation and eligibility shall be in accordance with the Constitution and Bylaws of the Florida Dental Association, Inc. and the West Coast District Dental Association, Inc.

## BYLAWS

### Article 1 DUTIES OF OFFICERS

#### *Section 1.*     **President**

The President shall be a member and preside over all meetings of the Association and the Executive Council; approve all invoices; appoint all committees not otherwise provided for; appoint members to fill vacancies in offices or committees until the next election; notify members of such appointments; call special meetings of the Association upon written request of ten percent (10%) of the active membership of the Association; call meetings of the Executive Council when deemed necessary, or upon request of a majority of its members; and perform such other duties as usually devolves upon a presiding officer.

*Sub Section 1.* The President shall present an annual budget, as prepared by the Finance Committee to the membership.

*Sub Section 2.* The President with the assistance of the executive secretary shall plan the holiday party including the venue, entertainment, favors and decorations and stay within the allowed budget or obtain pre-approval from the Executive Council for overruns.

#### *Section 2.*     **President-Elect**

The President-Elect shall be a member of the Executive Council and shall assist the President and Vice-President in the performance of their duties and shall succeed to the Office of President at the May meeting of the Association.

*Sub Section 1.* The President-Elect shall be in charge of new member applications and interviews and shall present prospective members to the Executive Council and the membership at the appropriate time.

*Sub Section 2.* The President-Elect shall after the January meeting make all Committee appointments for the next term.

*Sub Section 3.* The President-Elect shall be official delegate to the Executive Council of the West Coast District Dental Association, Inc., and will represent the Hillsborough County Dental Association, Inc. at the Executive Council meetings of the Florida Dental Association, Inc. It will be the duty of the President-Elect to attend all meetings of both the West Coast District Dental Association, Inc. and the Florida Dental Association, Inc. and will make all necessary reports to this Association of such meetings.

*Sub Section 4.* The President-Elect shall receive membership applications from the West Coast District Dental Association, Inc. and respond in a timely manner as so instructed.

**Section 3. Vice-President**

The Vice-President shall assist the President in the performance of his/her duties, preside in the President's absence and succeed to this office in case of vacancy for any cause. The Vice-President shall be a member of the Executive Council and be responsible for securing programs for all regular and special meetings of this Association. He/She shall be responsible for the social activities of the Association.

**Section 4. Secretary/Treasurer**

*Sub Section 1.* The Secretary/Treasurer shall keep full and complete records of this Association and its Executive Council including minutes of all meetings with the assistance of the Executive Secretary.

*Sub Section 2.* The Secretary/Treasurer shall keep an up-to-date copy of the Constitution and Bylaws showing any and all amendments.

*Sub Section 3.* The Secretary/Treasurer shall send a list of all officers and committee appointments to the West Coast District Dental Association, Inc. immediately after the election in February and shall also send a copy to the Florida Dental Association, Inc.

*Sub Section 4.* The Secretary/Treasurer shall collect all monies due the Association; keep accurate records of all monies received and all monies expended and shall deposit all monies in a bank designated by the Executive Council; paying out same on order of the President and Executive Council or according to the Bylaws of the Association. The Secretary-Treasurer shall promptly make such reports as the officers of the Association shall request.

*Sub Section 5.* The Secretary/Treasurer shall keep a correct list of all members of the Association which includes current and accurate membership information and will have readily available each member of the Association.

*Sub Section 6.* The Secretary/Treasurer shall prepare the next year's budget with consultation with the President-Elect for presentation to the Executive Council in March. The Secretary/Treasurer is responsible for dues administration, including calling delinquencies promptly and providing a list of same for publishing in the newsletter. Publication of such list in the newsletter will be at the discretion of the Executive Council.

**Section 5. Vacancies of Office**

In the event of vacancy of an office, the officer immediately beneath the vacated position in rank, or seniority, shall serve, in addition to his present position, in the vacant position until the next election, except the office of President which shall be filled according to Article I, Section 3 of these Bylaws and the office of the Secretary/Treasurer shall be filled by the Executive Council Member.

## **Article II**

### **THE EXECUTIVE COUNCIL**

Section 1. The Officers of this Association shall be the Officers of this Council.

Section 2. The Executive Council shall have absolute control of the business of this Association between regular meetings. Four members of the Executive Council shall constitute a quorum. Any member of this Association desiring to bring any matter of business before the Council may do so.

Section 3. The Executive Council shall approve all committee appointments.

Section 4. The Executive Council shall approve all regular scheduled meetings and functions of the Association and all special meetings of the Association including education meetings.

Section 5. In the event that any member, committee member or officer of this Association shall willfully neglect or fail in the proper performance of their duties, or shall conduct themselves in their official capacity, or in their private capacity, in a manner detrimental to the best interests of this Association, it shall be the duty of the Executive Council to take cognizance of such neglect or conduct and recommend to the Association such action as is necessary.

Section 6. In the event of a vacancy of any of the two elected members, who are not officers as set forth in the Constitution, that vacancy shall be filled by an appointment of the President, with the approval of the Executive Council.

## **Article III**

### **DUTIES OF THE STANDING COMMITTEES**

#### **Section 1. Public Relations/Access to Care Committee**

*Sub Section 1.* This committee shall advise and promote such methods as will serve to educate the general public in oral health and more intelligent care of the teeth and supporting structures and shall furnish all information given to the public concerning dental subjects.

*Sub Section 2.* This committee shall work toward assisting news media in the dissemination of any matters that they feel are of public interest, and shall prepare suitable articles concerning the meetings and other activities of the Association and submit them to local newspapers.

*Sub Section 3.* This committee shall cooperate with the Council on Dental Health and Education of the West Coast District Dental Association, Inc. and Florida Dental Association, Inc.

*Sub Section 4.* This committee will investigate and implement access to care initiatives.

**Section 2. Peer Review and Professional Relations Committee**

The activities of this committee shall be conducted in accordance with the recommendations and guidelines of the Florida Dental Association, Inc.

**Section 3. Ethics Committee**

The Ethics Committee will be responsible for ensuring that members comply with the Florida Dental Practice Law and the Code of Ethics of this Association.

*Sub Section 1.* The Ethics Committee shall investigate any violation of the Florida Dental Practice Law and the Code of Ethics of this Association and shall make their report and recommendations to the Executive Council. The Executive Council shall make such additional investigation as is indicated and, if needed shall present the matter to the membership of the Association for action. All investigations or other activities of this Committee shall be conducted in accordance with the guidelines of the Florida Dental Association, Inc.

**Section 4. Legislative Committee**

The Legislative Committee shall acquaint itself, the Executive Council and the association with the proposed and pending legislation as it affects organized dentistry and public welfare.

*Sub Section 1.* This Committee shall diligently pursue all legislative matters of interest to the dental profession, or those matters directed to be undertaken by the Council on Legislation of the Florida Dental Association, Inc.

**Section 5. Finance Committee**

The Finance Committee shall prepare the annual budget. This budget shall, as accurately as possible, list all anticipated revenues and expenditures and shall carry recommendations that are designed to aid the Executive Council in the economical administration of this Association.

*Sub Section 1.* The Secretary/Treasurer shall serve as chairman of the Finance Committee.

**Section 6. Program and Continuing Education Committee**

The duties of this committee shall be to secure appropriate programs the regular and special meetings of this Association.

*Sub Section 1.* The Vice-President shall serve as chairman of the Program and Continuing Education Committee.

**Section 7. Nominating Committee**

The duties of this committee shall be conducted in accordance to Article IX of the Constitution of this Association.

*Sub Section 1.* The President-Elect shall serve as chairman of the Nominating Committee.

**Section 8. Membership Committee**

This committee shall actively endeavor to obtain as members of this Association all qualified dentists in its jurisdiction.

*Sub Section 1.* The Membership Committee shall review all applications for membership to this Association for accuracy, shall solicit and evaluate any information

available pertaining to any applicant and shall report to the Executive Council and the membership of this Association its findings and recommendations.

*Sub Section 2.* The Membership Committee (Necrology) shall represent the Association in the death or serious illness of any member, in visiting the members of the family whenever possible, offering such aid as practicable and shall notify the President of its actions.

*Sub Section 3.* The President-Elect shall serve as chairman of the Membership Committee.

## **Article IV MEMBERS**

Section 1. Candidates for Active and Associate Membership shall make application upon prescribed application forms furnished by the Hillsborough County Dental Association, Inc. accompanied by a fee equal to a year's dues and an administrative fee. Candidates for Active and Associate Membership shall appear before the Membership Committee of the Association before being presented to the membership for action.

Section 2. Any ethical, legally registered dentist principally practicing in the Tampa Bay area who is a member of the Florida Dental Association, Inc. and the West Coast District Dental Association, Inc. shall be eligible for Active, Life and Privileged Membership in The Hillsborough County Dental Association, Inc. Loss of membership in the West Coast District Dental Association, Inc. shall automatically terminate membership in the Hillsborough County Dental Association, Inc.

Section 3. Candidates for membership, who have previously been members of the Association and dropped for non-payment of dues, shall be required to submit an application with appropriate dues for the current year together with dues for one year in which they are in arrears, in order to reapply for membership in this Association.

Section 4. All applications shall be referred to the Membership Committee, which shall in turn investigate and submit their report to the Executive Council and the membership. An unfavorable report may be appealed by any member of this Association and a majority vote of the membership present at a general meeting shall be needed to sustain the appeal. A three-fourths vote of the members present shall at any general meeting be needed to elect an applicant to membership of this Association provided at least thirty percent (30%) of the membership is present.

Section 5. Honorary members shall be elected by the Association. Nomination shall first be placed with the Executive Council and upon their approval shall be placed before the Association. Election to membership shall be in accordance with Article VI, Section 3A of the Constitution of this Association.

Section 6. Upon election to membership each new member shall be told how to access a copy of the Constitution and Bylaws and current membership directory of this Association.

Section 7. Life Membership in the Hillsborough County Dental Association, Inc. shall become automatic upon election to Life Membership in the Florida Dental Association, Inc.

Section 8. Privileged Members of this Association shall be elected to membership according to Article VI, Section 2B of the Constitution of this Association.

## **Article V DUES**

Section 1. The annual dues of this Association shall be determined periodically by a majority vote of the membership present at any regular meeting of this Association. Dues are due and payable by September 1, each year. For applications received after January 1, the annual dues shall be reduced by 50 percent (50%) for that year.

Section 2. Any member required to pay dues and/or assessments who shall fail to pay his dues and/or assessments by December 1, shall be suspended by the Association and may not attend any further meetings or social events until such dues and/or assessments are paid in full. The names of the suspended members shall be published in the January newsletter, **at the discretion of the Executive Council**. If the back dues and/or assessments are not paid by the January meeting, the member shall be dropped from the membership roll. Reinstatement shall be in accordance with the section on membership of the Constitution and Bylaws of this Association.

## **Article VI MEETINGS**

Section 1. There will be five (5) regular meetings of the Association during the business year, occurring in the months of September, November, January, March and May. The January meeting shall be the regular business meeting for the nomination of officers and the March meeting for the election of officers. The May meeting shall be for the installation of officers. Additional meetings may be called by the President. Thirty percent (30%) of the Active Membership shall constitute a necessary quorum for the transaction of business of this Association. In the event a quorum is not possible a vote will be taken via absentee ballot.

## **Article VII ORDER OF BUSINESS**

Section 1. The Sturgis Standard Code of Parliamentary Procedure shall govern the deliberations of this Association on all points not otherwise provided for in the Constitution and Bylaws.

Section 2. The order of business may be suspended by two-thirds vote of all members present.

Section 3. The President shall appoint an Active member of this Association to act as Parliamentarian at all regular and special business meetings.

## **Article VIII AMENDMENTS**

Section 1. The Constitution and Bylaws may be amended by a two-thirds vote of the membership quorum present at a regular meeting, provided the proposed amendment shall have

been presented in writing at a previous meeting, or that copies of the proposed amendment shall have been sent to members of this Association at least ten (10) days prior to the meeting. Alternately, the Constitution and Bylaws may be amended without notice at any regular meeting by a unanimous vote.

## **Article IX**

### **SUSPENSION OF RULES**

Section 1. Rules may be suspended upon unanimous vote of members present.

## **Article X**

### **DELEGATES**

Section 1. Annually there shall be elected, for a period of one year, the required number of delegates to the House of Delegates of the Florida Dental Association, Inc., as set forth in the Bylaws of the Florida Dental Association. Inc.

Section 2. Annually, at the time of the election of delegates to the House of Delegates, there shall be elected the required number of alternate delegates to serve for one year.

Section 3. The President, President-Elect, and any other officer of the West Coast District Dental Association, Inc. who is a member of this Association, and the immediate Past President, shall, in that order, automatically become delegates. Additional delegates shall be elected at large.

Section 4. The Vice-President and Secretary/Treasurer shall, in that order, automatically become alternate delegates. Additional alternate delegates shall be elected at large.

Section 5. The delegates at large and the alternate delegates at large shall be nominated at the January meeting and elected at the February meeting.

Section 6. Delegates and alternate delegates of the Florida Dental Association, Inc. shall be the delegates to the West Coast District Dental Association, Inc.

## **Article XI**

### **CODE OF ETHICS**

Section 1. The Principles of Ethics of the American Dental Association, Inc. and the Code of Ethics of the Florida Dental Association. Inc. and the provisions of the Florida Dental Practice Law shall be the Code of Ethics of this Association.

# **Hillsborough County Dental Association Membership Pledge**

Recognizing that the Hillsborough County Dental Association exemplifies and pursues the highest traditions and aspirations of our profession, we hereby pledge ourselves as a condition of membership to all its principles, declarations and regulations.

We will uphold, to the best of our ability, the honor and dignity of our profession and will refrain from acts that would discredit it. We will meet all ethical obligations to our patients, our fellow practitioners and society. We will advance ourselves in professional knowledge and skill and share this willingly with our colleagues.

While we continue to keep this pledge inviolate, may we be granted enjoyment of life and the privilege of continuing in the practice of our profession, self respecting and respected by all people, in conscientious service to humanity.