

**New York State**  
Dental Association

**Constitution  
and  
Bylaws**

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New York State Dental Association  
20 Corporate Woods Boulevard  
Albany, New York 12211  
[www.nysdental.org](http://www.nysdental.org)

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# CHARTER

The Ninety-First Session of the Legislature

Chapter 152, Passed April 7, 1868

## PREAMBLE

AN ACT to incorporate Dental Societies for the purpose of improving and regulating the practice of dentistry in this State.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. It shall be lawful for the dentists in the several judicial districts of the Supreme Court of this State, to meet together at the various designated places, on the first Tuesday of June, eighteen hundred and sixty-eight, at two o'clock in the afternoon of that day, and such dentists so convened shall proceed to the choice of a staff of officers; whenever said societies shall be organized as aforesaid, they are hereby constituted bodies corporated, in fact and under the name of "The District Dental Society" of the respective judicial district where they shall be located.

Section 2. Each of the said districts when organized as aforesaid, shall elect eight delegates, who shall meet at the Capitol, in the City of Albany, on the last Tuesday of June, eighteen hundred and sixty-eight and proceed to organize a State Dental Society, which shall be named.

"The Dental Society of the State of New York"

Reuben E. Fenton, Governor

Stewart L. Woodward, Lieutenant Governor

Homer A. Nelson, Secretary of State

## GOVERNING STATUTE

(L. 1980, c. 138; L. 1997, c. 683; L.2002, c. 18 EDUCATION LAW, s6603, n.; L. 2007, c.498)

1 s5. The Dental Society of the State of New York is continued and shall be renamed the  
2 New York State Dental Association and shall be composed of the members of the  
3 district and county societies. The State Dental Association shall annually meet on the  
4 second Wednesday of May, or at such other time and at such place as may be  
5 determined in the Bylaws of the Association or by resolution, at the preceding Annual  
6 Meeting. Twenty members shall be a quorum. A president, president elect, vice  
7 president, and secretary-treasurer shall be elected annually, and shall hold their  
8 office for one year, and until others shall be chosen in their places. The officers shall  
9 be elected by the directors of the association. The Association may elect honorary  
10 members from any state or country not eligible to regular membership, who shall not  
11 be entitled to vote or hold any office in the Association. Such Association may  
12 purchase and hold real estate and personal estate for the purpose of its  
13 incorporation. The Association shall have the power to make all needful bylaws not  
14 inconsistent with the laws of the State, for the management of its affairs and  
15 property and the admission and expulsion of members, including the authority to  
16 adopt any bylaws admitting or amending any membership status of any persons,  
17 including licensed dentists and persons with dental degrees that qualify them for  
18 licensure, and allocating such members among district and county societies pursuant  
19 to such bylaws as determined by the Association. Notwithstanding any provision of  
20 this section, determination regarding whether an individual who applies for licensure  
21 as a dentist in New York State meets the educational requirements for such licensure  
22 shall be at the sole discretion of the education department of the State of New York.  
23 Notwithstanding any other provision of law, the directors of the Association may, by a  
24 three-fourths vote, suspend or remove any director of the Association, or by a two-  
25 thirds vote remove a district or county society as a component member.  
26 Notwithstanding any other provision of law, the time period for voting by members of  
27 the association on any amendment to the Constitution and Bylaws of the Association  
28 shall run from the date of giving written notice in any mailing or other publication by  
29 the association of any such amendment to the date of the commencement of the next  
30 regular meeting of the directors of the association.

31  
32

33 s6.1. The existing district dental societies are continued. In any judicial district in  
34 which a district dental society is not incorporated, fifteen or more dentists of such  
35 district authorized to practice dentistry in this State may become a district dental  
36 society of such district, by publishing a call for a meeting of the dentists of the  
37 district to be held at a time and place mentioned therein within the district, in at  
38 least one newspaper in each county of the district, at least once a week for at least  
39 four weeks immediately preceding the time when such meeting is to be held, and by  
40 meeting at the time and place specified in such notice with such dentists authorized  
41 to practice dentistry in the district as may respond to such call, and by making and

42 filing with the secretary of the State Dental Association a certificate, to be executed  
43 and acknowledged by the dentists so meeting, or by at least fifteen of them, which  
44 shall set forth that such meeting has been held pursuant to such notice, the corporate  
45 name of the society, which shall be the district dental society of the judicial district  
46 where located, the names and places of residence of the officers of the society for  
47 the first year, or until the first annual meeting, which officers shall be a president,  
48 vice president, secretary and treasurer, the time and place of the annual meeting of  
49 the society and the general objects and purposes of the Association. Thereupon the  
50 persons executing such certificate and all other dentists in good standing and  
51 authorized to practice dentistry in such district, and persons with dental degrees that  
52 qualify them for licensure, who shall subscribe to its bylaws, shall be a corporation by  
53 the name expressed in such certificate. Every licensed and registered dentist, and  
54 persons with dental degrees that qualify them for licensure, in the judicial district in  
55 which such a society is formed, shall be eligible for membership in the district society  
56 of the district in which he/she resides or practices dentistry, except if such dentist  
57 resides or practices dentistry in a county in which a county dental society is formed in  
58 the manner hereinafter provided, he/she shall be eligible for membership in such  
59 county society; provided, however, that after September 1, 1990, any licensed and  
60 registered dentist who is not a member of the State Dental Association shall be  
61 eligible for membership only in the district or county society in which he or she  
62 maintains his or her or her primary practice. Any member of a district or county  
63 dental society who has been a member of such district or county dental society  
64 continuously since January first, nineteen hundred seventy-seven, may maintain his or  
65 her membership in that district or county dental society notwithstanding where such  
66 member resides or practices dentistry. The dental societies of the respective districts  
67 of the State shall have power to make all necessary bylaws not inconsistent with the  
68 laws of this State for the management of their affairs and property and the admission  
69 and expulsion of members; providing that no bylaw of any district society shall be  
70 repugnant to or inconsistent with the bylaws of the State Association. Twenty  
71 members or ten percent of the total membership entitled to vote, whichever is less,  
72 shall be a quorum. Such societies may purchase and hold real and personal property  
73 for the purposes of their incorporation.

74  
75 2. Notwithstanding the provisions of this section or any other law or rule to the  
76 contrary, a county dental society may be formed if application by fifteen or more  
77 dentists of a county or fifteen or more dentists from each of contiguous counties, or  
78 fifty percent or more of the dentists in a county or from each contiguous county with  
79 fewer than thirty dentists is approved by the governing body of the New York State  
80 Dental Association. Every licensed and registered dentist, and persons with dental  
81 degrees that qualify them for licensure, who resides or practices dentistry within the  
82 geographic area in which such a county society is formed shall be eligible to  
83 membership in such society; provided, however, that after September 1, 1990, any  
84 licensed and registered dentist who is not a member of the State Dental Association  
85 shall be eligible for membership only in the county society in which he or she  
86 maintains his or her primary practice. Any member of a district or county dental  
87 society who has been a member of such district or county dental society continuously

88 since January first, Nineteen hundred seventy-seven, may maintain his or her  
89 membership in that district or county dental society notwithstanding where such  
90 member resides or practices dentistry. Such county dental societies shall have the  
91 same powers, duties and quorum requirements as district dental societies.



# CONSTITUTION

1 **ARTICLE I. NAME**  
2

3 The name of this organization shall be The New York State Dental Association,  
4 hereinafter referred to as "the Association" or "this Association."  
5  
6

7 **ARTICLE II. OBJECT**  
8

9 The object of this Association shall be to encourage the improvement of the health of  
10 the public, to promote the art and science of dentistry, and to represent the interests  
11 of the members of the profession and the public which it serves.  
12  
13

14 **ARTICLE III. ORGANIZATION**  
15

16 *Section 10. Incorporation:* The Association is a non-profit organization, incorporated  
17 on June 30, 1868, pursuant to Chapter 152 of the Laws of the State of New York, as  
18 adopted on April 7, 1868, and continued by Chapter 987, Section 5, of the Laws of  
19 1971 as amended by Chapter 138, Section 5 of the Laws of 1980 (Education Law,  
20 s6603 note). If this corporation shall be dissolved at any time, no part of its funds or  
21 property shall be distributed to, or among, its members but, after payment of all  
22 indebtedness of the corporation, its surplus funds and properties shall be used for  
23 dental education and dental research in such manner as the then governing body of  
24 the Association may determine.  
25

26 *Section 20. Headquarters Office:* The registered office of this Association shall be  
27 known as the Headquarters Office and shall be located in the City of Albany, County  
28 of Albany, or in such other location as shall be determined by the Board of Trustees,  
29 within the State of New York.  
30

31 *Section 30. Branch Offices:* Branch offices of this Association may be established in  
32 any jurisdiction within the State of New York, subject to the approval of the Board of  
33 Trustees.  
34

35 *Section 40. Membership:* The membership of this Association shall consist of dentists  
36 and other persons whose qualifications and classifications shall be as established in  
37 Chapter I of the *Bylaws*.  
38

39 *Section 50. Component Societies:* Component societies of this Association shall be  
40 those dental societies or dental associations organized as such in conformity with  
41 Chapter II of the *Bylaws*.  
42  
43

44 **ARTICLE IV. GOVERNMENT**

45

46 *Section 10.* Legislative Body: The legislative and governing body of this Association  
47 shall be a House of Delegates, which may be referred to as “the House” or “this  
48 House,” as provided in Chapter III of the *Bylaws*, and whose members may also be  
49 referred to as “directors” as provided in the **Governing Statute**.

50

51 *Section 20.* Administrative Body: The administrative body of this Association shall be a  
52 Board of Trustees, which may be referred to as “the Board” or “this Board,” as  
53 provided in Chapters V of the *Bylaws*.

54

55

56 **ARTICLE V. OFFICERS**

57

58 *Section 10.* Elective Officers: The elective officers of this Association shall be a  
59 President, a President-elect, a Vice President, a Secretary-Treasurer, and a Speaker  
60 of the House of Delegates, each of whom shall be elected by the House of Delegates  
61 as provided in Chapter VI of the *Bylaws*.

62

63 *Section 20.* Appointive Officer: The appointive officer of this Association shall be an  
64 Executive Director who shall be appointed by the Board of Trustees, as provided in  
65 Chapters VII of the *Bylaws*.

66

67

68 **ARTICLE VI. ANNUAL SESSION**

69

70 The annual session of this Association shall be conducted in accordance with Chapter  
71 III of the *Bylaws*.

72

73

74 **ARTICLE VII. CODE OF ETHICS**

75

76 The *Code of Ethics* of this Association and the *Principles of Ethics and Code of*  
77 *Professional Conduct* of the American Dental Association with which it shall not  
78 conflict, shall govern the professional conduct of all members.

79

80

81 **ARTICLE VIII. AMENDMENTS**

82

83 This *Constitution* may be amended by a two-thirds (2/3) affirmative vote of the  
84 members of the House of Delegates, provided that the proposed amendments have  
85 been presented in writing at any previous session of the House of Delegates.

86

87 This *Constitution* may also be amended at any session of the House of Delegates by a  
88 unanimous vote, provided the proposed amendments have been presented in writing  
89 at a previous meeting of such session.

# BYLAWS

1 **CHAPTER I. MEMBERSHIP**  
2

3 *Section 10. Classification:* The members of this Association shall be classified as  
4 follows:  
5

- 6 Active Members
- 7 Life Members
- 8 Retired Members
- 9 Student Members
- 10 Honorary Members
- 11 Associate Members
- 12 Affiliate Members
- 13

14 *Section 20. Qualifications, Privileges, Dues and Special Assessments:*  
15

16 A. Active Member.

17 a. *Qualifications.* An active member shall be a dentist who is licensed or  
18 authorized to practice dentistry in the State of New York, and any other persons  
19 who have a DDS or DMD or equivalent dental degree, and shall be a member in  
20 good standing of this Association and a component society as is defined in these  
21 *Bylaws*. Life members of the American Dental Association and component  
22 societies, otherwise ineligible for life membership in the New York State Dental  
23 Association, may also be eligible for active membership in this Association. In  
24 addition, a dentist performing services as a member of the faculty of a dental  
25 school, postdoctoral training program or dental auxiliary school, a dental  
26 administrator, a consultant, or as a practitioner of any activity for which a license  
27 to practice dentistry is required, is eligible for active membership in this  
28 Association.  
29

30 *Explanatory Note:* The term “federal dental services” as used in this *Constitution*  
31 *and Bylaws* shall mean the dental departments of the Air Force, the Army, the  
32 Navy, the Public Health Service, the department of Veterans Affairs and other  
33 federal agencies.  
34

35 b. Privileges.

36 (1) An active member in good standing shall receive annually a certificate of  
37 membership and the *New York State Dental Journal*, the subscription price of  
38 which shall be included in the annual dues. An active member shall be entitled to  
39 attend any scientific session of this Association and receive such other services as  
40 are provided by the Association.

41 (2) An active member in good standing shall be eligible for election as a delegate  
42 or alternate delegate to the House of Delegates of the American Dental  
43 Association, as a delegate or alternate delegate to the House of Delegates of this

44 Association, and for election or appointment to any office or agency of this  
45 Association, except as otherwise provided in these *Bylaws*.

46 (3) An active member under a disciplinary sentence of suspension shall not be  
47 privileged to hold office, either elective or appointive, including delegate and  
48 alternate delegate of the American Dental Association, in such member's  
49 component society and this Association, or to vote or otherwise participate in the  
50 selection of officials of such member's component society and this Association.

51  
52 c. Dues and Special Assessments. The dues of active members shall be the amount  
53 established annually by the House of Delegates in accordance with the procedure  
54 set forth in Chapter III, Section 130Ad of these *Bylaws*, due January 1 each year,  
55 eighty-four dollars (\$84.00) of which, rounded to the nearest whole dollar, shall be  
56 contributed to the Association's endorsed political action committee unless the  
57 member elects to reassign such amount to another approved Association fund as  
58 designated on the dues statement. Notwithstanding any other provision of these  
59 *Bylaws*, the Board of Trustees may at its discretion, approve dues and/or special  
60 assessment adjustments to lower or waive dues and/or special assessment  
61 amounts for any members as part of special, promotional, limited duration dues  
62 and/or special assessment adjustment or waiver programs proposed by the  
63 American Dental Association or a component dental society in conjunction with  
64 the Association. In addition to the annual dues, active members shall pay any  
65 special assessments levied in accordance with Chapter XII, Section 50 of the  
66 *Bylaws*, due January 1 of each year. However, any dentist, who satisfies the  
67 eligibility requirements for active membership and any of the following conditions  
68 shall be entitled to pay the reduced active member dues and any special  
69 assessment stated under such satisfied condition so long as that dentist maintains  
70 continuous membership, subject to the further reductions permitted under the  
71 provisions of Chapter I, Section 20Ad of these *Bylaws*:

72 (1) Dentists who have been awarded a DDS or DMD degree, and dentists who in the  
73 same year as the award of a DDS or DMD degree enter into and then who have  
74 completed an advanced training course of not less than one academic year's  
75 duration in a school or residency program accredited by the Commission on Dental  
76 Accreditation of the American Dental Association, shall be exempt from the  
77 payment of active member dues and any special assessment for the remaining  
78 period of that year and for the year immediately succeeding that year. Thereafter  
79 such dentists shall pay fifty percent (50%) of the dues of active members for the  
80 second full calendar year following graduation or completion of training, and one  
81 hundred percent (100%) thereafter due January 1, a proportionate amount of  
82 which shall be contributed to the Association's endorsed political action  
83 committee unless the member elects to reassign such amount to another  
84 Association fund as designated on the dues statement. In addition to the annual  
85 dues, such active members shall pay a proportionate amount of any special  
86 assessments levied in accordance with Chapter XII, Section 50 of the *Bylaws*, due  
87 January 1 of each year. Persons who have been awarded a DDS or DMD or  
88 equivalent dental degree, and who are enrolled in but have not yet completed an  
89 advanced training course of not less than one academic year's duration in a school

90 or residency program accredited by the Commission on Dental Accreditation of the  
91 American Dental Association, shall pay dues in accordance with Section 20(D)(c)(2)  
92 of this Chapter, notwithstanding the fact that they are classified as active  
93 members. For those dentists who entered into an advanced training course of not  
94 less than one academic year's duration in a school or residency program  
95 accredited by the Commission of Dental Accreditation of the American Dental  
96 Association in a year after the year they were awarded a DDS or DMD degree, then  
97 upon completion of such program they shall revert in the next succeeding year to  
98 paying dues at the scale they were paying immediately preceding entry into such  
99 program.

100 (2) New members who have not previously been members of the American Dental  
101 Association, this Association, and a component society, and who do not qualify for  
102 a dues reduction as recent graduate members, shall pay only one half (1/2) of the  
103 dues of active members for their first year of membership.

104 (3) An active member in good standing upon beginning active duty in one of the  
105 federal dental services, but who during such duty, interrupted his active  
106 membership because of failure to pay dues and who, within one (1) year after  
107 separation from such duty, resumed his active membership, may pay back dues for  
108 any missing period of active membership at the appropriate rate of dues for the  
109 missing years of membership except as provided in Section 50C of this Chapter of  
110 the *Bylaws*.

111  
112 d. Active Members Selected after July 1 And October 1. Those members selected  
113 to active membership in this Association after July 1, except for those whose  
114 membership has lapsed for failure to pay the current year's dues and/or special  
115 assessments, shall pay one half (1/2) of the current year's dues and one half (1/2)  
116 of any active member special assessment then in effect, and those selected after  
117 October 1, shall pay one-quarter (1/4) of the current year's dues and one quarter  
118 (1/4) of any active member special assessment then in effect.

119  
120 B. Life Member.

121 a. Qualifications. A life member shall be a member in good standing of this  
122 Association who (1) has been an active and/or retired member in good standing of  
123 this Association for thirty (30) consecutive years, or a total of forty (40) years of  
124 active and/or retired membership or who has been an active member of the  
125 American Dental Association for thirty (30) years inclusive of the last ten (10)  
126 consecutive years of active membership in the New York State Dental Association.

127  
128 The Association will give notification to members who are eligible for life  
129 membership. Life membership shall be effective the calendar year following the  
130 year in which the requirements are fulfilled. Such applicant must be a member in  
131 good standing at the time of his classification as a life member. Maintenance of  
132 membership in good standing in the member's component society shall be a  
133 requisite for continuance of life membership in this Association.

134  
135 b. Privileges.

136 (1) A life member in good standing of this Association shall receive a certificate of  
137 life membership. A life member shall be entitled to all of the privileges of active  
138 membership.

139 (2) A life member under a disciplinary sentence of suspension shall not be  
140 privileged to hold office, either elective or appointive, including delegate and  
141 alternate delegate of the American Dental Association, in such member's  
142 component society and this Association, or to vote or otherwise participate in the  
143 selection of officials of such member's component society and this Association.  
144

145 c. Dues and Special Assessments.

146 (1) Active Life Members. Regardless of a member's previous classification of  
147 membership, the dues of life members who have not fulfilled the qualifications of  
148 retired membership pursuant to Section 20C of this Chapter of the *Bylaws* with  
149 regard to income related to dentistry shall be one hundred percent (100%) of the  
150 dues of active members due January 1 each year, a proportionate amount of which  
151 shall be contributed to the Association's endorsed political action committee  
152 unless the member elects to reassign such amount to another Association fund as  
153 designated on the dues statement. In addition to the annual dues, active life  
154 members shall pay any special assessments levied in accordance with Chapter XII,  
155 Section 50 of the *Bylaws*, due January 1 of each year.

156 (2) Retired Life Members. Life members who have fulfilled the qualifications of  
157 Section 20C of this Chapter of the *Bylaws* with regard to income related to  
158 dentistry shall be exempt from payment of dues and special assessments.

159 (3) Acceptance of Back Dues and Special Assessments. For the purpose of  
160 establishing continuity of active membership to qualify for life membership, back  
161 dues and special assessments, except as otherwise provided in these *Bylaws*, shall  
162 be accepted for not more than the three (3) years of delinquency prior to the date  
163 of application for such payment. The rate of such dues and/or special  
164 assessments, except as otherwise provided in these *Bylaws*, shall be in accordance  
165 with Chapter I, Section 40 of these *Bylaws*.  
166

167 For the purpose of establishing continuity of active membership in order to qualify  
168 for life membership, an active member, who had been such when entering upon  
169 active duty in one of the federal dental services but who, during such federal  
170 dental service, interrupted the continuity of active membership because of failure  
171 to pay dues and/or special assessments and who, within one year after separation  
172 from such military or equivalent duty, resumed active membership, may pay back  
173 dues and special assessments for any missing period of active membership at the  
174 rate of dues and/or special assessments current during the missing years of  
175 membership except as provided in Section 50C of this Chapter of the *Bylaws*.  
176

177 C. Retired Member.

178 a. Qualifications. A retired member shall be an active member in good standing of  
179 this Association who is now an active or retired member of a component society,  
180 and is no longer earning income from the performance of services as a member of  
181 the faculty of a dental school, postdoctoral training program or dental auxiliary

182 school, a dental administrator, a consultant, or as a practitioner of any activity for  
183 which a license to practice dentistry is required, and has submitted an affidavit on  
184 or before April 1, attesting to qualifications for this category through the  
185 component society. Maintenance of active or retired membership in good standing  
186 in the member's component society entitling such member to all of the privileges  
187 of an active member shall be requisite for entitlement to and continuance of  
188 retired membership in this Association.

189  
190 b. Privileges.

191 (1) A retired member in good standing of this Association shall receive a certificate  
192 of membership. A retired member in good standing shall be entitled to all of the  
193 privileges of active membership.

194 (2) A retired member under a disciplinary sentence of suspension shall not be  
195 privileged to hold office, either elective or appointive, including delegate and  
196 alternate delegate of the American Dental Association, in such member's  
197 component society and this Association, or to vote or otherwise participate in the  
198 selection of officials of such member's component society and this Association.  
199

200 c. Dues and Special Assessments. The dues of retired members shall be twenty  
201 five percent (25%) of the dues of active members due January 1 each year, a  
202 proportionate amount of which shall be contributed to the Association's endorsed  
203 political action committee unless the member elects to reassign such amount to  
204 another Association fund as designated on the dues statement. In addition to the  
205 annual dues, retired members shall pay any special assessments levied in  
206 accordance with Chapter XII, Section 50 of the *Bylaws*, due January 1 of each  
207 year.  
208

209 D. Student Member.

210 a. Qualifications. A student member shall be either a predoctoral student of a  
211 dental school accredited by the Commission on Dental Accreditation of the  
212 American Dental Association who is an active member of the American Student  
213 Dental Association and a student member of the American Dental Association, or a  
214 postdoctoral student who is a dentist eligible for membership in the American  
215 Dental Association and who is both engaged full time in an advanced training  
216 course of not less than one academic year's duration in a school or residency  
217 program accredited by the Commission on Dental Accreditation of the American  
218 Dental Association and a student member of the American Dental Association. In  
219 addition,

220 (1) a predoctoral student member shall also be a member of this Association's  
221 component society where the student attends dental school, unless the component  
222 society charges dues and assessments to predoctoral dental students, in which  
223 case the student may seek membership in that component society.

224 (2) a postdoctoral student member shall also be a member of this Association's  
225 component society where the advanced training course is situated, unless the  
226 component society charges dues and assessments to postdoctoral dental students,  
227 in which case the student may seek membership in that component society.

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b. Privileges.

(1) A student member in good standing of this Association shall receive annually a certificate of membership and the *New York State Dental Journal*, the subscription price of which shall be included in the annual dues. A student member shall be entitled to attend any scientific session of this Association and receive such other services as are authorized by the Board of Trustees.

(2) A student member under a disciplinary sentence of suspension shall not be privileged to serve as the American Student Dental Association's representative to this Association's Board of Trustees.

c. Dues and Special Assessments.

(1) Predoctoral Student Members. The dues of predoctoral student members shall be ten dollars (\$10.00) due January 1 of each year, except that a predoctoral student member who is an active member of the American Student Dental Association and a student member of the American Dental Association shall be exempt from the payment of dues. Predoctoral students shall be exempt from the payment of assessments.

(2) Postdoctoral Student Members. Dentists who are student members pursuant to Section 20D of this Chapter of the *Bylaws* shall be exempt from the payment of dues and assessments.

(3) Student membership terminates on December 31 following graduation or after completion of advanced training as provided in Section 20Ac of this Chapter of the *Bylaws*.

E. Honorary Member.

a. Qualifications. An individual who has contributed materially to the advancement of the art and science of dentistry, upon election by the Board of Trustees shall be classified as an honorary member of this Association. A recipient of the New York State Dental Association Award in memory of William Jarvie and Harvey J. Burkhart, shall be classified as an honorary member of this Association provided they are not eligible to be otherwise classified as an active, life or retired member of the Association. The names and qualifications of candidates nominated for honorary membership shall be submitted in writing to the Board of Trustees at a meeting prior to the one at which action shall be taken.

b. Privileges. An honorary member shall receive a certificate of honorary membership, and the *New York State Dental Journal*. An honorary member shall be entitled to attend any scientific session of this Association and receive such other services as are authorized by the Board of Trustees.

c. Dues and Special Assessments. Honorary members shall be exempt from the payment of dues and special assessments.

F. Associate Member.



273 a. Qualifications. An associate member shall be a dentist who is licensed or  
274 authorized to practice dentistry (and/or medicine provided the physician has a  
275 DDS or DMD or equivalent dental degree) in the State of New York, is an active,  
276 life or retired member in good standing of another constituent association of the  
277 American Dental Association, is ineligible for any other type of membership in this  
278 Association, has applied to and been approved by the Board of Trustees, and is a  
279 member in good standing of this Association.

280  
281 b. Privileges. An associate member shall receive a certificate of membership and  
282 the *New York State Dental Journal*. An associate member shall be entitled to  
283 attend any scientific session of this Association and receive such other services as  
284 are authorized by the Board of Trustees.

285  
286 c. Dues and Special Assessments. The dues of associate members shall be one  
287 hundred percent (100%) of the dues of active members, due January 1 of each  
288 year. In addition to their annual dues, associate members shall pay one hundred  
289 percent (100%) of any active member special assessment levied by the House of  
290 Delegates, due January 1 of each year.

291  
292 G. Affiliate Member.  
293 a. Qualifications. An affiliate member shall be a person ineligible for any other  
294 classification of membership in this Association and:  
295 (1) is practicing in a country other than the United States;  
296 (2) has been classified as an affiliate member upon application to and approval by  
297 the Board of Trustees; and  
298 (3) is a member in good standing of this Association.

299  
300 b. Privileges. An affiliate member in good standing shall receive annually a  
301 certificate of membership and the *New York State Dental Journal*. An affiliate  
302 member shall be entitled to attend any scientific session of this Association and  
303 receive such other services as are authorized by the Board of Trustees.

304  
305 c. Dues and Special Assessments. The dues of affiliate members shall be fifty  
306 percent (50%) of the dues of active members, due January 1 of each year. In  
307 addition to their annual dues, affiliate members shall pay fifty percent (50%) of  
308 any active member special assessment levied by the House of Delegates, due  
309 January 1 of each year.

310  
311 *Section 30. Definition of "In Good Standing":* A member of this Association whose  
312 dues and special assessments for the current year have been paid shall be in good  
313 standing. If under a final disciplinary sentence of suspension, such member shall be  
314 designated as a "member in good standing temporarily under suspension" until the  
315 member's disciplinary sentence has been terminated.

316  
317 A member of this Association who is disabled for a period of one year, is no longer  
318 earning income from the performance of dentally-related activity because of the

319 disability, and who was a member in good standing at the time such disability was  
320 incurred, shall be exempt from the payment of dues and special assessments and shall  
321 be in good standing during the period of disability. A disabled member, in order to  
322 receive entitlement to dues and special assessments exemption, shall submit to this  
323 Association a medical certificate attesting to disability. During the period of  
324 exemption from dues and special assessments, further such certificates shall be  
325 presented on request to this Association.

326  
327 Members of the Association shall be bound by the rules and procedures delineated in  
328 the *Peer Review Manual* of this Association as described in Chapter VIII, Section 120C  
329 of the *Bylaws*. Failure to do so shall constitute grounds for suspension and/or  
330 revocation of membership in this Association.

331  
332 A member of this Association receiving assistance from the Relief Fund of this  
333 Association or who has claimed hardship, based on a written explanation acceptable  
334 to the Association describing the nature of the hardship, shall be exempt from the  
335 payment of dues and shall be considered in good standing.

336  
337 The requirement of paying current dues does not apply to retired life, honorary and  
338 predoctoral student members of this Association for the purpose of determining their  
339 good standing.

340  
341 *Section 40. Lapse of Membership, Reinstatement and Acceptance of Back Dues:*

342  
343 A. Lapse of Membership. Any member whose dues and special assessments have not  
344 been paid by March 31 of the current year shall cease to be a member of this  
345 Association.

346  
347 B. Reinstatement. Reinstatement of active, life, retired, student, associate or  
348 affiliate membership may be secured upon payment of appropriate dues of this  
349 Association before December 31 of the current year, by any former member and on  
350 compliance by the former member with the pertinent bylaws and regulations of the  
351 component society involved and this Association.

352  
353 C. Acceptance of Back Dues. For the purposes of establishing continuity of active  
354 membership to qualify for life membership, back dues shall be accepted for not more  
355 than three (3) years of delinquency prior to the date of application for such payment.  
356 The rate of such dues shall be in accordance with this Chapter of the *Bylaws*.

357  
358 For the purpose of establishing continuity of active membership in order to qualify for  
359 life membership, an active member, who had been such when entering upon active  
360 duty in one of the federal dental services but who, during such federal dental service,  
361 interrupted the continuity of active membership because of failure to pay dues and  
362 who, within one year after separation from such military or equivalent duty, resumed  
363 active membership, may pay back dues for any missing period of active membership  
364 at the rate of dues current during the missing years of membership except as provided

365 in Section 50C of this Chapter of the *Bylaws*.

366

367 *Section 50. Dues or Special Assessment Related Issues:*

368

369 A. Payment Date and Installment Payments. Dues of all members are payable January  
370 1 of each year, except for active and active life members who may participate in an  
371 installment payment plan sponsored by this Association, or if the active or active life  
372 members are in the exclusive employ of, or are serving on active duty in, one of the  
373 federal dental services. The plan shall require monthly installment payments that  
374 conclude with the current dues and special assessment amount fully paid by June 30.  
375 Transactional costs may be imposed, prorated to this Association and the component  
376 dental society. The installment plan shall provide for the expeditious transfer of  
377 member dues to this Association and the component dental society as soon as  
378 commercially feasible.

379

380 B. Financial Hardship Waivers. Those members who have suffered a significant  
381 financial hardship that prohibits them from payment of their full dues may be excused  
382 from the payment of twenty-five percent (25%), fifty percent (50%), seventy-five  
383 percent (75%) or all of the current year's dues, based on a written explanation  
384 acceptable to this Association describing the nature of the hardship. The component  
385 society shall provide the same proportionate waiver of their dues as that provided by  
386 this Association.

387

388 C. Waivers for Active Members Temporarily Activated to Federal Service. An active  
389 member in good standing who is temporarily called to active duty with a federal  
390 dental service on a non-career basis shall be exempt from the payment of dues to this  
391 Association during such military duty, but not to exceed a period of three years.

392

393 D. Calculating Percentage Dues or Special Assessments. In establishing the dollar rate  
394 of dues in this chapter expressed as a percentage of active member dues,  
395 computations resulting in fractions of a dollar shall be rounded up to the next whole  
396 dollar.

397

398

## 399 **CHAPTER II. COMPONENT SOCIETIES**

400

401 *Section 10. Organization:* Pursuant to the laws of the State of New York, there may  
402 be at least one component society in each of the judicial districts of the State of New  
403 York provided that no such society shall be incorporated in any county in which a  
404 component society has already been incorporated. Active, life or retired members of  
405 each component society shall consist of dentists who are members in good standing of  
406 this Association. Each component society shall adopt and maintain a constitution and  
407 bylaws, which shall not be in conflict with, or limit, the *Constitution and Bylaws* of  
408 this Association or that of the American Dental Association, and shall file a copy  
409 thereof and any changes which may be made thereafter with the Executive Director  
410 of this Association.

411  
412 *Section 20.* Name: Each component society shall take its name from the judicial  
413 district or county in which it is located and chartered.

414  
415 *Section 30.* Power and Duties:

416  
417 A. A component society shall have the power to select its active, life, and retired  
418 members as active members of this Association in accordance with Section 40 of this  
419 Chapter of these *Bylaws*.

420  
421 B. It shall have the power to provide for its financial support, to establish bylaws,  
422 rules and regulations, not in conflict with, or limiting, the *Constitution and Bylaws* of  
423 this Association or that of the American Dental Association.

424  
425 C. It shall have the power to discipline any of its members subject to the provisions in  
426 Chapter X, Section 20 of these *Bylaws*.

427  
428 D. It shall have the power to establish committees, councils and commissions of the  
429 component society; to designate their powers and duties; and to adopt reasonable  
430 eligibility requirements for service thereon.

431  
432 E. It shall have the power to recommend from among its active, life or retired  
433 members in good standing, representatives to serve on the councils of this Association  
434 in accordance with Chapter III, Section 50D, Chapter V, Section 110H, and Chapter  
435 VIII, Section 20B of these *Bylaws*.

436  
437 F. It shall have the power to nominate from among its active, life or retired members,  
438 delegate-nominees and alternate delegate-nominees to the House of Delegates of the  
439 American Dental Association to be elected by the House of Delegates of this  
440 Association in accordance with Chapter III, Section 50E of these *Bylaws*.

441  
442 *Section 40.* Membership:

443  
444 A. The active, life, and retired membership of each component society, except as  
445 otherwise provided in these *Bylaws*, shall consist solely of dentists practicing within  
446 the territorial jurisdiction of the component society; dentists retired from active  
447 practice; dentists engaged in activities furthering the object of this Association;  
448 dentists serving as a member of the faculty of a dental school, postdoctoral training  
449 program or dental auxiliary school; dentists serving as a dental administrator, a  
450 consultant, or as a practitioner of any activity for which a license to practice  
451 dentistry is required; and dentists in a federal dental service (provided that the  
452 federal dentist is either licensed in or serving within the State of New York), provided  
453 that such dentists are active, life or retired members in good standing of the  
454 component society and this Association.

455  
456 Any dentist who actively practices within the territorial jurisdiction of more than one

457 component society must designate one such component as the location of his/her  
458 primary practice as a condition of applying for and/or maintaining membership in the  
459 component society in accordance with the laws of the State of New York State.  
460

461 A dental school graduate shall have five years from the date of graduation or five  
462 years from the date of completion of postdoctoral training in a school or residency  
463 program accredited by the Commission on Dental Accreditation of the American  
464 Dental Association in which to designate the location of his or her primary practice,  
465 during which time he or she shall be eligible for membership in any component  
466 society in which he or she practices.  
467

468 B. Transfer from One Component Society to Another. A member in good standing of  
469 one component society who is eligible for transfer to another component society may  
470 apply for such transfer provided there are no formal charges pending against the  
471 member. If the transfer of membership becomes effective on or before March 31 of  
472 the year of application, component dues shall be paid to the component society to  
473 which the member is transferring. If the transfer becomes effective after March 31,  
474 the component society from which transfer is sought shall retain the dues for the  
475 remainder of the current year.  
476

477 Application for transfer of membership from one component society to another shall  
478 be made to the component society in which the applicant maintains his or her primary  
479 practice and to which transfer is sought. The component society receiving such  
480 application shall obtain from the component society of which the applicant is  
481 currently a member, certification that the applicant is in good standing and that  
482 there are no formal charges pending against him or her.  
483

484 A member who is required to transfer membership from one component society to  
485 another and whose application for transfer of membership is denied shall be entitled  
486 to a hearing (by either the component society or this Association), on the decision  
487 denying the member's application for transfer of membership and to appeal to this  
488 Association and the Council on Ethics, Bylaws and Judicial Affairs of the American  
489 Dental Association in accordance with its procedures even though a disciplinary  
490 penalty is not involved.  
491

492 C. Privileges of Membership. An active, life, or retired member in good standing shall  
493 have the opportunity of enjoying all privileges of component society membership  
494 except as otherwise provided by the *Constitution and Bylaws* of this Association or  
495 that of the American Dental Association.  
496

497 *Section 50. Officers:* The officers of a component society shall be president,  
498 secretary, treasurer and such others as may be prescribed in its bylaws.  
499

500 *Section 60. Sessions:* A component society shall hold a business meeting at least once  
501 each calendar year.  
502

503 *Section 70. Constitution and Bylaws:* Each component society shall adopt and maintain  
504 a constitution and bylaws which shall not be in conflict with, or limit, the  
505 *Constitution and Bylaws* of this Association or that of the American Dental Association  
506 and shall file a copy thereof and any changes which may be made thereafter, with the  
507 Executive Director of this Association.

508  
509 *Section 80. Code of Ethics:* The *Principles of Ethics and Code of Professional Conduct*  
510 of the American Dental Association and the *Code of Ethics* of this Association shall  
511 constitute the code of ethics of the component society for governing the professional  
512 conduct of its members.

513  
514 *Section 90. Right of Hearing and Appeal:* Disputes arising between component  
515 societies may be referred to the Board of Trustees of this Association for hearing and  
516 decision.

517  
518 *Section 100. Privilege of Representation:* Each component society shall be entitled to  
519 two (2) delegates in the House of Delegates. The remaining number of delegates shall  
520 be allocated as provided in Chapter III, Section 10C of these *Bylaws*.

521  
522 Each component society may select from among its active, life and retired members  
523 the same number of alternate delegates as delegates and shall designate the  
524 alternate delegate who shall replace an absent delegate.

525  
526 *Section 110. Chartered Component Societies:* The Executive Director of the  
527 Association is authorized to issue a charter to each component society denoting its  
528 name and territorial composition. In accordance with Sections 10 and 20 of this  
529 Chapter of the *Bylaws*, the component societies are named and composed as follows:

530  
531 ***New York County***  
532 County of New York

533  
534 ***Second District***  
535 County of Kings  
536 County of Richmond

537  
538 ***Third District***  
539 County of Albany  
540 County of Columbia  
541 County of Greene  
542 County of Rensselaer  
543 County of Sullivan  
544 County of Ulster

545  
546 ***Fourth District***  
547 County of Clinton  
548 County of Essex

- 549 County of Franklin
- 550 County of Fulton
- 551 County of Hamilton
- 552 County of Montgomery
- 553 County of Saratoga
- 554 County of Schenectady
- 555 County of Schoharie
- 556 County of Warren
- 557 County of Washington
- 558
- 559 ***Fifth District***
- 560 County of Herkimer
- 561 County of Jefferson
- 562 County of Lewis
- 563 County of Madison
- 564 County of Oneida
- 565 County of Onondaga
- 566 County of Oswego
- 567 County of St. Lawrence
- 568
- 569 ***Sixth District***
- 570 County of Broome
- 571 County of Chemung
- 572 County of Chenango
- 573 County of Cortland
- 574 County of Delaware
- 575 County of Otsego
- 576 County of Schuyler
- 577 County of Tioga
- 578 County of Tompkins
- 579
- 580 ***Seventh District***
- 581 County of Cayuga
- 582 County of Livingston
- 583 County of Monroe
- 584 County of Ontario
- 585 County of Seneca
- 586 County of Steuben
- 587 County of Wayne
- 588 County of Yates
- 589
- 590 ***Eighth District***
- 591 County of Alleghany
- 592 County of Cattaraugus
- 593 County of Chautauqua
- 594 County of Erie

595 County of Genesee  
596 County of Niagara  
597 County of Orleans  
598 County of Wyoming

599  
600 ***Ninth District***  
601 County of Dutchess  
602 County of Orange  
603 County of Putnam  
604 County of Rockland  
605 County of Westchester

606  
607 ***Nassau County***  
608 County of Nassau

609  
610 ***Queens County***  
611 County of Queens

612  
613 ***Suffolk County***  
614 County of Suffolk

615  
616 ***Bronx County***  
617 County of Bronx

618  
619

### 620 CHAPTER III. HOUSE OF DELEGATES

621  
622 *Section 10. Composition:*

623  
624 A. Voting Members. The House of Delegates shall consist of one hundred two (102)  
625 voting members of the Association. It shall be composed of the officially certified  
626 delegates of the component societies in accordance with Chapter II, Section 100 of  
627 these *Bylaws*, and two (2) student members of the Association who are the officially  
628 certified delegates from District 2 of the American Student Dental Association.

629  
630 B. *Ex Officio* Members. The elective and appointive officers, the immediate Past  
631 President, the trustees of this Association and the Trustee representing the Second  
632 Trustee District of the American Dental Association shall be *ex officio* members of the  
633 House of Delegates without the power to vote. They shall not serve as delegates.  
634 Past presidents of this Association shall be *ex officio* members of the House of  
635 Delegates without the power to vote unless designated as delegates.

636  
637 C. Representational Requirements and Goals. Each component society shall be  
638 entitled to two (2) delegates without regard to the number of members. The  
639 remaining delegates shall be proportionately allocated to the component societies  
640 according to the number of active, life and retired members in each of the



641 component societies in accordance with the laws of the State of New York.  
642  
643 For the purpose of this section, the number of members in good standing in any  
644 component society shall be determined as of the last day of the calendar year  
645 preceding the annual session, and in accordance with the laws of the State of New  
646 York.  
647  
648 D. Alternate Delegates. Each component society may select from among its active,  
649 life and retired members the same number of alternate delegates as delegates.  
650 District 2 of the American Student Dental Association may select from among its  
651 active members two (2) alternate delegates.  
652  
653 *Section 20. Election of Delegates and Alternate Delegates:* The officially certified  
654 delegates and the alternate delegates of each component society shall be elected by  
655 the membership at large of the component society and/or the component society's  
656 governing legislative body on an annual basis. The tenure of a delegate or alternate  
657 delegate shall be unlimited except as may otherwise be determined by the  
658 component society in its bylaws.  
659  
660 The officially certified delegates from the American Student Dental Association shall  
661 be student members of this Association in good standing who are predoctoral dental  
662 students attending New York State dental schools and are elected by the District 2  
663 caucus of the American Student Dental Association in accordance with its bylaws. For  
664 the purpose of this section, the delegates from the American Student Dental  
665 Association shall be from different New York State dental schools where practicable.  
666  
667 *Section 30. Certification of Delegates and Alternate Delegates:* The trustee  
668 representing each component society or the trustee's designee, and the District 2  
669 caucus of the American Student Dental Association shall file with the Executive  
670 Director of this Association, at least sixty (60) days prior to the first day of the annual  
671 session of the House of Delegates, the names of the delegates and alternate delegates  
672 designated by the society or association. The Executive Director of this Association  
673 shall provide each delegate and alternate delegate with credentials which shall be  
674 presented to the Committee on Credentials, Rules and Order of the House of  
675 Delegates. In the event of a contest over the credentials of any delegate or alternate  
676 delegate, the Committee on Credentials, Rules and Order shall hold a hearing and  
677 report its findings and recommendations to the House of Delegates for final action.  
678  
679 *Section 40. Powers:*  
680  
681 A. The House of Delegates shall be the supreme authoritative body of this Association.  
682  
683 B. It shall possess the legislative powers.  
684  
685 C. It shall determine the policies which shall govern this Association in all of its  
686 activities.

- 687  
688 D. It shall have the power to enact, amend and repeal the *Constitution and Bylaws*.  
689  
690 E. It shall have the power to adopt and amend the *Code of Ethics* for governing the  
691 professional conduct of the members.  
692  
693 F. It shall have the power by a two-thirds (2/3) majority to grant or amend charters of  
694 component societies.  
695  
696 G. It shall have the power by a two-thirds (2/3) majority to suspend or revoke  
697 charters of component societies for cause. For the purpose of this paragraph, “for  
698 cause” shall mean any action or course of conduct that is materially and seriously  
699 detrimental to the functioning or interests of this Association and shall be a cause  
700 that would be recognized as a valid legal ground for such action by a court of the  
701 State of New York.  
702  
703 H. It shall have the power by a two-thirds (2/3) majority to suspend the  
704 representation of a component society in the House of Delegates upon a  
705 determination by the House that the bylaws of the component society violate the  
706 *Constitution* or *Bylaws* of this Association providing, however, such suspension shall  
707 not be in effect until the House of Delegates has voted that the component society is  
708 in violation and has one year after notification of the specific violation in which to  
709 correct its constitution or bylaws.  
710  
711 I. It shall have the power to create special committees of the Association.  
712  
713 J. It shall have the power to establish branch offices of the Association.  
714  
715 K. It shall have the power to approve all memorials, resolutions or opinions issued in  
716 the name of the American Dental Association.  
717  
718 L. It shall have the power to establish rules and procedures to govern the election of  
719 officers and the Trustee representing the Second Trustee District of the American  
720 Dental Association, when such elections are contested.  
721  
722 *Section 50. Duties:* It shall be the duty of the House of Delegates:  
723  
724 A. To elect the elective officers.  
725  
726 B. To elect the members of the Board of Trustees.  
727  
728 C. To elect the Trustee representing the Second Trustee District of the American  
729 Dental Association, subject to the approval of the House of Delegates of the American  
730 Dental Association in accordance with its *Bylaws*.  
731  
732 D. To elect the members of the councils and commissions except as otherwise

733 provided by these *Bylaws*.

734

735 E. To elect the delegates and alternate delegates to the American Dental Association  
736 in accordance with Chapter XIII, Section 30 of these *Bylaws*.

737

738 F. To receive and act upon reports of the councils and committees of the House of  
739 Delegates.

740

741 G. To adopt an annual budget and establish the dues of active members for the  
742 following year.

743

744 H. To serve as the court of appeal from decisions of the Council on Ethics except  
745 those decisions involving discipline of members.

746

747 *Section 60. Transfer of Powers and Duties of the House of Delegates:* The powers and  
748 duties of the House of Delegates, except the power to amend, enact and repeal the  
749 *Constitution and Bylaws*, and the duty of electing the elective officers, the members  
750 of the Board of Trustees and the Trustee representing the Second Trustee District of  
751 the American Dental Association, may be transferred to the Board of Trustees of this  
752 Association in time of extraordinary emergency. The existence of a time of  
753 extraordinary emergency may be determined by unanimous consent of the members  
754 of the Board of Trustees present and voting at a regular or special session. Such  
755 extraordinary emergency may also be determined by mail vote of the last House of  
756 Delegates on recommendation of at least four (4) of the elective officers. A mail vote  
757 to be valid shall consist of ballots received from not less than one-fourth (1/4) of the  
758 members of the last House of Delegates. A majority of the votes cast within thirty  
759 (30) days after the mailing of the ballot shall decide the vote.

760

761 *Section 70. Annual Session:* The House of Delegates shall meet annually. The annual  
762 session of the Association shall be held annually at a time and place selected by the  
763 Board of Trustees in accordance with Chapter V, Section 110 of these *Bylaws*.

764

765 *Section 80. Special Sessions:* A special session of the House of Delegates shall be  
766 called by the President on a three-fourths (3/4) affirmative vote of the members of  
767 the Board of Trustees or on written request of delegates representing at least one-  
768 third (1/3) of the component societies and not less than one-fifth (1/5) of the  
769 officially certified delegates of the last House of Delegates. The time and place of a  
770 special session shall be determined by the President, provided the time selected shall  
771 be not less than fifteen (15) days and not more than thirty (30) days after the request  
772 was received. The business of a special session shall be limited to that stated in the  
773 official call except by unanimous consent.

774

775 *Section 90. Official Call:*

776

777 A. Annual Session. The Executive Director of the Association shall cause to be  
778 published in the *New York State Dental Journal* and/or on the Association's website,

779 an official notice of the time and place of each annual session, and shall send to each  
780 member of the House of Delegates an official notice of the time and place of the  
781 annual session as soon as practicable, but not less than thirty (30) days before the  
782 opening of such session.

783  
784 B. Special Session. The Executive Director of the Association shall send an official  
785 notice of the time and place of each special session and a statement of the business  
786 to be considered to every officially certified delegate and alternate delegate of the  
787 last House, not less than fifteen (15) days before the opening of such session.

788  
789 *Section 100. Quorum:* A majority of the voting members of the House of Delegates,  
790 representing at least a majority of the component societies shall constitute a quorum  
791 for the transaction of business at any meeting.

792  
793 *Section 110. Officers:*

794  
795 A. Speaker and Executive Director. The officers of the House shall be the Speaker of  
796 the House of Delegates and the Executive Director of the Association. In the absence  
797 of the Speaker, the office shall be filled by the President. In the absence of the  
798 Executive Director of the Association, the Speaker shall appoint a person *pro tem* to  
799 fulfill the duties set forth in this chapter.

800  
801 B. Duties.

802 a. Speaker. The Speaker shall preside at all meetings of the House of Delegates  
803 and, in accordance with Section 140Bb of this Chapter of the *Bylaws*, determine  
804 the order of business for all meetings subject to the approval of the House of  
805 Delegates, appoint tellers to assist in determining the result of any action taken by  
806 vote and perform such other duties as custom and parliamentary procedure  
807 require. The decision of the Speaker shall be final unless an appeal from such  
808 decision shall be made by a member of the House, in which case final decision  
809 shall be by majority vote. In addition, following adjournment of the Committee  
810 on Constitution and Bylaws, the Speaker shall be responsible for reviewing and  
811 either approving or redrafting any new resolutions or changes to resolutions that  
812 propose amendments to the *Constitution and Bylaws*, in accordance with Section  
813 140Ab of this Chapter of the *Bylaws*.

814  
815 b. Executive Director. The Executive Director of the Association shall serve as the  
816 recording officer of the House and the custodian of its records, and shall cause a  
817 record of the proceedings of the House to be published as the official minutes of  
818 the House.

819  
820 *Section 120. Order Of Business:* The order of business shall be that order of business  
821 adopted by the House of Delegates in conformity with Section 110Ba of this Chapter  
822 of the *Bylaws*.

823  
824 *Section 130. Rules of Order:*

825  
826 A. Standing Rules and Reports.  
827 a. Reports. All reports of elective officers, councils, the Trustee representing the  
828 Second Trustee District of the American Dental Association, the State Board for  
829 Dentistry and special committees, except supplemental reports, shall be sent to  
830 each delegate and alternate delegate at least fourteen (14) days in advance of the  
831 opening of the annual session. All supplemental reports shall be distributed to  
832 each delegate before such report is considered by the House of Delegates.  
833 b. Appropriation of Funds. Any resolution proposing an appropriation of funds,  
834 except those relating to the annual budget, shall be referred to the Board of  
835 Trustees for a report at the same session on the availability of funds for the  
836 purpose specified.  
837 c. Approval of Annual Budget. The proposed annual budget shall be submitted by  
838 the Board of Trustees to the members of the House of Delegates at least fourteen  
839 (14) days prior to the opening meeting of the annual session, shall be referred to a  
840 special reference committee on budget for hearings at the annual session and then  
841 shall be considered for approval as a special order of business at the final meeting  
842 of the House of Delegates prior to adjournment *sine die*. In the event the budget  
843 as submitted is not approved, all recommendations for changes shall be referred  
844 to the Board of Trustees to prepare and present a revised budget. This procedure  
845 shall be repeated until a budget for the ensuing fiscal year shall be adopted.  
846 d. Approval of the Dues of Active Members. The dues of active members of this  
847 Association shall be established by the House of Delegates as the last item of  
848 business at each annual session. The resolution to establish the dues of active  
849 members for the following year shall be proposed at each annual session by the  
850 Board of Trustees in conformity with Chapter V, Section 110G of these *Bylaws* and  
851 may be amended to any amount by the House of Delegates. The resolution shall  
852 be adopted by a two-thirds (2/3) majority vote of the members present and  
853 voting.  
854 e. Introduction of New Business. No new business shall be introduced into the  
855 House of Delegates less than 15 days prior to the opening of the annual session,  
856 unless submitted by the Board of Trustees or a component society. No new  
857 business shall be introduced into the House of Delegates at the last meeting of a  
858 session except when such new business is submitted by a component society and is  
859 permitted to be introduced by a two-thirds (2/3) majority vote of the House of  
860 Delegates. The motion introducing such new business shall not be debatable.  
861 Approval of such new business shall require a majority vote except new business  
862 introduced at the last meeting of a session that would require a bylaw amendment  
863 cannot be adopted at such last meeting. Reference committee recommendations  
864 shall not be deemed new business.  
865 f. Resolutions. A resolution becomes the property of the New York State Dental  
866 Association when submitted to the House of Delegates of this Association for  
867 consideration. If adopted by the House of Delegates, this Association shall be the  
868 sole owner of the resolution which shall constitute “work made for hire” under  
869 copyright laws. This Association shall have the exclusive right to seek copyright  
870 registration for the resolution and to secure copyrights and retain ownership of

871 such copyrights in its own name.

872

873 B. Additional Rules. The rules contained in the most current edition of *the American*  
874 *Institute of Parliamentarians Standard Code of Parliamentary Procedure* shall govern  
875 the deliberations of the House of Delegates in all cases in which they are applicable  
876 and not in conflict with the standing rules or these *Bylaws*.

877

878 *Section 140. Committees:* The committees of the House of Delegates shall be:

879

880 A. Committee on Constitution and Bylaws.

881 a. Composition. The Committee shall consist of five (5) delegates or alternate  
882 delegates appointed by the President at least thirty (30) days in advance of each  
883 annual session in consultation with the Speaker of the House of Delegates. The  
884 Speaker of the House shall serve as a consultant to the Committee. The chair of  
885 the Committee shall be a delegate.

886 b. Duties. Prior to the first meeting of each new session of the House of Delegates,  
887 the Committee shall review all resolutions proposing amendments to the  
888 *Constitution and Bylaws* and shall either approve the text of the amendment as  
889 written or shall redraft the resolution to accomplish the intent of the maker in the  
890 form currently used by the House of Delegates. The Committee shall file a report  
891 of its findings and actions at the first meeting of the House of Delegates and then  
892 shall adjourn. Thereafter until the House of Delegates adjourns *sine die*, the  
893 Speaker of the House shall be responsible for reviewing any new resolutions or  
894 changes to resolutions that propose amendments to the *Constitution and Bylaws*,  
895 and shall either approve the text of the amendment as written or shall redraft the  
896 resolution to accomplish the intent of the maker in the form currently used by the  
897 House of Delegates. In addition, it shall be the duty of the Committee to  
898 recommend editorial corrections in the *Bylaws* related to spelling, grammar,  
899 punctuation, renumbering or relettering, name changes, gender neutrality or any  
900 other related matters. All such corrections shall be reported to the House of  
901 Delegates. Nothing in this provision shall be construed as allowing the Committee  
902 to make any substantive changes, which may only be made in accordance with  
903 Article VIII of the *Constitution* and Chapter XV of the *Bylaws*.

904

905 B. Committee on Credentials, Rules and Order.

906 a. Composition. The Committee, consisting of five (5) members from the officially  
907 certified delegates and alternate delegates, shall be appointed by the President at  
908 least thirty (30) days in advance of each annual session. The chair of the  
909 Committee shall be a delegate.

910 b. Duties. It shall be the duty of the Committee (1) to record and report the roll  
911 call of the House of Delegates at each meeting; (2) to conduct a hearing on any  
912 contest regarding the certification of a delegate or alternate delegate and to  
913 report its recommendations to the House of Delegates; (3) to prepare a report, in  
914 consultation with the Speaker and Executive Director of the Association, on  
915 matters relating to the order of business and special rules of order; (4) to consider  
916 all matters referred to it and report its recommendations to the House of

917 Delegates.

918

919 C. Resolutions Committee.

920 a. Composition. The Resolutions Committee shall consist of the Speaker and the  
921 Secretary of the House of Delegates and the chairs of the reference committees  
922 authorized by Subsection D of this Section of the *Bylaws*.

923 b. Duties. The duties of the Resolutions Committee shall be to examine resolutions  
924 after action by the reference committees and arrange a sequence for House action  
925 based upon the importance of the resolutions' subject matter.

926

927 D. Reference Committees.

928 a. Composition. Reference committees, consisting of five (5) members from the  
929 officially certified delegates and alternate delegates, shall be appointed by the  
930 President at his or her discretion, at least thirty (30) days in advance of each  
931 annual session.

932 b. Duties. It shall be the duty of a reference committee to consider reports  
933 referred to it, to conduct open hearings and to report its recommendations to the  
934 House of Delegates.

935

936 E. Special Committees. The Speaker, with the consent of the House of Delegates,  
937 shall appoint special committees to perform duties not otherwise assigned by these  
938 *Bylaws*, to serve until adjournment *sine die* of the session at which they were  
939 appointed.

940

941 *Section 150. Election Procedure:* Elective officers, members of the Board of Trustees,  
942 the Trustee representing the Second Trustee District of the American Dental  
943 Association, delegates and alternate delegates to the American Dental Association and  
944 members of councils shall be elected by the House of Delegates except as otherwise  
945 provided in these *Bylaws*. Voting shall be by ballot, except that when there is only  
946 one candidate for an office or council, such candidate may be declared elected by the  
947 Speaker.

948 a. When one is to be elected, and more than one has been nominated, the majority of  
949 the ballots cast shall elect. In the event no candidate receives a majority of the  
950 votes cast on the first ballot, the candidate receiving the lowest vote total shall be  
951 dropped from the ballot and voting shall continue from among the remaining  
952 candidates until one receives a majority of the votes cast.

953 b. When more than one is to be elected, and the nominees exceed the number to be  
954 elected, the votes cast shall be non-cumulative, and the candidates receiving the  
955 greatest number of votes shall be elected.

956

957 *Section 160. Privileges of Addressing the House of Delegates:*

958

959 A. Council and Committee Members. All members of councils and committees of the  
960 Association shall have the privilege of the floor of the House of Delegates and of  
961 entering debate on their respective reports, but shall have no other privileges unless  
962 otherwise duly elected as Delegates.

963  
964 B. Others. Other individuals may be invited to address the House of Delegates with  
965 the consent of the Speaker of the House.  
966

967  
968 **CHAPTER IV. CONFLICT OF INTEREST**  
969

970 It is the policy of this Association that individuals who serve in elective, appointive or  
971 employed offices or positions do so in a representative or fiduciary capacity that  
972 requires loyalty to the Association. At all times while serving in such offices or  
973 positions, these individuals shall further the interests of the Association as a whole.

974 In addition, they shall avoid:

975 a. placing themselves in a position where personal or professional interests may  
976 conflict with their duty to this Association.

977 b. using information learned through such office or position for personal gain or  
978 advantage.

979 c. obtaining by a third party an improper gain or advantage.  
980

981 As a condition for selection, each nominee, candidate and applicant shall disclose any  
982 situation which might be construed as placing the individual in a position of having an  
983 interest that may conflict with his or her duty to the Association. While serving, the  
984 individual shall comply with the conflict of interest policy applicable to his or her  
985 office or position, and shall report any situation in which a potential conflict of  
986 interest may arise. The Board of Trustees shall approve the compliance activities that  
987 will implement the requirements of this chapter. The Board of Trustees shall render  
988 a final judgment on what constitutes a conflict of interest.  
989

990  
991 **CHAPTER V. BOARD OF TRUSTEES**  
992

993 *Section 10.* Composition: The Board of Trustees shall consist of one (1) trustee from  
994 each of the thirteen (13) component societies as defined in Chapter II, Section 110,  
995 and one new dentist trustee. Such fourteen (14) trustees, the President, the  
996 President-elect, the Vice President, and the immediate Past President shall constitute  
997 the voting membership of the Board of Trustees. In addition, the Secretary-  
998 Treasurer, the Trustee representing the Second Trustee District of the American  
999 Dental Association and the Executive Director of the Association, except as otherwise  
1000 provided in these *Bylaws*, shall be *ex officio* members of the Board of Trustees  
1001 without the right to vote. The President may only exercise the right to vote when the  
1002 vote is by ballot or when one more vote could alter the outcome.  
1003

1004 *Section 20.* Qualifications: Only an active, life or retired member in good standing of  
1005 this Association who has served at least three (3) years in total that are accumulated  
1006 from any combination of service in the following capacities: 1) as a delegate in the  
1007 NYSDA House of Delegates; 2) as an alternate delegate in the NYSDA House of



1008 Delegates; or 3) as a chair of a council of the Association shall be eligible to serve as a  
1009 trustee.

1010  
1011 *Section 30. Term of Office:* The term of office of a trustee shall be four (4) years.\*  
1012 The tenure of a trustee shall be limited to one (1) term of four (4) years. The term of  
1013 office of the new dentist trustee shall be four (4) years. The tenure of the new  
1014 dentist trustee shall be limited to one (1) term of four (4) years and the tenure of the  
1015 new dentist trustee shall be further limited only for as long as the person remains  
1016 qualified as a new dentist as defined in Chapter VIII, Section 20, of the Bylaws.†

1017  
1018 *Section 40. Nomination:* The trustee nomination process shall be determined by an  
1019 elective process established by the component society which shall produce a single  
1020 nominee for trustee. The New Dentist Committee shall recommend to the House of  
1021 Delegates the new dentist nominee for the Board of Trustees. All nominations shall be  
1022 submitted to the Headquarters Office and accompanied by appropriate  
1023 documentation in support of the nominee's eligibility. All nominations must be  
1024 submitted no later than thirty (30) days prior to the annual session. The House of  
1025 Delegates may vote to reject any such nominee and thereby compel the component  
1026 society to select a different nominee or thereby compel the New Dentist Committee  
1027 to select a different nominee. Duly nominated candidates for the office of trustee  
1028 shall be nominated from the floor of the House of Delegates by a simple declaratory  
1029 statement. Seconding a nomination is not permitted.

1030  
1031 *Section 50. Conflict of Interest:* Each person nominated for the office of trustee shall  
1032 complete a conflict of interest statement as prescribed by the Board of Trustees and  
1033 shall file such statement with the Executive Director of the Association to be made  
1034 available to the delegates prior to election.

1035  
1036 *Section 60. Election:* Pursuant to the provisions of Section 40 of this Chapter of the  
1037 *Bylaws*, the Speaker of the House of Delegates shall declare each nominee elected.

1038

---

In order to establish the required pattern of four (4), three (3), three (3) and three (3) members retiring from the Board of Trustees each year, component societies have been randomly assigned to each of four groups as follows: the initial term of office for the trustees representing the Fourth District, Fifth District, Nassau County and Queens County Dental Societies shall be one (1) year expiring in 2011; the initial term of office for the trustees representing the Third District, Sixth District and Bronx County Dental Societies shall be two (2) years expiring in 2012; the initial term of office for the trustees representing New York County, Seventh District and Suffolk County Dental Societies shall be three (3) years expiring in 2013; and the initial term of office for the trustees representing the Second District, Eighth District and Ninth District Dental Societies shall be four (4) years expiring in 2014.

† Any trustee elected for an initial staggered term of less than four (4) years may subsequently be elected to serve one full four (4) year term.

1039 *Section 70. Installation:* The trustee shall be installed by the President or by the  
1040 President’s designee at the last meeting of the annual session of the House of  
1041 Delegates following election.

1042  
1043 *Section 80. Removal for Cause:* The House of Delegates may remove a trustee for  
1044 cause in accordance with procedures it has established, which shall provide for the  
1045 notice of the charges and an opportunity for the accused to be heard in his or her  
1046 defense. The affirmative vote of two-thirds (2/3) of the delegates present and voting  
1047 is required to remove a trustee from office. If the House of Delegates elects to  
1048 remove the trustee, that action shall create a vacancy on the Board of Trustees which  
1049 shall be filled in accordance with Section 90 of this Chapter of the *Bylaws*.

1050  
1051 *Section 90. Vacancy:* In the event of a vacancy in the office of trustee, an active, life  
1052 or retired member may be appointed by the President to fill the unexpired term of  
1053 the vacancy. The appointment shall be made by the President with the advice and  
1054 consent of the governing legislative body of the former trustee’s component society.  
1055 In the event an appointment to fill the vacancy has not been made by the time of the  
1056 next meeting of the House of Delegates following the occurrence of the vacancy, then  
1057 a successor trustee shall be elected for the remainder of the unexpired term by the  
1058 House of Delegates pursuant to provisions of Sections 40 and 60 of this Chapter of the  
1059 *Bylaws*. If the term of the vacated trustee position has less than fifty percent (50%)  
1060 of a full four-year term remaining at the time the successor trustee is appointed or  
1061 elected, the successor trustee shall be eligible for election to a new, consecutive  
1062 four-year term. If fifty percent (50%) or more of the vacated term remains to be  
1063 served at the time of the appointment or election, the successor trustee shall not be  
1064 eligible for another term.

1065  
1066 In the temporary absence of a trustee, the governing body of the component society  
1067 may designate an active, life or retired member in good standing who is appropriately  
1068 qualified in accordance with Section 20 of this Chapter of the *Bylaws*, to substitute as  
1069 an observer for the absent trustee, without the power to vote.

1070  
1071 *Section 100. Powers:*

1072  
1073 A. The Board of Trustees shall be the managing body of the Association, vested with  
1074 full power to conduct all business of the Association, subject to the laws of the State  
1075 of New York, the *Articles of Incorporation*, the *Constitution and Bylaws* and the  
1076 mandates of the House of Delegates. The power of the Board of Trustees to act as  
1077 the managing body of the Association shall not be construed as limiting the power of  
1078 the House of Delegates to establish policy with respect to the governance of this  
1079 Association in all its activities, except for areas expressly reserved in these *Bylaws* as  
1080 powers and/or duties of the Board of Trustees, as the same may be amended by the  
1081 House of Delegates from time to time in accordance with these *Bylaws*.

1082  
1083 B. It shall have the power to establish rules and regulations not inconsistent with  
1084 these *Bylaws* to govern its organization and procedure.

- 1085  
1086 C. It shall have the power to direct the President to call a special session of the House  
1087 of Delegates as provided in Chapter III, Section 80, of the *Bylaws*.  
1088
- 1089 D. It shall have full discretionary power to cause to be published in, or to be omitted  
1090 from, any official publication of the Association any article in whole or in part.  
1091
- 1092 E. It shall have the power to establish *ad interim* policies when the House of  
1093 Delegates is not in session and when such policies are essential to the management of  
1094 the Association provided, however, that all such policies must be presented for review  
1095 and consideration by the House of Delegates at its next session.  
1096
- 1097 F. It shall have the power to remove a council member for cause in accordance with  
1098 procedures established by the Board of Trustees in its *Rules*.  
1099
- 1100 G. It shall have the power to elect honorary and affiliate members.  
1101
- 1102 H. It shall have the power to approve the recipient(s) of the *William Jarvie* and  
1103 *Harvey J. Burkhart Award*.  
1104
- 1105 I. It shall have the power to approve the recipient(s) of the New York State Dental  
1106 Association's *Dr. Mark J. Feldman Distinguished Service Award* for meritorious  
1107 service.  
1108
- 1109 J. It shall have the power to appoint its members to committees that shall have the  
1110 power to perform any duty that the Board of Trustees may lawfully delegate.  
1111
- 1112 K. It shall have the interim power to supervise, monitor and guide the activities of all  
1113 councils and special committees in order to ensure the fulfillment of initiatives and  
1114 directives assigned to each council or special committee by the House of Delegates or  
1115 Board of Trustees subject to the requirement that all interim actions of the Board  
1116 must be approved by the House of Delegates.  
1117
- 1118 L. In accordance with the laws of the State of New York, it shall have the power to  
1119 transact its business by unanimous consent via mail ballot, including electronic mail;  
1120 to authorize the councils, commissions and committees of this Association to transact  
1121 their business by mail ballot; and to establish rules and procedures for itself and for  
1122 councils, commissions and committees of this Association to govern the use of ballots  
1123 circulated and returned by U.S. mail, overnight courier, facsimile transmission or  
1124 electronic mail.  
1125
- 1126 M. It shall have the power to appoint agents and/or other representatives for the  
1127 purpose of supervising, managing and otherwise conducting business under its  
1128 direction and in accordance with these *Bylaws* and the laws of the State of New York.  
1129 No such appointment shall relieve the Board of Trustees of its fiduciary duties as the  
1130 managing body of the Association as provided in these *Bylaws*.

- 1131  
1132 N. It shall have the power to select for election by the Association as shareholder, the  
1133 board of directors in any wholly-owned subsidiary of the Association.  
1134
- 1135 O. It shall have the power to select candidates for recommended election to director  
1136 and management positions in other subsidiary ventures where the Association is not a  
1137 shareholder.  
1138
- 1139 P. It shall have the power to serve as the court of last appeal of the Association in  
1140 disputes not otherwise provided for in these Bylaws.  
1141
- 1142 *Section 110. Duties:* It shall be the duty of the Board of Trustees:  
1143
- 1144 A. To provide for the lease, purchase, sale, mortgage, maintenance and/or  
1145 supervision of the Headquarters Office and all other property or offices owned or  
1146 operated by this Association.  
1147
- 1148 B. To appoint the Executive Director of the Association.  
1149
- 1150 C. To appoint an Editor who shall be Editor-in-Chief of all official journals of the  
1151 Association, and as such, shall exercise full editorial control over such publications,  
1152 subject to policies and procedures established by the Board of Trustees and these  
1153 *Bylaws*. Any active or life or retired member in good standing of this Association is  
1154 eligible to be appointed as Editor.  
1155
- 1156 D. To determine the date and place for convening each annual session and provide for  
1157 the management and general arrangements for each annual session.  
1158
- 1159 E. To cause to be bonded by a surety company the Secretary-Treasurer, the Executive  
1160 Director and employees of the Association entrusted with Association funds.  
1161
- 1162 F. To provide guidelines and directives to govern the Secretary-Treasurer's custody,  
1163 investment and disbursement of Association funds and other property as provided in  
1164 Chapter VI, Section 100D, of these *Bylaws*; and to cause all accounts of the  
1165 Association to be audited by a certified public accountant at least once a year.  
1166
- 1167 G. To prepare a budget for carrying on the activities of the Association for each  
1168 ensuing fiscal year, and present for action by each House of Delegates, a resolution  
1169 setting forth the proposed dues of active members for the following year. Notice of  
1170 such a resolution shall be sent to each component society not less than fifteen (15)  
1171 days before such session to permit prompt, adequate notice by each component  
1172 society to its delegates and alternate delegates to the House of Delegates of this  
1173 Association, and shall be announced to the general membership in an official  
1174 publication of the Association at least fifteen (15) days in advance of the annual  
1175 session.  
1176

1177 H. To submit to the House of Delegates at the opening meeting of the annual session,  
1178 in printed form, nominations for membership to the councils, except as otherwise  
1179 provided in these *Bylaws*.

1180  
1181 I. To appoint annually upon the recommendation of the President, the chair of each  
1182 council, except as otherwise provided in these *Bylaws*, and to act upon council  
1183 nominations for consultants and advisers except as otherwise provided in these  
1184 *Bylaws*.

1185  
1186 J. To provide interim guidance and supervision to all councils and special committees  
1187 in order to ensure the fulfillment of initiatives and directives assigned to each council  
1188 or special committee by the House of Delegates or Board of Trustees.

1189  
1190 K. To review the reports of councils and special committees of the Association and to  
1191 make recommendations concerning such reports to the House of Delegates.

1192  
1193 L. To submit an annual report to the House of Delegates of its activities and those of  
1194 the Secretary-Treasurer and Executive Director.

1195  
1196 M. To elect associate members.

1197  
1198 N. To establish other funds as divisions of the General Fund in accordance with the  
1199 provisions of Chapter XII of the *Bylaws*.

1200  
1201 O. To appoint special committees of the Association in accordance with Chapter IX,  
1202 Section 10 of these *Bylaws*.

1203  
1204 P. To perform such other duties as are prescribed by these *Bylaws*.

1205  
1206 Q. To establish such administrative agencies of this Association as may be necessary  
1207 to implement the Association's programs, to assign the duties of such agencies  
1208 through the Executive Director of the Association under whose jurisdiction each shall  
1209 operate, and to require reports of such agencies through the same channels.

1210  
1211 *Section 120. Sessions:*

1212  
1213 A. Regular Sessions. The Board of Trustees shall hold a minimum of three regular  
1214 sessions each year. The number of actual regular meetings to be held in excess of  
1215 three for the ensuing year shall be determined in advance by the Board of Trustees.

1216  
1217 B. Special Sessions. Special sessions of the Board of Trustees may be called at any  
1218 time either by the President or at the request of five voting members of the Board,  
1219 provided adequate notice is given to each member in advance of the session.

1220  
1221 C. Place of Meetings: Regular or special meetings may be held in a single geographic  
1222 location within or outside the state of New York or from multiple remote locations

1223 through the use of a conference telephone or other communications equipment by  
1224 means of which all members can communicate with each other; provided, however,  
1225 special meetings held through the use of a conference telephone or other  
1226 communications equipment may be called by the President or at the request of five  
1227 voting members of the Board of Trustees for matters of the Association requiring  
1228 immediate attention. Such meetings shall be conducted in accordance with rules and  
1229 procedures established by the Board of Trustees.

1230  
1231 *Section 130.* Quorum: A majority of the voting members of the Board of Trustees shall  
1232 constitute a quorum.

1233  
1234 *Section 140.* Officers:

1235  
1236 A. Chair and Executive Director. The Board of Trustees shall be presided over by the  
1237 President of the Association who shall be the Chair, and the Executive Director of the  
1238 Association who shall fulfill the duties set forth in this chapter.

1239  
1240 In the absence of the President, the office of Chair shall be filled by the President-  
1241 elect and, in his or her absence, by the Vice President and, in his or her absence, by  
1242 the immediate Past President in that order and, in their absence, a voting member of  
1243 the Board shall be elected Chair *pro tem* to fulfill the duties set forth in this chapter.

1244  
1245 In the absence of the Executive Director of the Association, the Chair shall appoint a  
1246 person *pro tem* to fulfill the duties set forth in this chapter.

1247  
1248 B. Duties.

1249 a. Presiding Officer. The Presiding Officer shall preside over all meetings of the  
1250 Board of Trustees. The President may only exercise the right to vote when the  
1251 vote is by ballot or when one more vote could alter the outcome.

1252 b. Executive Director. The Executive Director of the Association shall serve as the  
1253 recording officer of the Board of Trustees and as the custodian of its records. The  
1254 Executive Director of the Association shall cause a factual record of the  
1255 proceedings of the Board to be published as the official minutes of the Board.

1256  
1257  
1258 **CHAPTER VI. ELECTIVE OFFICERS**

1259  
1260 *Section 10.* Title: The elective officers of this Association shall be President,  
1261 President-elect, Vice President, Secretary-Treasurer, and Speaker of the House of  
1262 Delegates as provided in Article V of the *Constitution*.

1263  
1264 *Section 20.* Eligibility: Only an active, life or retired member in good standing of this  
1265 Association who has served at least three (3) years in total that are accumulated from  
1266 any combination of service in the following capacities: 1) as a delegate in the NYSDA  
1267 House of Delegates; 2) as an alternate delegate in the NYSDA House of Delegates; 3)  
1268 on the NYSDA Board of Trustees; or 4) as a chair of a council of the Association shall

1269 be eligible to serve as an elective officer. The President, President-elect, and Vice  
1270 President of this Association shall serve according to the following rotation of  
1271 component societies as defined Chapter II, Section 110 of these *Bylaws*: Fourth  
1272 District, Ninth District, Queens County, New York County, Bronx County, Fifth District,  
1273 Nassau County, Seventh District, Third District, Eighth District, Sixth District, Second  
1274 District, Suffolk County.

1275  
1276 *Section 30. Nominations:*

1277  
1278 The Association shall publish or cause to be published, no less than one hundred fifty  
1279 (150) days prior to the annual session, a "Call for Nominations" describing the elective  
1280 offices to be considered that year and the eligibility requirements thereof.

1281  
1282 Nominations for the elective office of President-elect, Vice President, Secretary-  
1283 Treasurer, and Speaker of the House of Delegates may be made by any active, life or  
1284 retired member in good standing, of the Association. All nominations shall be  
1285 submitted to the Headquarters Office and accompanied by appropriate  
1286 documentation in support of the nominee's eligibility. All nominations must be  
1287 submitted no later than ninety (90) days prior to the annual session

1288  
1289 The Council on Nominations shall select one candidate for each elective office. The  
1290 Society shall publish or cause to be published the report of the Council on  
1291 Nominations, as described in Chapter VIII, Section 120B of these *Bylaws*, no less than  
1292 thirty (30) days prior to the annual session. Additional nominations for each elective  
1293 office may be made by any delegate from the floor of the House of Delegates at the  
1294 call of the presiding officer by a simple declaratory statement, provided the  
1295 nomination has been duly submitted to the Headquarters Office and confirmed as  
1296 eligible by the Council on Nominations. Immediately upon confirmation of eligibility  
1297 by the Council on Nominations, any such eligible person shall be subject to and abide  
1298 by the rules and authority of the Elections Commission of the Association.

1299  
1300 Acceptance speeches, statements or remarks, not to exceed four (4) minutes in  
1301 duration may be made by the candidate from the podium according to the protocol  
1302 established by the Speaker of the House of Delegates for any elective office that is  
1303 contested. Seconding a nomination is not permitted.

1304  
1305 *Section 40. Conflict of Interest:* Each person nominated for the offices of President-  
1306 elect, Vice President, Secretary-Treasurer and Speaker of the House shall complete a  
1307 conflict of interest statement as prescribed by the Board of Trustees and shall file  
1308 such statement with the Executive Director of the Association to be made available to  
1309 the delegates prior to election.

1310  
1311 *Section 50. Elections:* The elective officers of the Association shall be elected in  
1312 accordance with Chapter III, Section 150 of the *Bylaws*.

1313

1314 *Section 60. Term of Office:* The President, President-elect, Vice President, and  
1315 Secretary-Treasurer shall serve for a term of one (1) year, except as otherwise  
1316 provided in this chapter of the *Bylaws*, or until their successors are elected and  
1317 installed. The Secretary-Treasurer shall be limited to five (5) consecutive terms of  
1318 one (1) year each. The Speaker of the House of Delegates shall be limited to two (2)  
1319 terms of three (3) years each in total, consecutive or otherwise, excepting the case of  
1320 a former Speaker of the House who has been selected as Speaker of the House as  
1321 provided in Chapter VI, Section 90(A) of these *Bylaws*, who may serve until the House  
1322 of Delegates can elect a Speaker of the House of Delegates. Serving any portion of a  
1323 three (3) year term as Speaker of the House shall be considered service of a full three  
1324 (3) year term.

1325  
1326 *Section 70. Installation:* The elective officers shall be installed at the last meeting of  
1327 the annual session of the House of Delegates. The President-elect shall be installed as  
1328 President at the next annual session of the House of Delegates following election.

1329  
1330 *Section 80. Removal for Cause:* The House of Delegates may remove an elective  
1331 officer for cause in accordance with procedures established by the House of  
1332 Delegates, which shall include notice of the charges and an opportunity for the  
1333 accused to be heard in his or her defense. The affirmative vote of a two-thirds (2/3)  
1334 majority vote of the delegates present and voting is required to remove an elective  
1335 officer from office. If the House of Delegates elects to remove the elective officer,  
1336 that action shall create a vacancy which shall be filled in accordance with Section 90  
1337 of this Chapter of the *Bylaws*.

1338  
1339 *Section 90. Vacancies:*

1340  
1341 A. *Vacancy of Elective Office:* In the event the office of President, President-elect or  
1342 Vice President becomes vacant, the vacancy shall be filled by a majority vote of the  
1343 Board of Trustees by an active, life, or retired member in good standing of the former  
1344 president, president-elect or vice president's component society in accordance with  
1345 Section 20 of this Chapter of the *Bylaws* for the unexpired portion of the term. In the  
1346 event of a vacancy in the office of Speaker of the House of Delegates, the President,  
1347 with the approval of the Board of Trustees, shall appoint a Speaker *pro tem*. A  
1348 vacancy in the office of Secretary-Treasurer shall be filled by a majority vote of the  
1349 Board of Trustees for the unexpired portion of the term.

1350  
1351 B. *Temporary Incapacity of the President and/or other officers:* Whenever the  
1352 President notifies the Board of Trustees that he or she is unable to discharge the  
1353 duties of the office of President due to temporary incapacity, the President-elect  
1354 shall assume the duties of the office of President, as Acting President, until the  
1355 President notifies the Board of Trustees that he or she is prepared to resume the  
1356 duties of the office. Whenever the voting members of the Board of Trustees of this  
1357 Association determine by a two-thirds (2/3) majority vote that the President is unable  
1358 to discharge the duties of his or her office due to temporary incapacity, the  
1359 President-elect shall assume the duties of the office of President, as Acting President,



1360 until the President satisfies the Board of Trustees that he or she is prepared to  
1361 resume the duties of the office.

1362  
1363 Whenever any other officer notifies the Board of Trustees that he or she is unable to  
1364 discharge the duties of his or her office due to temporary incapacity, and no other  
1365 provision of these *Bylaws* provides for temporary replacement of such officer or such  
1366 temporary replacement is not otherwise available to serve, a temporary replacement  
1367 shall be appointed by majority vote of the Board of Trustees, until the Board of  
1368 Trustees is notified by the officer that he or she is prepared to resume the duties of  
1369 the office. The Board of Trustees may also determine by a two-thirds (2/3) majority  
1370 vote that any officer is unable to discharge the duties of his or her office due to  
1371 temporary incapacity.

1372  
1373 Section 100. Duties:

1374  
1375 A. President. It shall be the duty of the President:  
1376 a. To serve as the primary official representative of this Association in its contacts  
1377 with governmental, civic, business and professional organizations for the purpose  
1378 of advancing the objectives and policies of this Association.  
1379 b. To serve as an *ex officio* member of the House of Delegates without the right to  
1380 vote.  
1381 c. To serve as Chair and *ex officio* member of the Board of Trustees and to  
1382 perform such duties as are provided in Chapters III and V of these *Bylaws*.  
1383 d. To call special meetings of the House of Delegates and Board of Trustees as  
1384 provided in Chapters III and V of these *Bylaws*.  
1385 e. To appoint members of all committees of the House of Delegates except as  
1386 otherwise provided in these *Bylaws*.  
1387 f. To appoint the chair of all councils, subject to the approval of the Board of  
1388 Trustees, and the chair and members of all committees not otherwise provided for  
1389 in these *Bylaws*.  
1390 g. To fill all vacancies in the office of trustee as provided in Chapter V, Section 90  
1391 of these *Bylaws*, and to fill other vacancies in accordance with these *Bylaws*.  
1392 h. To submit an annual report to the House of Delegates.  
1393 i. To perform such other duties as may be provided in these *Bylaws*.

1394  
1395 B. President-elect. It shall be the duty of the President-elect:  
1396 a. To assist the President as requested.  
1397 b. To serve as an *ex officio* member of the House of Delegates without the right to  
1398 vote.  
1399 c. To serve as an *ex officio* member of the Board of Trustees.  
1400 d. To succeed to the office of President at the next annual session following  
1401 election as President-elect.  
1402 e. To serve as Acting President during the temporary incapacity of the President in  
1403 accordance with Section 90B of this Chapter of the *Bylaws*.  
1404 f. To make official visits to component societies.  
1405 g. To perform such other duties as may be provided in these *Bylaws*.

- 1406  
1407 C. Vice President. It shall be the duty of the Vice President:  
1408 a. To assist the President as requested.  
1409 b. To serve as an *ex officio* member of the House of Delegates without the right to  
1410 vote.  
1411 c. To serve as an *ex officio* member of the Board of Trustees.  
1412 d. To perform such other duties as may be provided in these *Bylaws*.  
1413  
1414 D. Secretary-Treasurer. It shall be the duty of the Secretary-Treasurer:  
1415 a. To assist the President as requested.  
1416 b. To serve as an *ex officio* member of the House of Delegates without the right to  
1417 vote.  
1418 c. To serve as an *ex officio* member of the Board of Trustees without the right to  
1419 vote.  
1420 d. To serve as custodian of all monies, securities and deeds belonging to the  
1421 Association which may come into the Secretary-Treasurer's possession.  
1422 e. To hold, invest and disburse all monies, securities and deeds, subject to the  
1423 direction of the Board of Trustees.  
1424 f. To design a budgetary process in concert with the Board of Trustees.  
1425 g. To oversee Association finances and budget development.  
1426 h. To serve as the principal resource person for the budget to the House of  
1427 Delegates and to help interpret the Association's finances for the membership.  
1428 i. To review all financial information and data and report on financial matters to  
1429 the Board of Trustees on a quarterly basis.  
1430 j. To perform such other duties as may be provided in these *Bylaws*.  
1431  
1432 E. Speaker of the House of Delegates. The Speaker shall preside at the meetings of  
1433 the House of Delegates and shall perform such duties as custom and parliamentary  
1434 procedure require. The Speaker shall not be a member of the Board of Trustees.  
1435

1436  
1437 **CHAPTER VII. APPOINTIVE OFFICER**  
1438

1439 *Section 10.* Title: The appointive officer of this Association shall be an Executive  
1440 Director, as provided in Article V, Section 20 of the *Constitution*.

1441  
1442 *Section 20.* Conflict of Interest: The appointive officer of this Association and each  
1443 person seeking that office shall comply with Chapter IV of these *Bylaws*.  
1444

1445 *Section 30.* Appointment: While any active, life or retired member in good standing  
1446 may be appointed to the office of Executive Director, the Board of Trustees may  
1447 appoint a qualified individual who is not eligible for membership in this Association.  
1448

1449 *Section 40.* Term of Office and Remuneration: The Board of Trustees shall determine  
1450 the salary, if any, and the tenure of the Executive Director. The completion of the  
1451 full term of any appointment shall be at the discretion of the Board of Trustees

1452  
1453 *Section 50. Duties:* The Executive Director shall be the principal agent of the Board  
1454 of Trustees and elective officers. As agent and under the direction of the Board of  
1455 Trustees and elective officers, the Executive Director shall be the chief operating  
1456 officer of this Association and all its branches. In this capacity, the Executive  
1457 Director shall (a) preserve and protect the *Constitution and Bylaws* and the standing  
1458 rules of this Association; (b) facilitate the activities of the officers and trustees of this  
1459 Association in carrying out their respective administrative responsibilities under these  
1460 *Bylaws*; (c) engage the staff of this Association and direct and coordinate their  
1461 activities; (d) provide leadership in the formulation and recommendation of new  
1462 policies to the Board of Trustees and elective officers; (e) oversee the management of  
1463 Association policies that have been adopted by the Board of Trustees and/or the  
1464 House of Delegates; (f) assist the Board of Trustees in supervising, monitoring and  
1465 providing guidance to all Association councils and committees in regard to their  
1466 administrative functions and specific assignments, and to systematize the preparation  
1467 of their reports, and to encourage the exchange of information concerning mutual  
1468 interests and issues between councils and committees; and (g) maintain effective  
1469 internal and external relationships through frequent and comprehensive  
1470 communication with all officers and trustees of this Association, the leadership of  
1471 related dental organizations, and representatives from other leading public and  
1472 private organizations that interact with this Association.

1473  
1474 In addition, it shall be the duty of the Executive Director:

1475 A. To certify as to the qualifications of applicants for life or retired membership.

1476  
1477 B. To collect membership dues, assessments and other monies for this Association,  
1478 the American Dental Association and the component societies in conformity with  
1479 Chapter I, Section 20, and to account to the Secretary-Treasurer for same.

1480  
1481 C. To serve as trustee of such insurance policies as require trustees.

1482  
1483 D. To make properly vouchered disbursements. Records of all invoices and  
1484 disbursements are to be forwarded to the Secretary-Treasurer within fifteen (15)  
1485 days.

1486  
1487 E. To maintain a record and report to the House of Delegates, the names of deceased  
1488 members of the Association.

1489  
1490 F. To perform such other duties as are prescribed by these *Bylaws*

1491  
1492  
1493 **CHAPTER VIII. COUNCILS**

1494  
1495 *Section 10. Name:* The councils of this Association shall include

1496  
1497 Council on Awards

- 1498 Council on Dental Benefit Programs
- 1499 Council on Dental Education and Licensure
- 1500 Council on Dental Health Planning and Hospital Dentistry
- 1501 Council on Dental Practice
- 1502 Council on Ethics
- 1503 Council on Governmental Affairs
- 1504 Council on Membership and Communications
- 1505 Council on Nominations
- 1506 Council on Peer Review and Quality Assurance
- 1507 Council on Professional Liability Insurance

1508  
1509 *Section 20. Members, Nominations and Elections:*

1510  
1511 A. The composition of the councils of this Association shall be as follows:

1512  
1513 Council on Awards shall be composed of the five (5) most recent past presidents of  
1514 the Association who are able to serve. The chair of the Council shall be the most  
1515 senior of those past presidents.

1516  
1517 The Council on Ethics shall be composed of one (1) member from each component  
1518 society whose terms of office shall be staggered in such a manner that three (3)  
1519 members will complete their terms each year except every fourth year when four (4)  
1520 members shall complete their terms, and one (1) student member of the Association  
1521 without the right to vote, and one (1) new dentist member of the Association. In  
1522 addition, the President shall appoint a lay observer for a concurrent term of office,  
1523 who is not a dentist or directly involved with the dental profession, to participate in  
1524 the deliberations of the Council making available the opinions and concerns of the  
1525 public sector.

1526  
1527 Council on Governmental Affairs shall be composed of one (1) member from each  
1528 component society whose terms of office shall be staggered in such a manner that  
1529 three (3) members will complete their terms each year except every fourth year when  
1530 four (4) members shall complete their terms; and one (1) new dentist member of the  
1531 Association. In addition, the chair of the Empire Dental Political Action Committee  
1532 (EDPAC) shall be an *ex officio* member of the Council without the power to vote.

1533  
1534 Council on Membership and Communications shall be composed of one (1) member  
1535 from each component society whose terms of office shall be staggered in such a  
1536 manner that three (3) members will complete their terms each year except every  
1537 fourth year when four (4) members shall complete their terms; and one (1) new  
1538 dentist member of the Association. In addition, the Council on Membership and  
1539 Communications shall establish a standing Committee on the New Dentist which shall  
1540 be composed of no less than seven (7) and no more than thirteen (13) members in  
1541 such a manner that no one component shall be represented by more than a single  
1542 member and whose terms of office shall be coincident with the member appointed  
1543 from his/her component society to the Council on Membership and Communications.

1544 Moreover, each member of the Committee shall have graduated from dental school  
1545 within ten (10) years upon beginning his/her term of office.

1546  
1547 The Council on Nominations shall be composed of one (1) current or former member  
1548 of the Board of Trustees or the House of Delegates who has served within the previous  
1549 two (2) years, from each component society serving for a term of one (1) year. The  
1550 chair shall be the immediate Past President of the Association.

1551  
1552 The Council on Peer Review and Quality Assurance shall be composed of one (1)  
1553 member from each component society whose terms of office shall be staggered in  
1554 such a manner that three (3) members will complete their terms each year except  
1555 every fourth year when four (4) members shall complete their terms, and who shall  
1556 serve as the chair of the Committee on Peer Review and Quality Assurance for the  
1557 component society; and one (1) new dentist member of the Association. In addition,  
1558 the President shall appoint a lay observer for a concurrent term of office, who is not a  
1559 dentist or directly involved with the dental profession, to participate in the  
1560 deliberations of the Council making available the opinions and concerns of the public  
1561 sector.

1562  
1563 Council on Professional Liability Insurance shall be composed of one (1) member from  
1564 each component society whose terms of office shall be staggered in such a manner  
1565 that three (3) members will complete their terms each year except every fourth year  
1566 when four (4) members shall complete their terms; and one (1) new dentist member  
1567 of the Association. In addition, the members of the Council, except for the new  
1568 dentist member, shall serve as chair of the Professional Liability Claims Committee  
1569 established in each of the component dental societies.

1570  
1571 All of the remaining councils shall be composed of one (1) member from each  
1572 component society whose terms of office shall be staggered in such a manner that  
1573 three (3) members will complete their terms each year except every fourth year when  
1574 four (4) members shall complete their terms; and one (1) new dentist member of the  
1575 Association.

1576  
1577 As used in this Chapter, the term “new dentist” means either a member of the New  
1578 Dentist Committee or a dentist who graduated from dental school with a D.D.S. or a  
1579 D.M.D. degree less than ten (10) years prior to their service on any Council.

1580  
1581 The New Dentist Committee shall recommend to the Board of Trustees all new dentist  
1582 nominees for Council service. The term of service of new dentist members on any  
1583 Council shall be two (2) years. The total number of allowable terms of service of any  
1584 new dentist member on a Council shall be two (2) two-year terms. New dentist  
1585 members of any Council shall serve in that capacity only for as long as they remain  
1586 qualified as new dentist members as defined in this Chapter.

1587  
1588 *Explanatory notes:* For each of the councils affected by the provisions of this section,  
1589 in order to establish the required pattern of three (3), three (3), three (3) and four

1590 (4) members retiring from the councils each year, component societies have been  
1591 assigned to each of four groups based on the rotation established for the Board of  
1592 Trustees as described in Chapter V, Section 30 of the *Bylaws*. In addition, each  
1593 council has been assigned the first year in which it will have four (4) members retiring  
1594 from the council on a rotational basis (see Appendix A of these *Bylaws*).  
1595

1596 B. Nominations for all councils and committees provided for in this chapter shall be  
1597 made by the Board of Trustees, except that the nomination for the student member  
1598 of the Council on Ethics shall be made by District 2 of the American Student Dental  
1599 Association. Except as otherwise provided in these *Bylaws*, the elective and  
1600 appointive officers and the trustees of this Association shall not serve as members of  
1601 councils. In addition, component staff shall not serve as members of the Council on  
1602 Peer Review and Quality Assurance. Each person shall complete a conflict of interest  
1603 statement as prescribed by the Board of Trustees and shall file such statement with  
1604 the Executive Director of the Association to be made available to the delegates prior  
1605 to election. Members of councils shall be elected by the House of Delegates in  
1606 accordance with Chapter III, Section 50 and Chapter III, Section 150 except as  
1607 otherwise provided in these *Bylaws*.  
1608

1609 C. Removal for Cause. The Board of Trustees may remove a council or committee  
1610 member under this chapter for cause in accordance with procedures it has  
1611 established, which shall provide for the notice of the charges, including allegations of  
1612 the conduct purported to constitute each violation, and a decision in writing shall  
1613 specify the findings of fact which substantiate any and all of the charges, and that  
1614 prior to issuance of the decision of the Board of Trustees, no council or committee  
1615 member under this chapter shall be excused from attending any meeting of a council  
1616 or committee under this chapter unless there is an opportunity to be heard or  
1617 compelling reasons exist which are specified in writing by the Board of Trustees.  
1618

1619 *Section 30. Eligibility:* All members of councils must be active life or retired members  
1620 in good standing of this Association, except the student member of the Council on  
1621 Ethics who must be a student member in good standing of this Association.  
1622

1623 All members of the Council on Nominations are ineligible to be nominated for elective  
1624 office as defined in Chapter VI of these *Bylaws*, or for the position of Trustee  
1625 representing the Second Trustee District of the American Dental Association as  
1626 described in Chapter XIII, Section 20 of these *Bylaws*.  
1627

1628 No member of a council may serve concurrently as a member of another council of  
1629 the Association. Nothing herein shall prohibit concurrent service on a council or  
1630 agency of the American Dental Association or a component society.  
1631

1632 *Section 40. Conflict of Interest:* Members of all councils and committees under this  
1633 chapter shall comply with Chapter IV of these *Bylaws*.  
1634

1635 *Section 50. Chairs:* Except as otherwise provided in these *Bylaws*, the chair of the  
1636 Council on Ethics and the chair of the Council on Peer Review and Quality Assurance  
1637 shall be an additional member of the council appointed annually by the President for  
1638 a concurrent term of office, subject to the approval of the Board of Trustees, in  
1639 accordance with Chapter VI, Section 100A of the *Bylaws*. Upon the recommendation  
1640 of the President, one member of each other council or committee under this chapter  
1641 shall be appointed annually by the Board of Trustees, to serve as chair. Council  
1642 members will annually submit nominations for chair from among the members of each  
1643 council. The Council on Membership and Communications will annually submit  
1644 nominations for chair of the Committee on the New Dentist.  
1645

1646 *Section 60. Term of Office:* The term of office of members of councils shall be four  
1647 (4) years except as otherwise provided in the *Bylaws*. The tenure of a member of a  
1648 council shall be limited to two (2) terms of four (4) years except as otherwise  
1649 provided in the *Bylaws*. The term of office of the student member of the Council on  
1650 Ethics shall be one (1) year. The tenure of the student member of the Council on  
1651 Ethics shall be unlimited, except as provided for in Section 30 of this Chapter of the  
1652 *Bylaws*.  
1653

1654 Any council member elected for an initial staggered term of less than four (4) years  
1655 may subsequently be elected to serve no more than two full four (4) year terms (see  
1656 Appendix A of these *Bylaws*).  
1657

1658 *Section 70. Vacancy:* In the event of a vacancy in the membership of any council or  
1659 committee under this chapter, the President shall appoint a member of the  
1660 Association possessing the same qualifications as established by these *Bylaws* for the  
1661 previous member, to fill such vacancy until a successor is elected by the next House  
1662 of Delegates for the remainder of the unexpired term. In the event the vacancy  
1663 involves the chair of the council, the President shall have the power to appoint an *ad*  
1664 *interim* chair.  
1665

1666 If the term of the vacated council position has less than fifty percent (50%) of a full  
1667 four-year term remaining at the time the successor member is appointed or elected,  
1668 that term shall not be considered in determining the overall tenure of the council  
1669 member in accordance with Section 60 of this chapter. If fifty percent (50%) or more  
1670 of the vacated term remains to be served at the time of the appointment or election,  
1671 that term shall be considered in determining the overall tenure of the council  
1672 member in accordance with Section 60 of this chapter.  
1673

1674 *Section 80. Meetings of Councils:* Each council and committee under this chapter  
1675 shall hold a least one regular meeting annually, provided that funds are available in  
1676 the budget for that purpose and unless otherwise directed by the Board of Trustees.  
1677 Meetings may be held in a single geographic location or from multiple remote  
1678 locations through the use of a conference telephone or other communications  
1679 equipment by means of which all members can communicate with each other. Such  
1680 meetings shall be conducted in accordance with rules and procedures established by

1681 the Board of Trustees. The Council on Nominations shall meet no later than sixty (60)  
1682 days prior to the annual session in accordance with Chapter VI, Section 30 and  
1683 Chapter XIII, Section 20 of these *Bylaws*.

1684  
1685 *Section 90. Quorum:* Except as otherwise provided in these *Bylaws*, a majority of the  
1686 members present shall constitute a quorum.

1687  
1688 *Section 100. Privilege of the Floor:* Chairs and members of councils who are not  
1689 members of the House of Delegates shall have the right to participate in the debate  
1690 on their respective reports but shall not have the right to vote in accordance with  
1691 Chapter III, Section 160 of these *Bylaws*.

1692  
1693 *Section 110. Annual Report and Budget:*

1694  
1695 A. Annual Report. Each council shall submit, through the Executive Director, an  
1696 annual report to the House of Delegates and a copy thereof to the Board of Trustees.

1697  
1698 *Section 120. Duties:*

1699  
1700 Council on Awards. The duties of the Council on Awards shall be:

- 1701 1. To consider nominees for the *William Jarvie* and *Harvey J. Burkhart Award* (also  
1702 referred to as the *Jarvie-Burkhart Award*) in accordance with criteria and  
1703 guidelines established by the Board of Trustees.
- 1704 2. To consider nominees for the New York State Dental Association's *Dr. Mark J.*  
1705 *Feldman Distinguished Service Award* for meritorious service in accordance with  
1706 criteria and guidelines established by the Board of Trustees.
- 1707 3. To annually recommend to the Board of Trustees, the recipient(s) of the *Jarvie-*  
1708 *Burkhart Award* when appropriate.
- 1709 4. To annually recommend to the Board of Trustees, the recipient(s) of the *Dr. Mark*  
1710 *J. Feldman Distinguished Service Award* when appropriate.

1711  
1712 Council on Dental Benefit Programs. The duties of the Council on Dental Benefit  
1713 Programs shall be:

- 1714 1. To monitor the delivery of dental care through insurance mechanisms,  
1715 government-funded programs, health maintenance organizations, prepaid group  
1716 practice systems, and any other system for the delivery of dental care.
- 1717 2. To maintain liaisons between the Association and agencies sponsoring,  
1718 administering or implementing government funded or privately funded dental care  
1719 programs, and dental service corporations.
- 1720 3. To evaluate in accordance with established policies of the Association, the dental  
1721 care programs of all systems for the delivery of dental care, and to report these  
1722 evaluations and recommendations to the House of Delegates.
- 1723 4. To initiate negotiations with and respond to any agency sponsoring, administering  
1724 or implementing dental care programs for the purpose of establishing mutually  
1725 acceptable conditions.

1726



- 1727 Council on Dental Education and Licensure. The duties of the Council on Dental  
1728 Education and Licensure shall be:
- 1729 1. To monitor and make recommendations, including the formulation and  
1730 recommendation of policy on:
    - 1731 a. Dental education and dental auxiliary education
    - 1732 b. The recognition of categories of dental auxiliaries
    - 1733 c. Associated subjects that effect all dental, dental auxiliary and related  
1734 education.
    - 1735 d. Dental licensure and dental auxiliary credentialing.
  - 1736 2. To act on behalf of this Association in maintaining effective liaison with the New  
1737 York State Education Department, the New York State Board for Dentistry, pre-  
1738 doctoral and post-doctoral education programs in the State of New York, and  
1739 programs involved in the training of auxiliary personnel in the State of New York.
  - 1740 3. To monitor and disseminate information on continuing dental education and to  
1741 encourage the provision of and participation in continuing dental education.
  - 1742 4. To make recommendations to the House of Delegates as to the means and methods  
1743 of improving and instituting dental education policies.

- 1744  
1745 Council on Dental Health Planning and Hospital Dentistry. The duties of the Council  
1746 on Dental Health Planning and Hospital Dentistry shall be:
- 1747 1. To develop plans and programs for adequate dental care for the public, and to  
1748 promote the dental health of the public within the framework of policies adopted  
1749 by the House of Delegates.
  - 1750 2. To assist component societies in the development of dental health policies and  
1751 programs within their jurisdiction.
  - 1752 3. To establish, maintain and encourage relations with the New York State  
1753 Department of Health, the New York State Education Department and such private  
1754 agencies as are interested in programs for the dental health of the community.
  - 1755 4. To maintain close working relations with other councils and agencies of the  
1756 Association in the evaluation of dental health educational material directly  
1757 associated with their activities submitted by non-dental organizations and make  
1758 recommendations thereof to the House of Delegates.
  - 1759 5. To study the dental service programs and residency programs in hospitals and  
1760 other patient care settings other than hospitals and the rules and regulations  
1761 under which they are operating, when warranted.
  - 1762 6. To maintain liaison and cooperate with the New York State Department of Health  
1763 and other interested agencies in matters pertaining to dental services in hospitals  
1764 and patient care units other than hospitals.

- 1765  
1766 Council on Dental Practice. The duties of the Council on Dental Practice shall be:
- 1767 1. To formulate and recommend policies relating to dental practice.
  - 1768 2. To study, evaluate and disseminate information concerning various forms of  
1769 business organization of a dental practice, economic factors related to dental  
1770 practice, practice management techniques, auxiliary utilization and dental  
1771 laboratory services to the end that dentists may continue to improve services to  
1772 the public.

- 1773 3. To develop educational and other programs to assist dentists in improved practice  
1774 management and to assist constituent and component societies and other dental  
1775 organizations in the development of such programs so that dentists may continue  
1776 to improve the delivery of their services to the public.
- 1777 4. To encourage and develop satisfactory relations with the various organizations  
1778 representing the dental laboratory industry and craft as well as the dental trade  
1779 industry.
- 1780 5. To formulate programs for establishing and maintaining the greatest efficiency,  
1781 quality and service of the dental laboratory industry and craft in their relation to  
1782 the dental profession.
- 1783 6. To encourage and develop satisfactory relations with the various organizations  
1784 representing dental auxiliaries.
- 1785 7. To gather, formulate and disseminate information related to auxiliary utilization,  
1786 management and employment practices.
- 1787 8. To serve in a consultative capacity to those educational and promotional activities  
1788 directed to the public and the profession and to assess their impact on dental  
1789 practice.
- 1790 9. To monitor and disseminate information on new dental technologies.

1791  
1792 Council on Ethics. The duties of the Council on Ethics shall be:

- 1793 1. To consider proposals for amending the *Code of Ethics* and to make  
1794 recommendations to the House of Delegates.
- 1795 2. To recommend advisory opinions and interpretations of the *Code of Ethics* of the  
1796 Association to the House of Delegates.
- 1797 3. To consider appeals from members of the Association subject to the decision of  
1798 censure, suspension or expulsion by a component society and to hold hearings and  
1799 render decisions thereon. No decision by a component society shall become final  
1800 while an appeal is pending or until the thirty (30) day period for filing notice of  
1801 appeal has elapsed. Subject to the approval of the House of Delegates and in  
1802 conformity with the judicial procedures established by the American Dental  
1803 Association, the Council on Ethics may establish rules of procedure with respect to  
1804 such appeals.
- 1805 4. To adjudicate disputes arising under Chapter X, Section 30, of the Bylaws.
- 1806 5. To review disciplinary cases referred to it by component societies in the pre-  
1807 hearing stage, and where appropriate, to conduct hearings on such cases.

1808  
1809 Council on Governmental Affairs. The duties of the Council on Governmental Affairs  
1810 shall be:

- 1811 1. To protect the public and the dental profession in matters of legislation and  
1812 regulations and to make recommendations of plans and methods to the House of  
1813 Delegates in conformity with its established policies.
- 1814 2. To review all legislation introduced into the Legislature of the State of New York,  
1815 and to advise appropriate legislators of the position of the Association with respect  
1816 to all proposed legislation of significant interest.
- 1817 3. To prepare and arrange for introduction of legislation deemed necessary or  
1818 advisable to promote the dental health of the public and the interests of the

- 1819 Association and its members.  
1820 4. To cooperate with appropriate agencies of the American Dental Association in  
1821 advancing the interests of the dental profession and the public in federal  
1822 legislation and regulation.  
1823 5. To cooperate with component societies in advancing the interest of the dental  
1824 profession and the public in legislation and regulation of local government.  
1825 6. To maintain liaison on behalf of the Association with legislative agencies of other  
1826 health professions, and such other liaison as may be directed by the House of  
1827 Delegates.

- 1828  
1829 Council on Membership and Communications. The duties of the Council on  
1830 Membership and Communications shall be:  
1831 1. To develop and maintain a public relations program for this Association, including  
1832 the dissemination of information on and publicity concerning the activities of the  
1833 Association.  
1834 2. To develop and maintain good professional relations between members of this  
1835 Association and other constituent societies of the American Dental Association.  
1836 3. To develop and maintain good relations between this Association and organizations  
1837 representing other health professions.  
1838 4. To conduct an ongoing study of membership problems and formulate plans for  
1839 maintaining and increasing the membership of this Association, in conformity with  
1840 policies adopted by the House of Delegates.  
1841 5. To recruit and retain dentists who have graduated from dental school within the  
1842 previous ten years (also referred to as “new dentists”), in the tripartite system of  
1843 organized dentistry.  
1844 6. To provide information and assistance for new dentists to facilitate the transition  
1845 from dental school to active practice.  
1846 7. To establish, maintain and encourage positive relationships with the faculty,  
1847 students and staff of New York State's dental schools.  
1848 8. To formulate programs with the Association's component societies and the  
1849 American Dental Association that support and facilitate the participation of new  
1850 dentists in the tripartite system of organized dentistry.  
1851 9. To work effectively with other councils and agencies of the Association on those  
1852 educational and promotional programs and/or activities directed to the public and  
1853 the profession.

- 1854  
1855 Council on Nominations. The duties of the Council on Nominations shall be:  
1856 1. To meet no later than sixty (60) days prior to the annual session in accordance  
1857 with Section 60 of this Chapter of the *Bylaws*.  
1858 2. To confirm the eligibility of all nominations for elective office and the position of  
1859 Trustee representing the Second Trustee District of the American Dental  
1860 Association in accordance with Chapter VI, Section 20 and Chapter XIII, Section  
1861 20A of these *Bylaws*.  
1862 3. To consider all eligible nominations for elective office of this Association.  
1863 4. To select one (1) candidate for each elective office in accordance with Chapter VI,  
1864 Section 30 of the *Bylaws*.

- 1865 5. To draft a report listing all eligible nominees for elective office and the Trustee  
1866 representing the Second Trustee District of the American Dental Association as  
1867 well as the Council's recommendation for each elective office.  
1868 6. To present its report to the House of Delegates at the first meeting of the annual  
1869 session.

1870

1871 Council on Peer Review and Quality Assurance. The duties of the Council on Peer  
1872 Review and Quality Assurance shall be:

- 1873 1. To develop recommendations to the House of Delegates for policies relating to  
1874 peer review as the Association's quality assurance mechanism.  
1875 2. To develop a *Peer Review Manual* for the use of component society peer review  
1876 committees and component staff.  
1877 3. To develop an educational and training program for the members of component  
1878 society peer review committees and component staff.  
1879 4. To provide technical assistance to component society peer review committees.  
1880 5. To promote peer review to Association members and the public.  
1881 6. To coordinate the activities of component society peer review committees.  
1882 7. To oversee the maintenance of statistical information regarding peer review  
1883 activity of the New York State Dental Association.  
1884 8. To consider appeals of decisions of component society peer review committees in  
1885 accordance with criteria set forth in the *Peer Review Manual*.

1886

1887 Council on Professional Liability Insurance. The duties of the Council on Professional  
1888 Liability Insurance shall be:

- 1889 1. To consider issues of professional liability impacting members of the Association  
1890 and make recommendations to the House of Delegates with respect thereto.  
1891 2. To work in liaison with appropriate agencies of the Association in the development  
1892 and maintenance of the Association's *Risk Management Program*.  
1893 3. To coordinate the activities of the Component Professional Liability Claims  
1894 Committees.  
1895 4. To supervise the maintenance of statistical information regarding professional  
1896 liability claims activity of the Association.  
1897 5. To periodically review the Association's *Professional Liability Claims Review*  
1898 *Guidelines*, and make recommendations to the Board of Trustees with respect  
1899 thereto as indicated.

1900

## 1901 CHAPTER IX. SPECIAL COMMITTEES

1902

1903 *Section 10.* Appointment and Term: Special committees of this Association may be  
1904 created at any session of the House of Delegates or, when the House is not in session,  
1905 by the Board of Trustees, for the purpose of performing duties not otherwise assigned  
1906 by these *Bylaws*. Duties otherwise assigned by these *Bylaws* solely to one (1) council,  
1907 committee or other agency should be assigned to that council, committee or other  
1908 agency with the necessary funding to accomplish the task. If duties are assigned to a  
1909 special committee that are assigned under these *Bylaws* to more than one (1) council,  
1910 committee or other agency, members of the relevant councils, committees or other

1911 agencies shall be appointed to serve on the special committee. Such special  
1912 committees may serve until adjournment *sine die* of the next annual session of the  
1913 House of Delegates. The authority for appointing the members of a special committee  
1914 and their number shall be set forth in the resolution creating such committee.

1915  
1916 *Section 20. Conflict of Interest:* Members of special committees and each person  
1917 considered for such appointment shall comply with Chapter IV of these *Bylaws*.

1918  
1919 *Section 30. Privilege of the Floor:* Chairs and members of special committees who are  
1920 not members of the House of Delegates shall have the right to participate in the  
1921 debate on their respective reports but shall not have the right to vote.

1922

1923

## 1924 CHAPTER X. CODE OF ETHICS

1925

1926 *Section 10. Professional Conduct of Members:* The professional conduct of a member  
1927 of this Association shall be governed by the *Principle of Ethics and Code of*  
1928 *Professional Conduct* of the American Dental Association and the *Code of Ethics* of  
1929 this Association

1930

1931 *Section 20. Discipline to Members:*

1932

1933 A. Conduct Subject to Discipline. A member may be disciplined by this Association or  
1934 by the member's component society for (1) having been found guilty of a felony; (2)  
1935 having been found guilty of unprofessional conduct as defined by the laws and  
1936 regulations of any state; or (3) violating the *Bylaws* or the *Principles of Ethics and*  
1937 *Code of Professional Conduct* of the American Dental Association, the *Bylaws* or *Code*  
1938 *of Ethics* of this Association, or the bylaws of the component society of which the  
1939 accused is a member. Disciplinary proceedings shall be instituted by the ethics  
1940 committee of the component society where the alleged ethical violation took place,  
1941 or, upon the request of said committee, the Council on Ethics of this Association may  
1942 initiate disciplinary proceedings. In the event the component society refers the  
1943 matter to the Council on Ethics of this Association, and the Council on Ethics declines  
1944 to initiate disciplinary proceedings, the component society may not thereafter initiate  
1945 proceedings.

1946

1947 B. Direct Referral Ethics Cases Involving Members Previously Found Guilty or  
1948 Disciplined for Professional Misconduct by the Board of Regents of the State of New  
1949 York and/or Having Been Found Guilty of a Felony and/or Having Failed to Abide by or  
1950 Participate in Peer Review. Notwithstanding any other provisions of the *Bylaws* or  
1951 *Code of Ethics*, any member found guilty of, or disciplined for, professional  
1952 misconduct by the Board of Regents of the State of New York and/or having been  
1953 found guilty of a felony, and/or having failed to abide by or participate in Peer  
1954 Review shall have the case directly referred to the Council on Ethics of the  
1955 Association in accordance with the following procedure. If the member has been  
1956 found guilty of a felony, then notice regarding such conviction shall be transmitted to

1957 a Screening Committee of the Council on Ethics of this Association. If the member  
1958 has been found guilty or disciplined for professional misconduct by the Board of  
1959 Regents of the State of New York, then the entire official evidentiary record of the  
1960 professional discipline case shall be obtained from the New York State Education  
1961 Department and shall be transmitted to a Screening Committee of the Council on  
1962 Ethics of the Association. If the member has failed to abide by or participate in Peer  
1963 Review, then the entire Peer Review record and notice of such failure shall be  
1964 transmitted to a Screening Committee of the Council on Ethics of the Association.  
1965 The Screening Committee shall review the case record and determine whether the  
1966 case should be presented to the full Council on Ethics of the Association for further  
1967 action. A majority vote of the Screening Committee shall be determinative. The  
1968 Screening Committee may elect to make a recommendation to the full Council on  
1969 Ethics of the Association as to the penalty to be imposed by the Association, but such  
1970 recommendation shall not be binding on the full Council. If the case is referred by  
1971 the Screening Committee to the full Council on Ethics of the Association for action,  
1972 the member shall be notified in writing not less than thirty days in advance of the  
1973 date, time, and place of the full Council meeting at which the matter will be  
1974 considered. Such notice shall include a brief statement of the matter to be  
1975 considered. The dentist may submit a written statement to the Council, may elect to  
1976 appear before the Council, and may be represented by an attorney for the purpose of  
1977 making a presentation to the Council in mitigation or explanation as to the  
1978 appropriate penalty to be imposed by the Association. The only matter to be  
1979 considered is the penalty to be imposed. If the member chooses to appear before the  
1980 Council, the Council may ask questions of the member during the member's  
1981 presentation to the Council. A transcript of the proceeding shall not be required. The  
1982 Council shall issue a written decision in accord with its usual procedures contained in  
1983 Paragraph C of this Section. A majority vote of the Council members present and  
1984 voting shall be determinative. The normal appeal process contained in Paragraph D of  
1985 this Section shall apply to such cases.

1986  
1987 C. Disciplinary Penalties. A member may be placed under a sentence of censure or  
1988 suspension or may be expelled from membership for any of the offenses enumerated  
1989 in Section 20A of this Chapter of the *Bylaws*.

1990  
1991 Censure is a disciplinary sentence expressing in writing severe criticism or disapproval  
1992 of a particular type of conduct or act.

1993  
1994 Suspension, subject to Chapter I, Section 30 of the Bylaws, means all membership  
1995 privileges except the obligation to participate in the Association's Peer Review and  
1996 Quality Assurance proceedings and continued entitlement to coverage under insurance  
1997 programs are lost during the suspension period. Suspension shall be unconditional and  
1998 for a specified period at the termination of which full membership privileges are  
1999 automatically restored. A subsequent violation shall require a new disciplinary  
2000 procedure before additional discipline may be imposed.

2001  
2002 Expulsion is an absolute discipline and may not be imposed conditionally except as

2003 otherwise provided herein. Probation, to be imposed for a specified period and  
2004 without loss of rights, may be administratively and conditionally imposed when  
2005 circumstances warrant in lieu of a suspended disciplinary penalty. Probation shall be  
2006 conditioned on good behavior. Additional reasonable conditions may be set forth in  
2007 the decision for the continuation of probation. In the event that the conditions for  
2008 probation are found by the society which preferred charges to have been violated,  
2009 after a hearing on the probation violation charges in accordance with Section 20B of  
2010 this Chapter of the *Bylaws*, the original disciplinary penalty shall be automatically  
2011 reinstated; except that when circumstances warrant the original disciplinary penalty  
2012 may be reduced to a lesser penalty. There shall be no right of appeal from a finding  
2013 that the conditions of probation have been violated.

2014  
2015 After all appeals are exhausted or after the time for filing an appeal has expired, the  
2016 sentence meted out to any active, life or retired member, including those instances  
2017 when the disciplined member has been placed on probation, shall be promulgated by  
2018 this Association, the member's component society, and the American Dental  
2019 Association.

2020  
2021 D. Disciplinary Proceedings. Before a disciplinary penalty is invoked against a  
2022 member the following procedures shall be followed by the society preferring charges:

2023  
2024 a. Hearing. The accused member shall be entitled to a hearing at which the  
2025 accused shall be given the opportunity to present a defense to all charges brought  
2026 against the accused. The society shall permit the accused member to be  
2027 represented by legal counsel.

2028  
2029 b. Notice. The accused member shall be notified in writing of charges brought  
2030 against the accused and of the time and place of the hearing, such notice to be  
2031 sent by a certifiable method of delivery addressed to the accused's last known  
2032 address and sent not less than twenty-one (21) days prior to the date set for  
2033 hearing. An accused member, upon request, shall be granted one postponement  
2034 for a period not to exceed thirty (30) days.

2035  
2036 c. Charges. The written charges shall include an officially certified copy of the  
2037 alleged conviction or determination of guilt, or a specification on the Bylaw or  
2038 ethical provisions alleged to have been violated, as the case may be, and a  
2039 description of the conduct alleged to constitute each violation.

2040  
2041 d. Decision. Every decision which shall result in censure, suspension or expulsion  
2042 or in probation shall be reduced to writing and shall specify the charges made  
2043 against the member, the facts which substantiate any or all of the charges, the  
2044 verdict rendered, the penalty imposed or when appropriate, the suspended  
2045 penalty imposed and the conditions for probation, and a notice shall be sent to the  
2046 accused member informing the accused of the right to appeal. Within ten (10)  
2047 days of the date on which the decision is rendered a copy thereof shall be sent by  
2048 a certifiable method of delivery to the last known address of each of the following

2049 parties: the accused member; the Chair of the Council on Ethics of this  
2050 Association; the Executive Director of this Association; the secretary and chair of  
2051 the ethics committee of the component society of which the accused is a member;  
2052 and the Chair of the Council on Ethics, Bylaws and Judicial Affairs and the  
2053 Executive Director of the American Dental Association. After the decision has  
2054 become final, the Council shall publish or cause to be published a summary of the  
2055 decision in the *New York State Dental Journal*.

2056  
2057 E. Appeals. The accused member under sentence of censure, suspension or expulsion  
2058 shall have the right to appeal from a decision of the component society to this  
2059 Association by filing an appeal in affidavit form with the Secretary-Treasurer of this  
2060 Association. Such an accused member, or the component society concerned, shall  
2061 have the right to appeal from a decision of this Association to the Council on Ethics,  
2062 Bylaws and Judicial Affairs of the American Dental Association by filing an appeal in  
2063 affidavit form with the Chair of the Council on Ethics, Bylaws and Judicial Affairs of  
2064 the American Dental Association. When the Council on Ethics of this Association has  
2065 heard the initial disciplinary proceeding and rendered a decision, an appeal from such  
2066 a decision shall be made directly to the Council on Ethics, Bylaws and Judicial Affairs  
2067 of the American Dental Association by filing an affidavit with the Chair of said  
2068 council.

2069  
2070 An appeal from any decision shall not be valid unless notice of appeal is filed within  
2071 thirty (30) days and the supporting brief, if one is to be presented, is filed within sixty  
2072 (60) days after such decision has been rendered. A reply brief, if one is to be  
2073 presented, shall be filed within ninety (90) days after such decision is rendered. A  
2074 rejoinder brief, if one is to be presented, shall be filed within one hundred five (105)  
2075 days after such decision is rendered. After all briefs have been filed, a minimum of  
2076 forty-five (45) days shall lapse before the hearing date. Omission of briefs will not  
2077 alter the briefing schedule or hearing date unless otherwise agreed to by the parties  
2078 and the chair of the appropriate appellate agency. No decision shall become final  
2079 while an appeal therefrom is pending or until the thirty (30) day period for filing  
2080 notice of appeal has elapsed. In the event of a sentence of expulsion and no notice of  
2081 appeal is received within the thirty (30) day period, this Association shall notify all  
2082 parties of the failure of the accused member to file an appeal. The sentence of  
2083 expulsion shall take effect on the date the parties are notified. This Association and  
2084 the member's component society shall each determine what portion of current dues,  
2085 if any, shall be returned to the expelled member. Dues paid to the American Dental  
2086 Association shall not be refundable in the event of expulsion. The procedure used in  
2087 processing appeals shall be as described in Chapter XII Section 20D of the *Bylaws* of  
2088 the American Dental Association.

2089  
2090 *Section 30. Code of Ethics:*

2091  
2092 A. The *Code of Ethics* of this Association shall be that in effect on the date of the  
2093 adoption of these Bylaws. A true copy thereof, certified to be correct by the chair of  
2094 the Council on Ethics and the Executive Director of this Association, shall be



2095 maintained in the official records of the Association.

2096

2097 B. Amendments to the *Code of Ethics* of the Association may be considered by the  
2098 House of Delegates at any annual session, and must be approved by a two-thirds (2/3)  
2099 majority vote of those delegates present and voting. Any such amendment of the  
2100 *Code of Ethics* shall become effective in accordance with its terms when certified by  
2101 the Chair of the Council on Ethics and the Executive Director of the Association and  
2102 recorded in the official records of the Association.

2103

2104 C. Each component society may adopt a code of ethics, provided it is not in conflict  
2105 with the *Code of Ethics* of this Association or the *Principle of Ethics and Code of*  
2106 *Professional Conduct* of the American Dental Association. Each component society  
2107 shall file a copy of its code of ethics with the Executive Director of this Association.

2108

2109 D. Every member of this Association shall be bound by the *Principle of Ethics and*  
2110 *Code of Professional Conduct* of the American Dental Association, the *Code of Ethics*  
2111 of this Association, the code of ethics of the component society of which he is a  
2112 member and the code of ethics of the component society in each component in which  
2113 he practices, or conducts or participates in other professional dental activities.  
2114 Failure to do so shall constitute grounds for suspension or revocation of membership  
2115 in this Association. Upon receipt of a disciplinary decision from a component society  
2116 regarding an ethical violation committed by a member, the component society in  
2117 which the member holds membership shall enforce the disciplinary decision of the  
2118 component society that rendered the disciplinary decision.

2119

2120

## 2121 **CHAPTER XI. PUBLICATIONS**

2122

2123 *Section 10. Official Journal:*

2124

2125 A. Title. This Association shall publish or cause to be published an official journal  
2126 under the title of *The New York State Dental Journal*, hereinafter referred to as *The*  
2127 *Journal*. *The Journal* shall be published in accordance with policies established by  
2128 the Board of Trustees.

2129

2130 B. Object. The object of *The Journal* shall be to report, chronicle and evaluate  
2131 activities of scientific and professional interest to the dental profession.

2132

2133 C. Frequency of Issue and Subscription Rate. The frequency of issue and the  
2134 subscription rate of *The Journal* shall be determined by the Council on Publications  
2135 and approved by the Board of Trustees.

2136

2137 *Section 20. Other Journals and Publications:* The Association may publish or cause to  
2138 be published other journals and publications in the field of dentistry subject to the  
2139 direction and regulations of the Board of Trustees.

2140

2141 *Section 30. Website:* The Association shall maintain a website which may be used to  
2142 transmit information in a timely manner to its members. The website shall be  
2143 maintained in accordance with policies established by the Board of Trustees.  
2144

2145 *Section 40. Official Minutes:* The official minutes of the Board of Trustees and House  
2146 of Delegates, and the reports of councils and committees shall be published under the  
2147 direction of the Executive Director, and shall be the official record of the New York  
2148 State Dental Association.  
2149

## 2150 2151 **CHAPTER XII. FINANCES** 2152

2153 *Section 10. Fiscal Year:* The fiscal year of the Society shall begin January 1 of each  
2154 calendar year and end December 31 of the same year.  
2155

2156 *Section 20. General Fund:* The General Fund shall consist of all monies received other  
2157 than those specifically allocated to other funds by these *Bylaws*. This fund shall be  
2158 used for defraying all expenses incurred by this Association not otherwise provided for  
2159 in these *Bylaws*.  
2160

2161 *Section 30. Reserve Fund:* The Reserve Fund shall consist of excess monies beyond  
2162 that needed to fund Association operations or specifically allocated to other funds by  
2163 these *Bylaws*. One of the goals of this fund shall be to invest a significant portion of  
2164 available monies for long term capital growth.  
2165

2166 *Section 40. Other Funds:* The Association may establish other funds, at the direction  
2167 of the Board of Trustees, for activities and programs requiring separate accounting  
2168 records to meet governmental and administrative requirements. Such funds shall  
2169 consist of monies and other assets received or allocated in accordance with the  
2170 purpose for which they are established. Such funds shall be used for defraying all  
2171 expenses incurred in their operation, shall serve only as separate accounting entities  
2172 and continue to be held in the name of the New York State Dental Association.  
2173

2174 *Section 50. Special Assessments:* In addition to the payment of dues required in  
2175 Chapter I, Section 20 of these *Bylaws*, a special assessment may be levied by the  
2176 House of Delegates upon active, active life, retired, associate and affiliate members  
2177 of this Association for the purpose of funding a specific project of limited duration in  
2178 accordance with Chapter I, Section 20 of these *Bylaws*. Such an assessment may be  
2179 levied at any annual or special session of the House of Delegates by a two-thirds (2/3)  
2180 majority vote of the delegates present and voting, provided notice of the proposed  
2181 assessment has been presented in writing at least thirty (30) days prior to the first  
2182 day of the annual session of the House of Delegates at which it is to be considered.  
2183 Notice of such a resolution shall be sent by a certifiable method of delivery to each  
2184 component society not less than thirty (30) days before such session to permit  
2185 prompt, adequate notice by each component society to its delegates and alternate  
2186 delegates to the House of Delegates of this Association, and shall be announced to the

2187 general membership in an official publication of this Association at least thirty (30)  
2188 days in advance of the session. The specific project to be funded by the proposed  
2189 assessment, the time frame of the project, and the amount and duration of the  
2190 proposed assessment shall be clearly presented in giving notice to the members of  
2191 this Association. Revenue from a special assessment and any earnings thereon shall  
2192 be deposited in a separate fund as provided in Section 40 of this Chapter of the  
2193 *Bylaws*. The House of Delegates may amend the main motion to levy a special  
2194 assessment only if the amendment is germane and adopted by a majority vote of the  
2195 delegates present and voting. The House of Delegates may consider only one (1)  
2196 specific project to be funded by a proposed assessment at a time. However, if  
2197 properly adopted by the House of Delegates, two (2) or more special assessments may  
2198 be in force at the same time. Any resolution to levy a special assessment that does  
2199 not meet the notice requirements set forth in the previous paragraph also may be  
2200 adopted by a unanimous vote of the House of Delegates, provided the resolution has  
2201 been presented in writing at a previous meeting of the same session.

2202  
2203

### 2204 **CHAPTER XIII. REPRESENTATIVES TO THE AMERICAN DENTAL ASSOCIATION**

2205

2206 *Section 10.* Name: The New York State Dental Association shall be represented in the  
2207 American Dental Association by the Second Trustee District, a single constituent  
2208 trustee district, in accordance with its *Bylaws*.

2209

2210 *Section 20.* Trustee Representing the Second Trustee District of the American Dental  
2211 Association:

2212

2213 A. Eligibility. Only an active, life or retired member in good standing of this  
2214 Association and the American Dental Association shall be eligible to serve as the  
2215 Trustee representing the Second Trustee District.

2216

2217 B. Nominations. The Association shall publish or cause to be published, no less than  
2218 one hundred fifty (150) days prior to the annual session at which the election for  
2219 Trustee shall take place, a "Call for Nominations" announcing the election and  
2220 describing the eligibility requirements thereof.

2221

2222 Nominations for the position of Trustee may be made by any active, life or retired  
2223 member in good standing of the Association. All nominations shall be submitted to the  
2224 Headquarters Office and accompanied by appropriate documentation in support of the  
2225 nominee's eligibility. All nominations must be submitted no later than ninety (90) days  
2226 prior to the annual session.

2227

2228 The Council on Nominations shall confirm the eligibility of all candidates who have  
2229 been duly nominated for the elective position of Trustee representing the Second  
2230 Trustee District of the American Dental Association.

2231

2232 Nominations for the position of Trustee may be made by any delegate from the floor

2233 of the House of Delegates at the call of the presiding officer by a simple declaratory  
2234 statement, provided they previously have been duly submitted to the Headquarters  
2235 Office and confirmed as eligible by the Council on Nominations.  
2236

2237 Acceptance speeches, statements or remarks, not to exceed four (4) minutes in  
2238 duration may be made by the candidate from the podium according to the protocol  
2239 established by the Speaker of the House of Delegates for any contested election.

2240 Seconding a nomination is not permitted.

2241  
2242 C. Conflict of Interest. Each person nominated for the position of Trustee shall  
2243 complete a conflict of interest statement as prescribed by the Board of Trustees and  
2244 shall file such statement with the Executive Director of the Association to be made  
2245 available to the delegates prior to election.  
2246

2247 D. Election. In accordance with Chapter VII, Section 40 of the *Bylaws* of the American  
2248 Dental Association, the election for Trustee-nominee representing the Second Trustee  
2249 District of the American Dental Association shall take place at the annual session of  
2250 this Association in the year prior to the annual session of the American Dental  
2251 Association at which its House of Delegates will consider the nomination. The  
2252 Trustee-nominee shall be determined in accordance with Chapter III, Section 150 of  
2253 these *Bylaws*. The name of the duly elected Trustee-nominee shall be submitted for  
2254 consideration by the House of Delegates of the American Dental Association in  
2255 accordance with Chapter VII, Section 40 and Chapter VII, Section 60 of its *Bylaws*.  
2256

2257 *Section 30. Delegates and Alternate Delegates:*  
2258

2259 A. In accordance with Chapter III, Section 50E of these *Bylaws*, the House of Delegates  
2260 shall annually elect the delegates and alternate delegates to the American Dental  
2261 Association, from nominations submitted by the component societies. The elected  
2262 delegates and alternate delegates shall be the official representatives of the Second  
2263 Trustee District to the House of Delegates of the American Dental Association.  
2264

2265 The tenure of a delegate-nominee or alternate delegate-nominee shall be unlimited  
2266 except as may otherwise be determined by the component society in its bylaws  
2267

2268 B. The number of delegates and alternate delegates allocated to the Second Trustee  
2269 District shall be determined by the American Dental Association in accordance with its  
2270 *Bylaws*.  
2271

2272 C. The elective officers as defined in Chapter VI, Section 10 of these *Bylaws*, and the  
2273 immediate Past President shall represent the Association as delegates-at-large in the  
2274 House of Delegates of the American Dental Association. Former elective officers of  
2275 the Association may be appointed by the Board of Trustees as alternate delegates-at-  
2276 large, the number not to exceed the number of delegates-at-large. The remaining  
2277 delegates and alternate delegates shall be distributed according to a standing  
2278 resolution of the Board of Trustees.

- 2279  
2280 D. Vacancies occurring among the delegates shall be filled by the President from  
2281 among the alternate delegates, from the appropriate component society where  
2282 practicable, and should none be present, then from amongst the active members of  
2283 this Association, from the appropriate component society where practicable.  
2284  
2285 E. Vacancies occurring among the delegates-at-large shall be filled from among the  
2286 alternate delegates-at-large or from the alternate delegates should no alternate  
2287 delegates-at-large be available.  
2288  
2289 F. Vacancies occurring among the alternate delegates shall be filled by the President  
2290 from amongst the active members of this Association, from the appropriate  
2291 component society where practicable.  
2292  
2293 G. The delegates representing the Second Trustee District shall meet on or before the  
2294 opening day of the House of Delegates of the American Dental Association, to select a  
2295 chair and secretary. The chair, in addition to his or her other duties, shall make a  
2296 report of the transactions of the House of Delegates to this Association, during the  
2297 following scheduled annual session.  
2298

2299 Section 40. Second Trustee District Caucus:  
2300

2301 A. The Second Trustee District Caucus, which may also be referred to as “the  
2302 Caucus,” shall include the certified delegates and alternate delegates as described in  
2303 Section 30 of this Chapter of the *Bylaws*, the Trustee representing the Second Trustee  
2304 District of the American Dental Association, the American Dental Association council  
2305 members representing the Second Trustee District designated by the chairman, the  
2306 officers and staff of component societies, designated staff of this Association, officers  
2307 of the American Dental Association, and those seeking such office.  
2308

2309 B. Voting privileges shall be limited to certified delegates in attendance.  
2310

2311 C. Powers.

2312 (a) The Caucus shall have the power to establish rules not inconsistent with these  
2313 *Bylaws* to govern its organization and procedure.

2314 (b) Notwithstanding any other provision of these *Bylaws*, if the House of Delegates of  
2315 the American Dental Association rejects the nominee for the position of Trustee  
2316 representing the Second Trustee District of the American Dental Association, or if the  
2317 nominee designated by the House of Delegates of this Association, or if the nominee  
2318 designated by the House of Delegates of this Association is otherwise unable to serve,  
2319 the Caucus shall have the power to select a new nominee in accordance with  
2320 procedures established in its rules.  
2321

2322 **CHAPTER XIV. INDEMNIFICATION**  
2323

2324 Each trustee, officer, delegate or alternate delegate, council member, committee  
2325 member, employee and other agent of this Association shall be held harmless and  
2326 indemnified by the Association against all claims and liabilities and all costs and  
2327 expenses, including attorney's fees, reasonably incurred or imposed upon him or her  
2328 in connection with or resulting from any action, suit or proceeding, or the settlement  
2329 or compromise thereof, to which he may be made a party by reason of any action  
2330 taken or omitted to be taken by him as a trustee, officer, council member,  
2331 committee member, employee or agent of the Association, in good faith. This right of  
2332 indemnification shall inure to such person whether or not he is a trustee, officer,  
2333 council member, committee member, employee or agent at the time such liabilities,  
2334 costs or expenses are imposed or incurred and, in the event of his death, shall extend  
2335 to his legal representatives. The Association shall indemnify each trustee, officer,  
2336 council member, committee member, employee and other agent of this Association to  
2337 the full extent permissible by law.

2338

2339

## 2340 CHAPTER XV. AMENDMENTS

2341

2342 *Section 10. Procedure:* These *Bylaws* may be amended by a two-thirds (2/3) vote of  
2343 the members of the House of Delegates, provided that the proposed amendment has  
2344 been published in the *New York State Dental Journal* or on the Association's website  
2345 at least thirty (30) days prior to the annual session at which action is to be taken,  
2346 except that an amendment presented in writing at a previous meeting of the same  
2347 session may be voted upon with the consent of three-quarters (3/4) of the members  
2348 of the House of Delegates.

2349

2350 *Section 20. Legislative Initiatives Resulting in Bylaws Amendments:* Any proposal  
2351 calling for a legislative initiative that could otherwise be accomplished by an  
2352 amendment to these *Bylaws*, shall require a two-thirds (2/3) vote of both the Board of  
2353 Trustees and the members of the House of Delegates.