

Third District Dental Society of NY

Incorporated April 7, 1868

*A component of the American Dental Association
and the New York State Dental Association*

CONSTITUTION AND BYLAWS

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CONSTITUTION AND BYLAWS
THIRD DISTRICT DENTAL SOCIETY OF NY
Revised and Approved March 2025

PREAMBLE

Whereas, by an act passed April 7, 1868, the legislature of the State of New York did authorize the formation of dental societies in the several judicial districts of the state with certain powers, privileges and duties therein specified; and

Whereas the dentists of the Third Judicial District comprising the counties of Albany, Columbia, Greene, Rensselaer, Sullivan and Ulster did meet in Albany, New York on January 12, 1868 and then and there did organize the Third District Dental Society.

Now therefore, this society ordains and declares for its government hereafter the following Constitution and Bylaws.

CONSTITUTION

ARTICLE I - NAME

The name of this organization shall be: "Third District Dental Society of NY", hereinafter referred to as the "Society" or the "Third District Dental Society", or the "Third District."

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ARTICLE II - OBJECT

The object of the Society shall be to cultivate and promote the art and science of dentistry and to improve the oral and dental health of the public.

The Society and its study groups and branch societies do not discriminate in any of its functions on the basis of sex, sexual orientation, gender identity, race, color, age, marital status, veteran status, religion, national origin, intellectual or physical condition.

In each instance the word he is used, it is not meant to be gender specific.

ARTICLE III. ORGANIZATION

Section 10. INCORPORATION

The Society is a non-profit organization, incorporated in Albany, New York on January 12, 1868 by dentists of the Third Judicial District and which comprises the counties of Albany, Columbia, Greene, Rensselaer, Sullivan and Ulster.

Section 20. MEMBERSHIP

The membership of this society shall consist of dentists whose qualifications and classifications shall be established in Chapter I of the Bylaws.

Section 30. BRANCH SOCIETIES/STUDY GROUPS

Branch societies and study groups may be organized within the boundaries of the Society and shall be governed in conformity with Chapter II of the Bylaws.

ARTICLE IV - GOVERNMENT

The Legislative and governing body of this Society shall be the Executive Committee as provided in Chapter III of the Bylaws.

Policies passed by the Executive Committee that relate to the routine administration of the Society will be kept in a manual known as "Executive Committee Administrative Policies" and maintained in the central office.

The officers of this Society shall be the administrative body thereof, as provided in Chapter IV of the Bylaws.

The most recent edition of Code of Parliamentary Procedure established and maintained by the American Institute of Parliamentarians (AIP), shall govern the deliberations of this society.

ARTICLE V - OFFICERS

The elective officers of the Society shall be a president, a president-elect, a vice-president, a secretary and a treasurer, each of whom shall be elected as provided in Chapter IV of the Bylaws.

ARTICLE VI - MEETINGS

Section 10. ANNUAL MEETING

The Society shall meet annually in the Second Quarter of the calendar year. The meeting is open to the entire membership. A business meeting conducted by the officers must be part of each meeting in addition to the election of officers, committee chairs, NYSDA delegates, and ADA delegates and to vote on any pending revisions to the Constitution and Bylaws. Notice of the time and venue shall be published at least four (4) weeks prior to the Annual Meeting.

Section 20. QUARTERLY EXECUTIVE COMMITTEE MEETINGS

The Executive Committee shall meet the First, Second, Third and Fourth quarters of the calendar year.

Section 30. PLACE OF MEETINGS

Meetings may be held at such a place as shall be designated by the Executive Committee and stated in the notice of the meeting. In lieu of holding a meeting of membership at a designated place, the Executive Committee may, in its sole discretion, determine that any meeting of membership may be held solely by means of remote communication.

Section 40. QUORUM

- A. Twenty (20) members of the Society shall constitute a quorum for the transaction of business at the Annual Meeting.
- B. Twelve (12) members of the Executive Committee shall constitute a quorum for the transaction of business at the Executive Committee meetings.

Section 50. SPECIAL MEETINGS

Special meetings of the membership may be called by the president, the Executive Committee, or at the written request of twenty active (20) members of the Society. A quorum will be the same as for an Annual Meeting. Only business related to the purpose for having the meeting can be discussed. Meetings may be held in a designated place or held by means of remote communication.

Special meetings of the Executive Committee may be called by the President. A quorum will be the same as for an Executive Committee meeting. Meetings may be held in a designated place or held by means of remote communication.

ARTICLE VII - CODE OF ETHICS

Every member of this Society must follow a code of ethics as prescribed by The New York State Dental Association and the American Dental Association. Violation of the principles of these Codes will be sent to the Ethics Committee. If a violation is found and cannot be resolved to the satisfaction of both parties involved, the matter will be referred to the New York State Dental Association for further evaluation, hearings, appeals and any necessary disciplinary action.

ARTICLE VIII - AMENDMENTS

Section 10. PROCEDURE

These Bylaws may be amended by a two-thirds (2/3) affirmative vote of the active members present when there is a quorum (see Bylaws Chapter XII, Section 10), either in person or by remote communication, provided that the proposed amendment is distributed to Society members at least fourteen (14) days prior to the meeting at which action is to be taken.

Section 20. MANDATORY CORRECTIONS

In the event of amendments being required to the Constitution due to changes in terminology or structure of the NYSDA or the ADA, the following procedures will be used in order to facilitate an expedited response:

1. Changes required in terminology will be considered editorial corrections and can be made by the agreement of the Constitution and Bylaws Committee.
2. Changes in substance that are required in order to be in conformity with NYSDA and ADA can be made by a majority vote of the Executive Committee when a quorum is present.

BYLAWS

CHAPTER I - MEMBERSHIP

Section 10. CLASSIFICATION

The members of this Society shall be classified as follows:

ACTIVE, LIFE, LIFE RETIRED, RETIRED, HONORARY, ASSOCIATE, STUDENT

Section 20. QUALIFICATIONS

- A. ACTIVE MEMBERS - Any dentist licensed to practice in the State of New York and who practices in the Third District Dental Society of NY and is a member in good standing (see Chapter 1, Section 30) shall be classified as an Active Member.
- B. LIFE MEMBER - An active member of this Society will be notified by the American Dental Association that they have been awarded Life Member status. The award is effective the following membership year after completion of a member's 30th consecutive year or 40th total year as a member.
- C. HONORARY MEMBERSHIP - Any individual who has contributed materially to the advancement of dentistry may be elected by this Society as an Honorary Member. The name and qualifications of a candidate for Honorary Membership shall be submitted in writing by at least two members of the Society in good standing to the Executive Committee. If the Executive Committee is in agreement, election will be a majority affirmative vote when a quorum (see Article VI, section 40) is present at the next Annual Meeting.
- D. ASSOCIATE MEMBERSHIP - Associate Members are Active Members of the American Dental Association who are in good standing in the district in which they maintain their primary membership and who wish to maintain an affiliation with the Third District Dental Society of NY. An application for Associate Membership must be endorsed by the Executive Director or an officer of the component society in which the applicant holds primary membership certifying they are in good standing. Election to Associate Membership shall be made at an Executive Committee meeting by a majority vote when a quorum is present.
- E. RETIRED MEMBERSHIP - An Active Member who meets the requirements for Life Membership and is no longer earning an income from dentistry or working in a position that requires a dental license is eligible for Retired Membership. Membership dues will be waived in full beginning the following calendar year with the submission and approval of an ADA Retired Affidavit.
- F. STUDENT MEMBERSHIP - A student currently enrolled in an accredited dental school and a member of the American Student Dental Association (ASDA), or any dentist eligible for membership who is engaged full time in (1) an advanced training course of not less than one academic year's duration in an ADA accredited school or (2) an internship or residency program approved by the Commission on Dental Accreditation is eligible for Student Membership. A request for Student Membership must be made in writing to the Society.

Section 30. IN GOOD STANDING

Any member of this Society who is not under sentence of suspension or expulsion and whose dues for the current calendar year have been paid or waived shall be considered in good standing.

Section 40. ELECTION TO MEMBERSHIP

Application for membership is through the NYSDA. The Executive Committee will be informed of the application at the next Executive Committee meeting and admitted to membership with an affirmative majority vote of the members present. NYSDA will be notified of election to membership.

Section 50. TRANSFER OF MEMBERSHIP

Application for transfer of membership to another District component shall be made directly to NYSDA by the Third District, the Society to which the transfer is sought, or by the member.

Section 60. PRIVILEGES

A. ACTIVE MEMBERS

Active Members in good standing:

- a. Are entitled to all the member benefits of the American Dental Association and the New York State Dental Association;
- b. Are entitled to attend events and general business meetings of the Third District;
- c. Are eligible for nomination as a Delegate or Alternate Delegate to the New York State Dental Association House of Delegates and the American Dental Association House of Delegates;
- d. Are eligible for nomination to serve on the New York State Dental Association Board of Trustees;
- e. Are eligible for election or appointment to any office, committee, council, or similar position of the Third District and in the American Dental Association the New York State Dental Association.

B. LIFE MEMBERS

Life Members in good standing are entitled to all privileges of an Active Member. Retired Life Members shall be exempt from the membership dues.

C. HONORARY MEMBERS

- a. Honorary Members are exempt from membership dues;
- b. Honorary Members are entitled to attend events and general business meetings of the Society;
- c. Honorary Members do not have the right to vote or hold office.

D. ASSOCIATE MEMBERS

Associate Members shall have the privileges and responsibilities of membership, except the right to vote, hold office, or chair a committee, but may be a member on a committee.

E. RETIRED MEMBERS

A Retired Member shall be entitled to all the privileges of an Active Member. The years of retired membership shall not be included as years of active membership for the purpose of determining eligibility for life membership.

F. STUDENT MEMBERS

- a. Student Members in good standing are entitled to attend events and general business meetings of the Society;
- b. Student Members do not have the right to vote, hold office, or chair a committee, but may be a member on a committee;

- c. Years of a Student Membership are not included as years of active membership for the purpose of determining eligibility for life membership.

CHAPTER II - BRANCH SOCIETIES / STUDY GROUPS

Section 10. ORGANIZATION AND DUTIES

- A. Branch societies / study groups may be organized within the boundaries of the Third District.
- B. Each branch society/study group shall have the power to provide for its financial support and to make laws, rules and regulations to govern its membership provided such laws, rules and regulations do not conflict with the Constitution and Bylaws of this Society, the New York State Dental Association and the American Dental Association.

CHAPTER III - EXECUTIVE COMMITTEE

Section 10. COMPOSITION

The Executive Committee shall consist of:

- A. All officers: President, President-Elect, Vice-President, Secretary, Treasurer, and the Immediate Past President;
- B. All Chairpersons of the Standing Committees;
- C. Delegates, Alternate Delegates, and Trustee to the New York State Dental Association;
- D. Society Liaisons to Councils of the New York State Dental Association;
- E. Delegates and Alternate Delegates to the American Dental Association;
- F. Members-at-Large nominated by a member of the Executive Committee and approved by the Executive Committee by a majority vote of members present where there is a quorum.

Section 20 TENURE OF OFFICE

- A. New members of the Executive Committee shall take office immediately following the meeting in which they were elected.
- B. The officers shall serve for a term of one year or until their successors are elected and installed.
- C. Chairpersons shall serve for the term of their position in accordance with the Bylaws in Chapter VII.
- D. Delegates, Alternate Delegates and Trustees shall serve for the term of their position in accordance with the Bylaw in Chapter IX and Chapter X.
- E. Society Liaisons to the Councils of the New York State Dental Association shall serve for the term of their position in accordance with the Bylaws in Chapter XI.
- F. Members-at Large shall serve a term for 2 years.

Section 30. POWERS and DUTIES

- A. The Executive Committee shall be the legislative and governing body of the Society and shall determine the policies of the Society in all activities.
- B. The Executive Committee shall have charge of all business matters of this Society except those which must be considered at the Annual Meetings as provided for in other Sections of the Bylaws.
- C. The Executive Committee shall have power to appoint special committees
- D. It shall be the duty of the Executive Committee to present a budget at the Annual Meeting for adoption.

Section 40. MEETINGS

- A. The Executive Committee shall meet at least once quarterly as stated in Article VI of the Constitution.
- B. The Executive Committee Meeting is presided over by the President-Elect.
- C. Special meetings of the Executive Committee may be called by the President.
- D. Meetings of the Executive Committee shall be open to all members of this Society, who shall have the privilege of speaking but not voting.
- E. Meetings may be held at a designated place or by remote communication
- F. Twelve members of the Executive Committee shall constitute a quorum as stated in Article VI of the Constitution.

Section 40. ORDER OF BUSINESS

- A. Call to order
- B. Roll Call to Establish a Quorum
- C. Reading and Approval of the Minutes
- D. Reports of the Officers
- E. Report of Executive Director
- F. Society Committee Reports
- G. NYSDA Committee and Council Reports
- H. Nominations and Elections
- I. Old Business
- J. New Business
- K. Announcements
- L. Adjournment

This order of business may be suspended by a two-thirds (2/3) vote of the members of the Executive Committee present.

CHAPTER IV - OFFICERS

Section 10. NAME AND TITLE

The elected officers of the Society shall be five (5) in number: President, President-Elect, Vice President, Secretary and Treasurer as provided in Article V of the Constitution.

Section 20. ELIGIBILITY

Only an Active or Life Member in good standing of the Society shall be eligible to serve as an elected officer.

Section 30. NOMINATIONS

Nominations for the officers shall be presented by the Committee on Nominations (see Bylaws Chapter VII, Section 50E) at the Quarter 1 Executive Committee for approval by the Executive Committee.

Section 40. ADDITIONAL NOMINATIONS

Additional nominations may be made by petition signed by at least five (5) members in good standing and presented in writing at least fifteen (15) days prior to the Annual Meeting to the Executive Director who shall inform the Nominations Committee.

Section 50. ELECTIONS

The election of officers shall be by a majority of members in good standing, either by in person or remote communication, provided a quorum is present. Elections take place at the Annual Meeting.

Section 60. TENURE OF OFFICE

The officers shall serve for a term of one (1) year or until their successors are elected and installed.

Section 70. INSTALLATION

The elected officers shall be installed at the Annual Meeting.

Section 80. VACANCIES

In the event of a vacancy of an office of an elected officer, a replacement for the remaining term of office shall be determined by a majority vote of the Executive Committee when a quorum is present.

Section 90. DUTIES

- A. PRESIDENT - It shall be the duty of the President:
 - a. To preside at all Annual and Special meetings of the Society;
 - b. To report on the activities of his office at the Annual Meeting;
 - c. To call Special Meetings of the Executive Committee as provided in Chapter III, Section 30A of the Bylaws;
 - d. To appoint the chairperson of all committees not otherwise provided for in these Bylaws;
 - e. To fill all vacancies that may occur not otherwise provided for in these Bylaws;
 - f. To perform other such duties as may be stated in the Bylaws;
 - g. To establish a special committee or task force that is needed to address a need of the Society's membership or react to a societal event that is not already in the purview of an existing standing committee of the Society;
 - h. To direct the activities of the Executive Committee;
 - i. To represent the Society at public functions and awards ceremonies;
 - j. To represent the Society when requested by the Executive Committee.
- B. PRESIDENT-ELECT - It shall be the duty of the President - Elect:
 - a. To assist the President as requested;
 - b. To preside at all meetings of the Executive Committee;
 - c. To serve as a member of the Budget and Finance Committee;
 - d. To act as the non-voting chairperson at the Nominating Committee.
- C. VICE-PRESIDENT - It shall be the duty of the Vice-President:
 - a. To assist the President and President -Elect as requested;
 - b. To serve as an ex-officio member of each standing committee.
- D. SECRETARY - It shall be the duty of the Secretary:
 - a. To be the chief recording officer during all of the Society's meetings;
 - b. To take roll call and establish if there is a quorum at all of the Society's meetings;
 - c. To coordinate with the Executive Director to distribute communication to the membership;
 - d. To coordinate with the Executive Director the preservation of documents.

- E. TREASURER - It shall be the duty of the Treasurer:
- a. To serve on the Finance, Budget, and Audit Committee;
 - b. To submit a report of the financial condition of the Society for the fiscal year at the Annual Meeting with a confirmation of accuracy from the Society's accountant, unless these duties are delegated to an employee of the Society;
 - c. To sign checks prepared by the District office or approve the release of funds that were not previously included in the approved operating budget or that must be designated to employees of the Society;
 - d. To review and approve financial documents that must be submitted to the U.S. Internal Revenue Service or other state/federal agencies.

Section 100. RETIRING OFFICERS

It shall be the duty of the retiring officers to turn over to their incoming officers all physical and electronic records, documents, and resources pertaining to their office.

Section 110. REMOVAL OF OFFICERS

Removal of officers shall be in accordance with the New York State Not for Profit Law and the AIP Code of Parliamentary Procedure.

- A. Any appointed officer may be removed, with or without cause, by the individual or body authorized to make the appointment.
- B. An officer elected by the membership may be removed, with or without cause, only by vote of $\frac{2}{3}$ of the membership present when there is a quorum. However, the officer's authority to act may be suspended by the Executive Committee for cause.
- C. For members nominated by the Third District membership for a position to NYSDA which requires election by the House of Delegates or Board of Trustees, the Executive Committee of this Society will request the House of Delegates or Board of Trustees of NYSDA to remove the council member, delegate, or alternate delegate from office.

Section 120. EXECUTIVE DIRECTOR

There may be an Executive Director employed by the Society decided upon by the Executive Committee. The performance of the Executive Director shall be subject to the approval of the Executive Committee. A yearly performance evaluation will be presented by the officers of the Society for review by the Executive Committee.

There may be an Assistant Executive Director whose salary will be determined by the Executive Committee and who shall report to the Executive Director.

It shall be the duty of the Executive Director:

- A. To aid and consult with the officers in the general administration of the Society;
- B. To aid or perform the administrative duties attributed to the Secretary and Treasurer;
- C. To coordinate the activities of the various committees
- D. To be the Executive head of the Society's office and operate it within the budgetary limits set by the Society;
- E. To report to the Executive Committee on the functioning of the operations of the Society at their regular meetings;
- F. To perform such duties as may be assigned by the Executive Committee;
- G. To compile a manual describing the operations of the Society and keep it current;
- H. To be directly responsible to the President, the Secretary, and the Treasurer;
- I. May attend the NYSDA House of Delegates meetings and reasonable expenses for attending these meetings are to be paid by the Society;

- J. May attend meetings of the American Dental Association with approval by the Executive Committee and reasonable expenses for attending these meetings are to be paid by the Society.

CHAPTER V - ANNUAL MEETINGS

Section 10. ORDER OF BUSINESS

- A. Call meeting to order
- B. Roll Call
- C. Introductions and Guest Presentations
- D. Reading of minutes of previous meeting
- E. Reports of Executive Officers
- F. Report of Executive Director
- G. Reports of standing committees including Budget and Finance Report and approval of budget
- H. Report of NYSDA Third District Trustee
- I. Report of NYSDA House of Delegates
- J. Reports of State Councils
- K. Report of American Dental Association House of Delegates
- L. Old Business
- M. New Business
 - a. Election of Officers
 - b. Election of standing committee chairs
 - c. Election to NYSDA State Councils
 - d. Election to the NYSDA House of Delegates
 - e. Election to the American Dental Association House of Delegates
 - f. Installation of Officers
 - g. Awards
 - h. Other New Business
- N. Announcements
- O. Adjournment

Section 20. SUSPENSION OF ORDER OF BUSINESS

The Order of Business may be changed by a majority vote of the qualified voting members of the Society who are present.

CHAPTER VI – CODE OF ETHICS

See the Constitution of this Society, Article VIII.

CHAPTER VII - COMMITTEES AND APPOINTMENTS

Section 10. NAME

The standing committees of this Society shall be:

- A. Budget, Finance and Audit Committee
- B. Constitution and Bylaws Committee
- C. Continuing Education Committee
- D. Ethics Committee
- E. Membership and Communications Committee
- F. New Dentist Committee

- G. Nominations Committee
- H. Peer Review and Quality Assurance Committee

Section 20. APPOINTMENTS

Chairpersons of standing committees of the Society, unless otherwise provided for in these Bylaws, shall be composed of Active Members in good standing elected at the Annual Meeting.

Section 30. VACANCY

In the event of a vacancy, the President shall appoint an Active Member in good standing to fill the vacancy for the unexpired term.

Section 40. COMMON DUTIES OF ALL COMMITTEES

Each committee shall submit to the Budget, Finance and Audit Committee a proposed budget of anticipated expenses for the ensuing fiscal year sixty (60) days in advance of the Q1 Executive Committee meeting.

Section 50. COMPOSITION AND SPECIFIC DUTIES OF EACH COMMITTEE

- A. BUDGET, FINANCE AND AUDIT COMMITTEE - This committee shall consist of a Chair elected at the Annual Meeting, the President-Elect, the Treasurer, and one member of the Society in good standing each with a term of one year with no term limit. It shall be the duty of the Budget, Finance and Audit Committee to:
 - a. Prepare a tentative budget for submission to the Executive Committee meeting prior to the Annual Meeting of the Society;
 - b. Oversee the financial accounts and reports of the Society;
 - c. Audit the financial accounts and reports of the Society.
- B. CONSTITUTION AND BYLAWS COMMITTEE - This committee shall consist of a Chair elected at the Annual Meeting and up to three members of the Society in good standing with a term of one year with no term limit. It shall be the duty of the Constitution and Bylaws Committee to:
 - a. See that the Constitution and Bylaws of this Society are followed and adhered to by members of the Society and staff of the Society;
 - b. Review the Constitution and Bylaws of the Society on an annual basis to ensure they are maintained in order and in conformity with the Constitution and Bylaws of the New York State Dental Association and the American Dental Association;
 - c. Review proposals for changes to the Constitution and Bylaws of this Society on an annual basis; all changes shall be approved and adopted in accordance with Article VIII of the Constitution and Chapter XII of the Bylaws.
- C. CONTINUING EDUCATION COMMITTEE - This committee shall consist of a Chair elected at the Annual Meeting and up to three members of the Society in good standing with a term of one year with no term limit.
 - a. It shall be the duty of this committee to develop and/or review proposals for continuing education programs and guest speakers for the year.
 - b. Programs and speakers who have been approved by the committee will be presented to the Executive Director to complete necessary follow up and contract negotiations to schedule the planned education program and secure the guest speaker(s).

- D. **ETHICS COMMITTEE** - The Ethics Committee shall consist of a Chair elected at the Annual Meeting and a committee of members in good standing, the number to be decided by the Chair.
- a. It is the duty of this committee to follow Article VII, Section 10 of the Constitution of the Third District Dental Society.
 - b. The Chair shall serve on the NYSDA Council on Ethics. The term of office, in accordance with NYSDA Bylaws Chapter X, Sections 20 and 60, shall be four years and limited to two terms.
- E. **MEMBERSHIP AND COMMUNICATIONS COMMITTEE** - This committee shall consist of a Chair elected at the Annual Meeting and a committee of members in good standing, the number to be decided by the Chair.
- a. The Chair of this committee shall serve on the NYSDA Council on Membership and Communications.
 - b. The term of office, in accordance with NYSDA Bylaws Chapter X, Sections 20 and 60, shall be four years and limited to two terms.
 - c. It shall be the duty of the Membership Committee to:
 - Work with the Executive Director of the Society to develop recruitment and retention strategies to maintain and grow the membership of the society;
 - Plan social events and other programming that will encourage engagement of the membership;
 - Survey the membership as needed to ascertain members' values, priorities, and concerns and ensure that the Society's programming and member benefits are in alignment;
 - Work with the Executive Director to develop communications to the membership and various local, state, and national groups as appropriate and necessary.
- F. **NEW DENTIST COMMITTEE** - This committee shall consist of a Chair elected at the Annual Meeting and a committee of members in good standing, the number to be decided by the Chair.
- a. The Chair shall serve on the NYSDA Committee on the New Dentist in accordance with NYSDA Bylaws Chapter X, Section 20.
 - b. It shall be the duties of the New Dentist Committee to:
 - c. Collaborate with the Membership Committee to develop strategies to recruit and retain new dentists;
 - d. Develop programming that is specific to the values, priorities, and concerns of new dentists;
 - e. Encourage new dentist members to become more engaged in the Society, including but not limited to attendance to general body meetings, serving on a committee, and attending events;
 - f. Connect new dentists to resources that will help them develop their clinical, communication, and leadership skills;
 - g. Collaborate with the Membership Committee to connect new dentists seeking mentorship with a Third District member dentist who is interested in serving as a mentor;
 - h. Support new dentists in their clinical growth and their professional development;
 - i. Encourage the involvement of new dentists in leadership positions at the local, state, and national levels.

- G. **NOMINATIONS COMMITTEES** - This committee shall consist of the President-Elect who is the non-voting Chair, the Immediate Past President, the Membership Committee Chair, and the New Dentist Chair. It shall be the duty of the Committee on Nominations to:
- a. Present nominations for officers of the Third District Dental Society to the Executive Committee for approval then election at the Annual Meeting;
 - b. Present nominations for committee Chairs to the Executive Committee for approval then election at the Annual Meeting;
 - c. Present nominations for Delegates to the New York State Dental Association and the American Dental Association to the Executive Committee for approval;
 - d. Determine award recipients. Not all awards must be bestowed every year. Awards are presented at the Annual Meeting. Awards for consideration:
 - Downes-Ripp Achievement Award: this award is given in recognition of a member's untiring commitment to dentistry or accomplishments of special note that contribute to the betterment of the profession of dentistry.
 - Feltman-Hunn Medal of Merit: this award is given to a member for recognition of exceptional leadership and dedication to the perfection of the Art and Science of Dentistry.
 - William B. Smith Award: this award is given to a member who has displayed continued involvement in organized dentistry and has displayed the highest ethical standards.
 - Presidents' Award: The President's Award is presented to the immediate past president at the annual meeting in recognition of his or her dedicated service and leadership as President of the Third District Dental Society.
 - "Distinguished Service Award of the Third District Dental Society". This award would be for a non-member such as a dental hygienist, dental assistant, or other professional whose work has impacted the Third District or the dental profession. This award is to be given to a non-dentist and meets any of the following criteria:
 1. He or she has provided leadership in improving the quality of care that patients receive from members of the Third District.
 2. He or she has contributed in a positive way to the Third District Dental Society, and the practice of dentistry for the betterment of the society or dentistry.
 3. This award may be given to dental hygienists, dental assistants or other professionals who work closely with dentistry.
- H. **PEER REVIEW AND QUALITY ASSURANCE COMMITTEE** - This committee shall consist of a Chair elected at the Annual Meeting and at least three members from different counties within the District appointed by the Chair.
- a. Committee members must have a minimum of five (5) years of dental practice experience. The Chair of this committee shall serve on the NYSDA Council on Peer Review and Quality Assurance.
 - b. The term of office, in accordance with NYSDA Bylaws Chapter X, Sections 20 and 60, shall be four years and limited to two terms.
 - c. The duties, composition and function of this committee shall conform to the Manual on Peer Review of The New York State Dental Association. The committee will follow the procedures as described in the Peer Review manual published by the New York State Dental Association.
 - d. Decisions of this Committee are subject to appeal to the New York State Dental Association. It is mandatory for members to appear before the Peer Review Committee when requested and abide by the findings of the Peer Review Committee,

or their membership may be suspended or revoked, along with a violation of ethics charge.

CHAPTER VIII - FINANCES

Section 10. MEMBERSHIP DUES AND ASSESSMENTS

- A. **ACTIVE MEMBERS** - The dues for Active Members of the Society shall be voted on each year at the Annual Meeting. Active Member dues will include the annual dues of the Third District, the New York State Dental Association, and the American Dental Association.
- B. **LIFE-ACTIVE** - The dues for Life-Active members of this Society shall be full annual dues of the Third District Dental Society plus the annual dues of The New York State Dental Association, and the American Dental Association
- C. **LIFE RETIRED** - Life Retired and Honorary Members shall be exempt from payment of dues of this Society.
- D. **STUDENT MEMBERSHIP** - Student Membership is free and includes membership with NYSDA.
- E. **ASSOCIATE MEMBERS** - An Associate Member shall pay the same dues as active members of the Third District Dental Society, payable at the time of application and thereafter annually on January 1st.
- F. **RETIRED MEMBERS** - A Retired Member's dues will be waived in full beginning the following calendar year with the submission and approval of an American Dental Association Retired Affidavit.
- G. **MEMBERS IN ARREARS** - If a member does not pay dues in full for the current year, the membership will be canceled. Membership may be reinstated upon payment of the current year's dues.
- H. **MILITARY PERSONNEL ON ACTIVE DUTY** - All members on full time active duty with the armed forces shall be exempt from payment of dues.

Section 20. FISCAL YEAR

The fiscal year of this Society shall begin on January 1 and end December 31 of each year.

Section 30. ACCOUNTS

- A. All monies of the Society shall be placed in a General Account. Funds are to be maintained in commercial checking, savings, and investment accounts.
- B. The General Operating Fund shall consist of all monies received other than those specifically allocated to other accounts by these Bylaws. These funds shall be used for defraying all expenses incurred by the Society not otherwise provided for in these Bylaws.
- C. No monies may be transferred from an investment account without authorization of the Chair of the Finance Committee.
- D. Except as it may be noted elsewhere in the Constitution and Bylaws, no monies of this Society may be used for donations to charitable causes and/or events.

- E. With approval of the Executive Committee money may be provided to the Scholarship Fund for Third District Dental Society approved dental hygiene or dental assisting educational student scholarships and programs.

CHAPTER IX – DELEGATES, ALTERNATE DELEGATES and TRUSTEE TO THE NEW YORK STATE DENTAL ASSOCIATION

Section 10. REPRESENTATION

There shall be a Trustee who is a member in good standing of this Society elected to represent the Third District on the Board of Trustees to the New York State Dental Association.

There shall be the required number of Delegates and Alternate Delegates who are members in good standing of this Society elected to represent the Third District at the meetings of the House of Delegates of the New York State Dental Association. The exact number of Delegates is determined by proportional representation of members practicing within a District and is subject to change without requiring an additional amendment to these Bylaws.

Section 20. TERM OF OFFICE

Delegates, Alternate Delegates and the Trustee shall be nominated and elected in accordance with Chapter VII, Section 5G of these Bylaws and shall serve for the respective terms required under the Bylaws of the New York State Dental Association.

Vacancies shall be filled in accordance with the Bylaws of the New York State Dental Association and with the advice and consent by the President of this Society and with the approval of the Executive Committee of this Society.

CHAPTER X - DELEGATES TO THE AMERICAN DENTAL ASSOCIATION

Section 10. REPRESENTATION

There shall be the required number of Delegates and Alternative Delegates who are Active Members in good standing of this Society elected to represent the Third District Dental Society at the meetings of the House of Delegates of the American Dental Association. The exact number of Delegates and Alternate delegates is determined by American Dental Association members' proportional representation and is subject to change without requiring an additional amendment to these Bylaws.

Section 20. TERM OF OFFICE

Delegates and Alternate Delegates shall be nominated and elected in accordance with Chapter VII, Section 5G of these Bylaws and shall serve for the respective terms required under the Bylaws of the American Dental Association. Delegates may serve a maximum of three (3) consecutive terms (six consecutive years). They may be re-nominated after a lapse of one (1) term. Vacancies may be filled by the President with sign-off by an officer or Trustee.

Section 30. ELECTION

The name(s) of the delegates and alternate delegates shall be submitted to the House of Delegates for election by NYSDA as official representatives at the meeting of the House of Delegates of the American Dental Association.

CHAPTER XI - NOMINATIONS TO THE NEW YORK STATE DENTAL ASSOCIATION

Section 10. COUNCILS AND COMMITTEES

- A. At the annual meeting, the Society shall nominate one member to serve on the following councils and committees of the New York State Dental Association to serve for a respective term required under the Bylaws of the New York State Dental Association:
 - a. Council on Dental Benefit Programs
 - b. Council on Dental Education & Licensure
 - c. Council on Dental Health Planning & Hospital Dentistry
 - d. Council on Dental Practice
 - e. Council on Ethics
 - f. Council on Governmental Affairs
 - g. Council on Membership & Communications
 - h. New Dentist Committee
 - i. Council on Nominations
 - j. Council on Peer Review & Quality Assurance
 - k. Committee on Substance Use Disorder & Well-Being
- B. The member elected to chair the Society's Ethics Committee shall serve on the NYSDA Council on Ethics (see Chapter VII, Section 50D).
- C. The member elected to chair the Society's Membership and Communications Committee shall serve on the NYSDA Council on Membership and Communications (see Chapter VII, Section 50E).
- D. The member elected to chair the New Dentist Committee shall serve on the NYSDA Committee on New Dentist (see Chapter VII, Section 50F).
- E. The member elected to the Council on Nominations shall be the current or former member of the Board of Trustees or House of Delegates who has served within the previous two years, in accordance with NYSDA Bylaws Chapter 50, Section 20.
- F. The member elected to the chair of the Society's Peer Review and Quality Assurance Committee shall serve on the NYSDA Council on Peer Review and Quality Assurance in accordance with NYSDA Bylaws Chapter 50, Section 20.
- G. Committee members shall submit a written report of the Council's or Committee's activities at least 1-week prior to each Executive Committee Meeting
- H. No member of this Society shall be nominated to serve on a NYSDA Council unless they are present at the time of nomination and the member agrees to serve, or has submitted a letter to the Secretary or Executive Director indicating that they are willing to serve.

CHAPTER XII - BYLAWS AMENDMENTS

Section 10. AMENDMENTS - These Bylaws may be amended by a two-thirds (2/3) affirmative vote of the Active Members present when there is a quorum (see Article VI, Section 10), either in person or by remote communication, provided that the proposed amendment is distributed to the Society members at least fourteen (14) days prior to the meeting at which action is to be taken.

Section 20. MANDATORY CORRECTIONS - In the event of amendments being required to these Bylaws due to changes in terminology or structure of the NYSDA or the ADA, the following procedures will be used in order to facilitate an expeditious response:

- A. Changes required in terminology will be considered editorial corrections and can be made by joint agreement of the Chair of the Constitution and Bylaws Committee and the Secretary of the Society.

- B. Changes in substance that are required in order to be in conformity with the NYSDA & ADA Constitution and Bylaws can be made by a 2/3 majority of the Executive Committee of the Society.