

1 **SOUTHEASTERN SOCIETY OF PEDIATRIC DENTISTRY**
2 **CONSTITUTION AND BYLAWS**

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4 **CONSTITUTION**

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6 **ARTICLE I. NAME**

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8 The name of the organization shall be the **SOUTHEASTERN SOCIETY OF PEDIATRIC**
9 **DENTISTRY** hereinafter referred to as "the Society" or "this Society".

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11 **ARTICLE II. PURPOSE**

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13 The purpose of this society shall be: to bring the Pediatric Dentists of the states of Alabama,
14 Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia,
15 West Virginia, and the Commonwealth of Puerto Rico into one organization for the advancement
16 of the science and art of Pediatric Dentistry*, to encourage, sponsor and advance the
17 achievement of a high and ethical standard of practice, education and research in the art and
18 science of all phases of dentistry for children, adolescents and the handicapped; and the
19 continued education of the health professions and the public concerning recognized scientific
20 advancements in the dental and general health of children.

21 ***DEFINITION OF PEDIATRIC DENTISTRY:** Pediatric dentistry is an age-defined specialty
22 that provides both primary and comprehensive preventive and therapeutic oral health care for
23 infants, and children through adolescence, including those with special health care needs.

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25 **ARTICLE III. AREA**

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27 Section 1. The confines of this Society shall be the states of Alabama, Florida, Georgia,
28 Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia,
29 West Virginia and the Commonwealth of Puerto Rico.

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31 Section 2. The members of this Society shall meet the Bylaw eligibility requirements as
32 provided in Chapter I of the Bylaws.

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34 **ARTICLE IV. ORGANIZATION**

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36 Section 1. The Society is a non-profit corporation organized under the laws of the State of
37 Virginia.

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39 Section 2. The Society shall have and continuously maintain in the State of Virginia, a
40 registered office and a registered agent whose office shall be identical with such
41 registered office, and may designate other offices within or without the State of
42 Virginia as the Board of Directors may from time to time determine and has such
43 other powers as granted by the Corporation Acts of the State of Virginia.

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45 Section 3. Upon the dissolution of the corporation, the Board of Directors shall, after paying
46 or making provision for the payment of all the liabilities of the corporation,

47 dispose of all the assets of the corporation exclusively for the purposes of the
48 corporation in such manner, or to such organization or organizations organized
49 and operated exclusively for charitable, educational, religious or scientific
50 purposes as shall at the time qualify as an exempt organization or organizations
51 under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the
52 corresponding provision of any future United States Internal Revenue Law), as
53 the Board of Directors shall determine. Any of such assets not so disposed of
54 shall be disposed of by the Court of Common Pleas of the county in which the
55 principle office of the corporation is then located, exclusively for such purposes
56 or to such organization or organizations, as said Court shall determine, which are
57 organized and operated exclusively for such purposes.
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59 Section 4. No part of the net earnings of the corporation shall insure to the benefit of, or be
60 distributed to, its members, trustees, officers, or other private persons, except that
61 the corporation shall be authorized and empowered to pay reasonable
62 compensation for services rendered and to make payments and distribution in
63 furtherance of its purposes. No substantial part of the activities of the corporation
64 shall be the carrying on of propaganda, or otherwise attempting to influence
65 legislation and the corporation shall not participate in, or intervene in (including
66 the publishing or distribution of statements) any political campaign on behalf of
67 any candidate of public office. Notwithstanding any other provision of these
68 articles, the corporation shall not carry on any other activities not permitted to be
69 carried on (A) by a corporation exempt from Federal income tax under section
70 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision
71 of any future United States Revenue Law) or (B) by a corporation, contribution to
72 which are deductible under section 170 (c) (2) of the Internal Revenue Code of
73 1954 (or the corresponding provision of any future United States Revenue Law.
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75 **ARTICLE V. GOVERNMENT**

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77 Section 1. The legislative and controlling body of this Society shall be the voting
78 membership gathered together and shall be known as the General membership.
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80 Section 2. The administrative body of this Society shall be a Board of Directors as provided
81 in Chapter VI of the Bylaws, which may hereinafter be referred to as "the Board".
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83 **ARTICLE VI. OFFICERS AND DIRECTORS**

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85 Section 1. The elective officers of this Society shall be the President, President-Elect, Vice
86 President, Secretary-Treasurer *and the AAPD district trustee* each of whom shall
87 be elected by the general membership.
88

89 Section 2. The appointed officers of this Society shall be an Executive Director, Editor,
90 Parliamentarian and Resident Agent, each appointed by the President and
91 approved by the Board of Directors and as provided in Chapter VII of the Bylaws.
92

93 Section 3.
94 The Board of Directors shall consist of the President, President-Elect, Vice-
95 President, Secretary/Treasurer, the two (2) immediate past Presidents, and up to
96 eleven (11) Directors representing the state units, and one Member-At-Large who
97 is elected by the Society membership. The Executive Director, Resident Agent,
98 Editor, Parliamentarian and the AAPD elected district trustee shall serve as ex-
99 officio members of the Board without vote.

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102 ARTICLE VII. MEETINGS OF THE SOCIETY

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104 There will be a meeting of the Society held annually in accordance with Chapter IV of the
105 Bylaws.

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108 ARTICLE VIII. AMENDMENT

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109 This constitution may be amended by an affirmative vote of two-thirds of the active members
110 present and voting at any annual meeting of the Society, or at any special meeting called for this
111 purpose, as provided in Chapter XI of the Bylaws.

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114 BYLAWS

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116 CHAPTER I. MEMBERSHIP

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116 **Section 1.** There shall be nine (9) categories of membership: Active, International, Life,
117 Inactive, Associate, Retired, Student, Affiliate and Honorary

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119 **Section 2.** **ACTIVE:** An ethical dentist may be considered for Active membership provided
120 the applicant:

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121 1. Is practicing and/or performing research and/or teaching and/or administrating
122 Pediatric Dentistry in an educational institution within the geographic confines of
123 this Society.

124

125 2. Meets the educational requirements of the American Dental Association for the
126 announcement of ethical practice in pediatric dentistry.

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128 3. Is a member of, and maintains membership in the American Academy of Pediatric
129 Dentistry. This requirement does not apply to Active members of the Society prior
130 to March 31, 1997 and who maintain continuous membership in the Society from
131 that date.

132

133 4. Membership becomes effective following review and approval of the application by
134 the Board of Directors.

135

136 **Section 3.** **INTERNATIONAL:** This category of membership is available as an option for all
137 pediatric dentists who meet the qualifications established for Active membership as

138 outlined in Chapter 1, Section 2 (with the exception of those pediatric dentists in the
139 federal services) who practice, teach, or do research outside the United States.

140

141 **Section 4. LIFE:** This category of membership is available to Active members who have been
142 members in good standing of the Society for twenty (20) consecutive years, have
143 reached the age of sixty-five (65) years, continue to fulfill the provisions set forth in
144 Chapter 1, Section 2, and have paid all dues and assessments through the calendar
145 year in which application for Life membership is made.

146

147 **Section 5. INACTIVE:** This category of membership is reserved for members who were
148 previously Active, Life or Associate members who receive no income from
149 dentistry but who wish to maintain a relatively close association with the Society.

150

151 **Section 6. ASSOCIATE:** This category of membership is available, upon application, to the
152 following individuals:

153 1. Was a former ethically announced pediatric dentist who no longer practices his
154 specialty and resides within the geographic confines of this Society, or

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156 2. Meets the educational requirements of the American Dental Association for the
157 announcement of ethical practice in pediatric dentistry, but does not reside within
158 the geographic confines of this Society, or

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160 3. Is a Diplomat of, or Board Eligible, in one of the specialty areas of dentistry
161 recognized by the American Dental Association other than pediatric dentistry.

162

163 4. If a pediatric dentist, is a member of the American Academy of Pediatric Dentistry
164 if residing in the United States or on active duty with the Uniformed Services
165 stationed outside the United States. This requirement does not apply to Associate
166 members of the Society prior to March 31, 1997 and who maintain continuous
167 membership in the Society from that date.

168

169 5. Has been elected by a majority vote of the Board of Directors following review by
170 the Society Central Office.

171

172 6. Associate members shall be privileged to attend all meetings of the Society and
173 shall pay the same dues and fees as any Active member.

174

175 **Section 7. RETIRED:** This category of membership is available to Active, Life and Associate
176 members upon application and who:

177 1. Have been an Active, Life, or Associate member in good standing of this Society,

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179 2. Have voluntarily and completely retired from dental, practice, teaching, and/or
180 administration,

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182 3. Are not engaged in part-time practice or employed in a dental administrative or
183 teaching capacity in a full-time basis for which remuneration is received.

- 184
185 4. Have paid all dues and assessments through the calendar year in which application
186 for Retired membership is made,
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188 5. Membership becomes effective upon approval of the completed application and a
189 majority vote of the Board of Directors following review by the Executive Director.
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192 **Section 8. A STUDENT** member shall be an individual who:
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- 194 1. **POSTDOCTORAL STUDENT:** Is available on application to a student who is
195 either a full-time or part-time postdoctoral student enrolled in an educational
196 program in pediatric dentistry and accredited by the American Dental Association
197 or its foreign equivalent.
198 2. **PREDOCTORAL STUDENT:** Is a predoctoral student on application who is
199 enrolled in an educational program in dentistry accredited by the ADA CODA.
200 2. Student members shall be exempt from payment of Society dues.
201

202 **Section 9. AFFILIATE:** This category of membership is available, upon application to all
203 other individuals whose interests are consistent with the mission of the Society.
204

205 **Section 10. HONORARY:** Honorary members shall be an individual who may not otherwise
206 be eligible for membership in the Society but who have made unusual or
207 outstanding contributions to the science, teaching, and/or practice of pediatric
208 dentistry. Candidates for HONORARY membership may be proposed and
209 recommended by two (2) Active or Life members of the Society to the Membership
210 and Credentials Committee. Following nomination, unanimous recommendation of
211 the Membership and Credentials Committee and the Board of Directors of this
212 Society is needed prior to presentation to the membership. A majority vote of the
213 membership present, eligible, and voting at any annual meeting shall be required for
214 election.
215

216 **Section 11. PRIVILEGES:**

- 217 1. **ACTIVE** and **LIFE** members shall be eligible to:
218 a. Attend all meetings of the Society
219 b. Vote on all issues brought before the membership
220 c. Hold office and serve on committees
221 d. Active members shall Receive copies of all general membership
222 communications and publication, including the SSPD roster
223 e. Life members shall receive at no fee copies of all general membership
224 communications and *may* receive other publications and roster on a fee per
225 item basis as determined by the President and Executive Director (Since
226 they pay no dues - this is same as for retired members).
227
228
229 2. **INACTIVE** members shall be eligible to:

- 230 a. Serve on committees, but not vote or hold office
231 b. Attend all meetings of the Society
232 c. Receive requested membership services at a cost determined by the Board of
233 Directors
234
- 235 3. **INTERNATIONAL AND ASSOCIATE** members shall be eligible to:
236 a. Serve as consultants to committees, but not vote or hold office
237 b. Attend all meetings of the Society
238 d. Receive copies of all general membership communications and publication,
239 including the SSPD roster.
240 e. Maybe assessed a fee for required international postage as determined by the
241 Board of Directors.
242
- 243 4. **STUDENT** members shall be eligible to:
244 a. Serve as consultants to committees, but not vote or hold office
245 b. Attend all meetings of the Society
246 c. Receive copies of all general membership communications and publication,
247 including the SSPD roster
248
- 249 5. **RETIRED** members shall be eligible to:
250 a. Serve as consultants to committees, but not vote or hold office
251 b. Attend all meetings of the Society
252 c. Receive at no fee copies of all general membership communications and
253 *may* receive other publications and roster on a fee per item basis as
254 determined by the President and-Executive Director.
255
- 256 6. **AFFILIATE** members shall be eligible to:
257 a. Serve on committees, but not vote or hold office.
258 b. Attend all meetings of the Society
259 c. Receive copies of all general membership communications and publications.
260
- 261 7. **HONORARY** members shall be eligible to:
262 a. Serve as consultants to committees, but not vote or hold office
263 b. Attend all meetings of the Society
264 d. Receive copies of all general membership communications and publication,
265 including the SSPD roster.
266

267 **Section 12. APPLICATION PROCEDURE**

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- 269 1. Applications for all categories of membership shall be submitted to the Executive
270 Director in such form as the Society may designate.
271
- 272 2. The appropriate dues and application fees for the category of membership for the
273 current fiscal year shall become payable with the application for membership and
274 shall be delivered to the Executive Director of the Society. In the event the
275 application for membership is not approved, the dues will be refunded.

- 276
277 3. Upon receipt of the application for membership the Executive Director shall review
278 the applicants' qualifications to assure that they conform to the respective
279 requirements for membership as set forth in this Chapter. This information is then
280 forwarded to the Membership and Credentials Committee.
281
- 282 4. **Applications** for all membership categories except **STUDENT** and all
283 recommendations for **HONORARY** membership shall be delivered to the Society
284 Central Office for appraisal and action. Applications for all categories of
285 membership except **HONORARY** shall be granted provisional membership upon
286 satisfactory completion of the application. This membership shall become final
287 following an affirmative vote of a majority of the Board of Directors voting at any
288 scheduled meeting of the Board. The Board may vote on applications for
289 **HONORARY** membership at any scheduled meeting of the Board.
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- 291 5. **STUDENT** membership will be granted following the completion of the
292 application, and recommendation of the Society Central Office.
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296 **CHAPTER II. SUSPENSION OR EXPULSION OF MEMBERS**

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- 298 **Section 1.** Members may be suspended or expelled for failure to pay dues appropriate for
299 their membership category. Any member in default of payment of dues shall be
300 suspended ipso facto from all privileges of membership. Failure to pay dues by
301 March 31st of any year may result in termination of membership.
302
- 303 **Section 2.** A member whose membership has been terminated by operation of any of the
304 foregoing provisions, may be restored to membership by application to be
305 accompanied by a reinstatement fee in the amount of one (1) year's dues and
306 payment of all assessments, made during the time the membership was in lapse,
307 together with the documented evidence that the delinquency or delinquencies
308 effected the termination of membership have been fully corrected.
309
- 310 **Section 3.** Any member may be removed from membership by a three-fourth vote of the
311 Board of Directors at any general or special meeting of the Board called for that
312 purpose, for unethical conduct in his practice, research or teaching or upon his
313 conviction of a felony, or for other conduct involving moral turpitude.
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315 **CHAPTER III. FISCAL YEAR**

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317 The fiscal year for the Society shall begin on June 1st and terminate on May 31st of each year.
318 The records of the Society shall be audited each year prior to the 1st day of September by a
319 person or persons designated by the President, and approved by the Board of Directors. A report
320 shall be presented to the Board of Directors at their next Board of Directors meeting.
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CHAPTER IV. MEETINGS OF THE SOCIETY

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- Section 1.** A meeting of the Society shall be held annually at a time and place selected and announced by the Board of Directors.
- Section 2.** Notice of any annual business meeting shall be given to each member in writing or electronically at least sixty (60) days prior to the meeting.
- Section 3.** The President shall be primarily responsible for the agenda of the annual business meeting.
- Section 4.** Meeting shall be open to members of the Society and approved guests as set forth in Chapter IV. Section 5 of the Bylaws.
- Section 5.** Guests are those individuals who are not applicants nor eligible for membership and who would contribute to the Society's objectives by being present, or other persons the Society may wish to invite. A member of the Society may bring a guest to the Annual Meeting, but he shall be limited to one (1) visit every three (3) years. A request for guest attendance shall be submitted to the Executive Director at least thirty (30) days prior to the meeting date. The Executive Director shall be empowered to approve processing of guest applications except where qualifications are questionable. In such cases, the Ethics and Credentials Committee must approve the application.

CHAPTER V. VOTINGS AND ELECTIONS

Only Active and Life Members of the Society shall, at every meeting of the membership, be entitled to one (1) vote in person upon each subject properly submitted for a vote. Election of officers and Member-At-Large Director of the Board of Directors shall be held annually. An officer and Member-At-Large Director of the Board of Directors shall be duly elected when he or she receives a majority of the votes cast at an election.

CHAPTER VI. OFFICERS AND DIRECTORS

- Section 1.** The business, property and affairs of this Society shall be managed by a Board of Directors.
- Section 2.** The elected officers of the Society shall consists of the:
1. President
 2. President-Elect
 3. Vice-President
 4. Secretary-Treasurer
- All but the President shall be elected at the annual election to be held during the annual business meeting of the Society. The President-Elect automatically assumes the office of the President at the next annual business meeting following election to President-Elect.

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Section 3. Nominations for the respective offices shall be made by a Nominating Committee consisting of the three (3) most recent living Past-Presidents with the senior committee member serving as chairperson.

Section 4. The officers shall be elected for a term of one (1) year and shall continue in office until their respective successors are elected and assume the responsibilities of office. If desired, the Member-At-Large Director shall be elected every three (3) years for a three year (3) term. An individual who has served one full term cannot immediately succeed to another term as a Member-At-Large Director

Section 5. The Board of Directors shall consist of the President, President-Elect, Vice-President, Secretary, the two (2) immediate past Presidents, and up to eleven (11) Directors representing the state units and one Member-At-Large elected by the Society membership, if desired. The Executive Director, Resident Agent, Editor, Student liaison, Parliamentarian and the AAPD elected district trustee shall serve as ex-officio members of the Board without vote.

Section 6. Each recognized American Academy of Pediatric Dentistry component society in the ten (10) states and the Commonwealth of Puerto Rico shall be eligible to elect or appoint a member to the Board of Directors for a three (3) year term. State unit Directors may serve successive terms. The term of office of the Student Liaison is three (3) years. The term of office of the Editor is three (3) years and can be renewed up to two (2) additional three (3) year terms. The Parliamentarian has a term of office of one (1) year that is renewable without limit. At the request of a member of the Board of Directors additional individuals may be invited to attend meetings of the Board of Directors.

Section 7. Attendance at meetings of the Board of Directors and its committees shall be limited to members of the Board and invited guests. Society members may attend as observers on a self-sustaining and space available basis, upon requesting such to the Central Office in advance of the meeting.

Section 8. The Board of Directors shall have, and exercise the authority of the Society in the management and the business of the Society between meetings of the general membership. Each of the Directors and the Officers shall have one vote in issue presented to the Board members unless specifically prohibited by these bylaws.

Section 9. Vacancies that occur among the said officers or Directors shall be filled through appointment by a majority vote of the remaining members of the Board of Directors. Vacancies on the Board of Directors from a specific state shall be filled by that state unit from the eligible members from the appropriate state. Each person so elected to fill a vacancy shall remain a Director until the expiration of the vacated term of office. A Director who has filled an unexpired term shall be eligible to be elected to serve a full-term. The Board of Directors of this Society

414 shall have the power to fill any other vacancies and to appoint such other officers
415 and agents as the Board of Directors may deem necessary for the transaction of
416 the business of the Society.
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418 **Section 10.** Any officer or agent may be removed by the Board of Directors, following a
419 hearing, by a two-thirds (2/3) vote of the Board of Directors, whenever the
420 interest of the Society is best served.
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422 **CHAPTER VII. DUTIES OF THE OFFICERS**

423
424 **Section 1. PRESIDENT:** The duties of the President shall be to:

- 425 1. Serve as the chief executive officer and official representative of this Society
426 in its contracts with government, civic, business, and professional
427 organizations for the purpose of advancing the objectives and policies of this
428 Society
- 429 2. Serve as Chair of the Board of Directors and the Executive Committee
- 430 3. Serve as the presiding officer of the meetings of the General Membership
- 431 4. Present an annual report to the Board of Directors
- 432 5. Present to the General Membership at its annual business meeting a report on
433 the activities of the Board of Directors, as well as such matters deemed of
434 importance to the Society
- 435 6. Call special meetings of the Board of Directors and the Executive Committee
- 436 7. Nominate all appointments subject to approval of the Board of Directors,
437 except as otherwise provided in these Bylaws
- 438 8. Nominate individuals to fill any vacancy on the Board of Directors and to fill
439 all other vacancies not provided in these Bylaws
- 440 9. Upon expiration of the term of office as President serve as a member of the
441 Executive Committee for the following one (1) year, as a member of the
442 Board of Directors for the following two (2) years and as a member of the
443 Nominating Committee for the following three (3) years
- 444 10. Serve as an advisory member of all committees
- 445 11. Perform such other duties as may be provided in these Bylaws
446

447 **Section 2.** The duties of the **PRESIDENT-ELECT:** President-Elect shall be to:

- 448 1. Serve as a member of the Board of Directors and the Executive Committee
- 449 2. Succeed to the office of President without other election at the next annual
450 meeting of the Society following election as President-Elect
- 451 3. Assume the duties of President in case of the latter's absence, disability,
452 resignation or death
- 453 4. Preside when it is necessary for the President to leave the chair
- 454 5. Serve as Chair of the Budget and Finance Committee
- 455 6. Serve as a consultant to all committees
- 456 7. Perform such other duties as may be provided in these Bylaws or as directed
457 by the President or the Board of Directors
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459 **Section 3. VICE PRESIDENT:** The duties of the Vice President shall be to:

- 460 1. Serve as a member of the Board of Directors and the Executive Committee
461 2. Perform the duties of the President-Elect in the event of temporary or
462 permanent vacancy in that office as provided in these Bylaws
463 3. Perform such other duties as may be provided in these Bylaws or as directed
464 by the President or the Board of Directors
465

- 466 **Section 4. SECRETARY-TREASURER:** The duties of the Secretary-Treasurer shall be to:
467 1. Serve as a member of the Board of Directors and the Executive Committee
468 2. Serve as Secretary to the Board of Directors
469 3. Serve as a member of the Budget and Finance Committee
470 4. Maintain oversight of all monies, securities, and deeds belonging to the
471 Society
472 5. Perform the duties of the Vice-President in the event of temporary or
473 permanent vacancy in that office as provided in these Bylaws
474 6. Perform such other duties as may be provided in these Bylaws or as directed
475 by the President or the Board of Directors
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477

- 478 **Section 5.** The **Editor** shall be appointed by the President with the approval of the Board of
479 Directors. The Editor shall be responsible for all publications of the Society and
480 correspondence with professional journals and publications. The Editor may
481 perform such other duties as directed by the President.
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- 485 **Section 6.** The **Resident Agent** shall be appointed in accordance with the regulations of the
486 Corporation Commission of the State of Virginia by the President with the
487 approval of the Board of Directors. The Resident Agent shall serve as an ex
488 officio member of the Board of Directors without a vote.
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- 490 **Section 7.** The **Executive Director** shall:
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492 1. Be nominated by the Executive Committee and appointed by majority
493 approval of the Board of Directors
494 2. Serve as the administrative head of the Central Office of the Society and all
495 its branches
496 3. Engage all employees for the Central Office according to established
497 administrative procedure
498 4. Serve as custodian of all monies, securities, and deeds belonging to the
499 Society and to hold, invest and disburse these subject to the direction of the
500 Board of Directors
501 5. Prepare a preliminary budget annually and submit it to the Budget and
502 Finance Committee for review
503 6. Serve as a member of the Budget and Finance Committee

- 504 7. On or before January 1st of each year notify each member of the amount due
505 to the Society for the ensuing year (fiscal) and request payment by made on
506 or before the 31st day of March of that year
- 507 8. Prepare an annual report on the activities of the Central Office to the Board of
508 Directors
- 509 9. Perform such other duties as may be provided in these Bylaws or as directed
510 by the President or the Board of Directors
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512 **Section 8. The Parliamentarian shall:**

- 513 1. **Attend all meetings of the Board of Directors, the Executive Committee**
514 **and the membership of the Society.**
- 515 2. **Advise the President, in the position of Chair, in the conduct of the**
516 **meetings of the Executive Committee, the Board of Directors and the**
517 **membership of the Society. The Parliamentarian cannot make rulings,**
518 **but advises the presiding officer.**
- 519 3. **Aid, give opinion, advise or explain a procedural problem when**
520 **requested by the Board of Directors, committees, members or Office**
521 **staff.**
- 522 4. **Instruct tellers as to their duties and assist in certification of ballot**
523 **results.**
- 524 5. **Be responsible for seeing that no procedural details are overlooked, to**
525 **anticipate parliamentary strategy and be certain that all parliamentary**
526 **requirements are observed.**
- 527 6. **Perform such other duties as prescribed by the President.**
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529 **CHAPTER VIII. ELECTION AND INSTALLATION OF OFFICERS**

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531 **Section 1.** The officers of the Society shall be elected during the annual business meeting of
532 the Society. Nominees for the several offices and the Member-At-Large Director
533 shall be presented to the membership by the Nominating Committee, which shall
534 submit a nominee for each office. Nominations shall also be permitted from the
535 floor.

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537 **Section 2.** All elective officers and Member-At-Large Director shall require, for election, a
538 simple majority of the votes of those members present and voting. In the event
539 the initial balloting does not result in a majority, the two (2) nominees receiving
540 the highest number of votes shall have a run-off election to establish a simple
541 majority. In each case the initial balloting does not result in a clear-cut first and
542 second choice, numerically, and the same number of votes are cast for either first
543 or second place nominees, a run-off election shall be held involving all first and
544 second place nominees to establish the election by a simple majority.

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546 **Section 3.** The President-Elect shall be elected one (1) year in advance of his assumption to
547 the office of President. Until his assumption of the office of the Presidency, he
548 shall assume the duties and responsibilities herein imposed upon the President-
549 Elect.

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551 **Section 4.** The installation of officers shall be conducted at the annual meeting of the
552 members.

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CHAPTER IX. COMMITTEES

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556 **Section 1.** The Committees of the Board of Directors shall be:

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558 1. **EXECUTIVE COMMITTEE:** The **Executive Committee** shall consist of the
559 President, President Elect, Vice President, Secretary-Treasurer and Immediate Past
560 President. The Executive Director and Parliamentarian shall be an ex officio members
561 without the right to vote. The President shall serve as Chair of the Executive Committee.
562 The duties of the Executive Committee shall be to:

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579 **Section 2.** The Board of Directors may appoint and/or dissolve such standing and special
580 committees as needed to accomplish the mission and activities of the Society. The
581 composition and duties of such committees are described in the SSPD
582 Administrative Policy and Procedures Manual.

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CHAPTER X. DISTRICT ORGANIZATION

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Section 1. The confines of this Society shall be the states of Alabama, Florida, Georgia,
Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia,
West Virginia and the Commonwealth of Puerto Rico.

Section 2. Responsibilities: This Society shall be to:

1. Facilitate communication between the AAPD and the State Units

- 596 2. Provide educational opportunities for the members
597 3. Communicate with the representatives from its State Units to facilitate
598 communication between the State Units and the AAPD
599 4. Assist in advocating and coordinating efforts at the district and state level for
600 improvement of the oral health of children
601

- 602 **Section 3.** Duties: This Society shall:
603 1. Have a Board of Directors with at least one member position available for
604 each State Unit in the district
605 2. Include the elected AAPD district trustee as an ex-officio member of the
606 Board of Directors
607 3. Accept nominees for AAPD district trustee from State Units and forward the
608 names to the AAPD Headquarters office
609 4. Accept nominees from the AAPD Council appointments from the State Units
610 and forward the names to the AAPD district Trustee.
611 5. Elect one member from the district to serve on the AAPD Nominations
612 Committee
613

614 **CHAPTER XI. DUES, ASSESSMENTS AND FEES**

- 615
616 **Section 1.** The fee and due date for an application to any type of membership shall be
617 established by the Board of Directors and approved by the membership at the
618 annual business meeting or special meeting.
619

- 620 **Section 2.** The annual dues and their due date, for all categories of membership affected
621 shall be established by the Board of Directors and approved by the membership at
622 any regularly scheduled business meeting or special meeting called for that
623 purpose; providing at least thirty (30) days notice has been given to the
624 membership of such impending action. Dues for Life, Retired, Student and
625 Honorary Membership are waived.
626

- 627 **Section 3.** Assessments may be levied upon the membership at any annual business meeting
628 or special meeting of the membership by a two-thirds (2/3) vote of the members
629 present, entitled to vote and voting.
630

631 **CHAPTER XII. PROCEDURES**

- 632
633 **Section 1.** Amendments to the Constitution and Bylaws may be proposed by any member
634 and shall be submitted to the Executive Director in written form, delivered and
635 dated at least sixty (60) days prior to the annual business meeting. The Executive
636 Director shall transmit the proposed amendment to the Constitution and Bylaws
637 Committee Chair within ten (10) days of receipt. Any proposed amendment to
638 the Constitution and Bylaws shall be submitted to the membership no later than
639 thirty (30) days prior to the annual business meeting or at a special meeting called
640 for such purposes.
641

642 **Section 2.** The Constitution and Bylaws may be repealed or amended by a two-thirds (2/3)
643 vote of the members present and entitled to vote and voting at any annual business
644 meeting of this Society, or these Bylaws may be repealed or amended at a special
645 meeting called for such purpose, provided, however, that due notice of the
646 proposed amendment shall have been mailed to each of the members of the
647 Society at least thirty (30) days prior to such action. The Constitution and/or
648 Bylaws may be amended or repealed at any annual business meeting without prior
649 notice of the proposed amendment, by the unanimous vote of the members
650 present, entitled to vote and voting.

651
652 **Section 3.** The parliamentary procedures of the Society shall be governed by the current
653 edition of **Sturgis Standard Code of Parliamentary Procedures.**