

CONSTITUTION AND BY-LAWS
BAYOU DISTRICT DENTAL ASSOCIATION

September 28, 2011

This constitution and these By-Laws and Code of Ethics were again amended to conform with the new Constitution and By-Laws and Code of Ethics of Louisiana State Dental Society, adopted at the meeting held in Alexandria, Louisiana, on the 15th day of March, 1929, and those of the American Dental Association.

They were presented and adopted at a regular meeting of the Third District Dental Society of Louisiana, under the leadership of Dr. A. K. White, on October 24, 1930, at Lafayette, after they were read and discussed by the members.

On April 21, 1943, the Louisiana State Dental Society amended its Charter and By-Laws. It then became necessary that all component organizations adopt By-Laws to conform to the regulations specified in Article XV of the By-Laws of the Louisiana State Dental Society. These changes were made and presented to the Third District Dental Association in 1945.

They were adopted by the Third District Dental Association in 1945.

On November 11, 1956, the Board of Directors of the Louisiana Dental Association approved a division within the Third District Dental Society of two functional sections to be known as "Third District Dental Society - East" and "Third District Dental Society - West"; dividing line of the two divisions, the Atchafalaya River. The foregoing divisional structure provided only for the internal division of the district and retained the Third District Dental Society as a component of the Louisiana Dental Association. Approval was granted for a period of three (3) years.

On April 27, 1960, the Board of Directors of the Louisiana Dental Association, on the recommendation of the District Director of the Bayou District Dental Society, authorized the establishment of the sectional division of the Third District, East and West, on a permanent basis.

Constitution was revised September 26, 1962.

Constitution was revised again January 26, 1982.

Constitution was revised again January 28, 2011.

CONSTITUTION AND BY-LAWS

ARTICLE I

Name

The name of this District Society shall be the Bayou District Dental Association, a component of the Louisiana Dental Association; and shall be comprised of the civil parishes of Terrebonne, Lafourche, Assumption, and that portion of St. Mary east of the Calumet Cut Canal.

ARTICLE II

Objects and Purposes

The object of this Association shall be to cultivate and promote the art and science of Dentistry; to promote public welfare by elevating the standards of dental science, art, and literature; to promote among dentists, mutual improvements, social intercourse and fraternalism; to secure the enactment and enforcement of proper laws for the protection and regulation of the practice of Dentistry; and, generally, to do any and all things advisable, desirable, or necessary in the interest of the dental profession.

ARTICLE III

Membership

Classification and Election

Section 1. MEMBERSHIP in this Association shall consist of four classes designed as active members, honorary members, life members, and retired members.

Section 2. ACTIVE MEMBERS shall consist of dentists, who are legally and ethically practicing their profession in the Third Congressional District of Louisiana. This Association being a component of the Louisiana Dental Association; and the State Association, being a constituent of the American Dental Association, active membership in this Association makes one a member of the Louisiana Dental Association and the American Dental Association. Recent dental

graduates serving in the armed forces, during a national emergency, will be engaged in active practice.

Section 3. APPLICATION FOR ACTIVE MEMBERSHIP shall be made to the Association at regular meetings on application blanks, provided and furnished by the State Association, signed by applicant and recommended by two (2) members of this Association, accompanied by one year's dues; except in the case of those exempt from dues as stated in Article X, Section 2, of these By-Laws. The application shall thereafter be referred to the respective sectional membership with the Executive Board's recommendation for balloting at a subsequent meeting.

The name of said applicant shall be included on the regular notice of the meeting to the respective membership before being balloted on by the membership. Any applicant for active membership who is rejected cannot again make application until two (2) years shall have elapsed from the date of such action. The vote shall be by secret ballot only. An Affirmative two-thirds of the votes cast constitutes elections.

Section 4. HONORARY MEMBERSHIP may be conferred on persons who, in the opinion of the Board of Governors, have made valuable contributions to the arts and sciences pertaining to Dentistry, or who shall have rendered important service to the dental profession.

Section 5. PROPOSALS FOR HONORARY MEMBERSHIP shall be presented to the Board of Governors by five members. The Board, after satisfying themselves that such proposed honorary member has the qualifications prescribed above shall refer the candidate to the Association for ballot at the Annual Meeting. An affirmative three-fourths vote of all ballots cast shall be necessary to elect.

Section 6. LIFE MEMBERSHIP. A member of this Association who has been an active member of the American Dental Association for a total of 35 years, having attained the age of 65 years, may apply to the Board of Governors, through the Executive Board, for life membership in this Association. The Board of Governors' recommendation shall be acted upon by the Association at the Annual Meeting.

Section 7. RETIRED MEMBERSHIP may be conferred on members of this Association in good standing who retire from eh practice of Dentistry.

Section 8. PROPOSALS FOR RETIRED MEMBERSHIP shall be presented to the Board of Governors by five members. The Board, after satisfying themselves of such proposed retired member, has the requisite qualifications, shall refer the candidate to the Association for ballot at the Annual Meeting. An affirmative three-fourths vote of all ballots cast shall be necessary to elect.

Section 9. All voting power, privilege of holding office and property rights of the membership of the Association shall be vested in active and life members, to the complete exclusion of all other classes and/or types of membership in this Association.

Section 10. Honorary Members have the privilege of the floor.

Section 11. No suspended member shall be allowed to vote or hold office in this Association.

Section 12. Any member may resign from the Association by so notifying the Secretary, in writing, provided his dues and assessments are paid for the year during which his resignation is received. Said member is not entitled to any refund of any dues paid.

ARTICLE IV Officers

Section 1. The officers of this Association shall consist of President, Vice-President, Secretary, and Treasurer.

Section 2. DUTIES OF THE PRESIDENT. The President shall preside at all meetings of this Association and the Executive Board, and shall perform all duties usually devolving on a presiding officer. He shall be an ex-officio member of all committees. He shall call regular and special meetings of the Executive Board. The President does not vote except in case of a tie.

Section 3. DUTIES OF THE VICE-PRESIDENT. The Vice-President shall perform such duties as the President may direct.

Section 4. DUTIES OF THE SECRETARY. The Secretary shall perform all duties usually devolving on such an officer. He shall send to the Secretary of the State Association, within one month after the election of officers, a list of all officers and members of the Executive Board. The Secretary shall notify the Secretary of the State Association and/or the American Dental Association: (a) The names of all who are conferred district life membership; (b) Of any action taken by this Association that affects an individual's standing in either organization. He shall include on the regular notice of meeting: 1. The names of all applicants for active membership previously submitted to the Executive Board to be balloted upon by the membership; 2. The names of those proposed for honorary or retired membership; 3. The names of the members of the nominating committee at least twenty (20) days prior to the meeting at which nominations are made. He shall, in writing, within ten (10) days, notify all applicants elected to active membership and members elected to life, honorary, or retired membership and shall enclose a copy of the By-Laws to active and honorary members; also he shall routinely send notice of new members elected and report any change of a member's status to the Association Treasurer. He shall notify applicants failing of election to membership. He shall notify the chairman and all committees of their appointment within a reasonable time. He shall notify membership of any change in Directory listing with regard to dentists who limit their practice to one of the specialties of Dentistry recognized by the American Dental Association; or dentists who cease to limit their practice to one of the specialties of Dentistry. He shall preside in the absence of the President, and Vice-President. He shall keep a copy of all of his official correspondence. The Secretary shall at the Annual Meeting, or upon the date of his termination of office, present a written, signed report of all records and other property of the Association in his possession. He shall have them orderly arranged and turn them over to his successor of the Executive Board.

Section 5. DUTIES OF THE TREASURER. The Treasurer shall perform all duties usually devolving on such an officer. He shall keep a cash book and a ledger so as to constitute a current account with all members subject to dues or assessments. He shall notify the members of the time and place for the payments of all dues and assessments,

notify those suspended and those in arrears. He shall collect all money due the Association from members and all other sources, giving a receipt for it. He shall sign all checks for money drawn from the Association's treasury. He shall make remittances monthly, and finally at least ten (10) days prior to the date of the Annual Meeting of the Louisiana Dental Association of all dues collected from each member by check, cash, or money order. He shall keep a copy of all of his official correspondence. He shall, at the Annual Meeting, or upon the date of his termination of office, present a written, signed financial report. He shall have all records and other property of the Association in his possession orderly arranged, and turn them over to his successor or Executive Board.

Section 6. At such times as this District Association shall have a member elected delegate to the American Dental Association, it shall be the duty of said delegate to make a report to the Executive Board at the earliest opportunity following each Annual Meeting of the House of Delegates of the American Dental Association.

ARTICLE V Board of Governors

Section 1. BOARD OF GOVERNORS. The Board of Governors shall consist of the officers, plus the two most recent Past-Presidents, plus the Delegates to the Louisiana Dental Association

Section 2. DUTIES OF THE BOARD OF GOVERNORS. The Board of Governors shall transact all business of this Association which is not reserved to the members by the By-laws or when specifically instructed on any matter by the membership. The Board of Governors shall pass on all expenditures of money belonging to this Association. It may authorize certain officers, board members, or committees to expend money for specific purposes and the routine expenses of the Association. The Board shall have full control of all trust funds. Investments of trust funds shall only be made in such securities as are acceptable to trust estates and savings banks under the laws of the State of Louisiana. The Board shall at the close of each calendar year instruct the budget committee to obtain an audit of the books of the Treasurer

for the previous year by a recognized public Accountant; The Budget Committee chairman shall submit: the Accountant's written report to the Association's next Annual Joint Meeting with a letter of transmittal signed by each committeeman. The Board of Governors shall provide a suitable place with adequate accommodations in which to hold meetings, scientific and clinical programs, etc.; and shall arrange for presentation and publication of papers for clinics and other scientific and professional matter for the meetings.

Five members of the Board of Governors shall constitute a quorum for the transaction of any and all business. If, at the opening of any meeting, there is not a quorum present, the chairman of the meeting shall appoint enough members of the Association to constitute a quorum, who shall serve until the arrival of the members replaced. A Board member may designate any active member of the Association, by written proxy, to represent him at a meeting of the Board of Governors. The Board shall meet at least ten (10) days prior to the Annual Meeting of the Association. Special meetings of the Board may be called by the District Director to the Louisiana Dental Association or at the request of three Board members. The Board of Governors may, at its pleasure, restrict attendance at any of its meetings to its members. The Board of Governors, by a majority vote, may refer any question to the Association for final action. It may authorize or instruct committees or officers of Board members on specific matters and duties.

The Board of Governors shall make recommendation on all members eligible and applying for Life Membership. The Board of Governors shall act as a tribunal in all matters pertaining to alleged charges of malpractice, unprofessional conduct, violation of the Code of Ethics, or violation of the By-Laws.

The Board of Governors shall study and render a decision of any problem of ethics brought to its attention that is not specifically covered in the Code of Ethics.

ARTICLE VI Nominations

The President shall annually appoint a nominating committee for the Association consisting of the three immediate Past-Presidents and two active members in good standing. All nominations for office shall be handed to the secretary at or before regular meeting to be held in

February of each year. Committee nominations shall be announced by the Chair at said meeting and prior to election at said meeting the Chair will call for any nominations for the floor.

ARTICLE VII

Election, Installation, and Vacancies of Officers and Executive Board Members

Section 1. All officers except Treasurer are to be elected biannually at the regular October meeting and shall serve for two (2) years, or until their successors are duly elected and installed. The office of the President shall be automatically filled by the Vice-President who shall take office at the time of the installations of other officers as fixed by the By-laws. In the event of the death or resignation of the President-Elect or his inability to act as President, then both President and a President-Elect shall be elected at the next regular March meeting of the Association. The office of Vice-President shall be automatically filled by the Secretary who shall take office at the time of the installations of the other officers as fixed by the By-laws.

Elections shall be by a majority vote.

Section 2. Elected officers shall be installed at the December meeting.

Section 3. Vacancies occurring in any elective office during the year shall be filled by a temporary appointment by the President unless an election is ordered by the Executive Board. No member shall hold dual elected office in this Association.

ARTICLE VIII

Meetings of the Association

Section 1. This Association shall meet eight (8) times each year. The October meeting shall include "nominations and election of officers"; the November meeting "installation of officers". All meetings shall be held the last Tuesday in the month of January, February, April, May, August, September, October, and November.

Section 2. Special meetings of the Association may be called by the Board of Governors.

Section 3. Electronic notice shall be sent by the Secretary to the membership of the time and place of all meetings at least fourteen (14) days before the date set for the meetings. If the meeting is a special one, the notice shall also state the objects or purposes for which the meeting is called.

Section 4. QUORUM. Five (5) members present at a meeting shall constitute a quorum.

ARTICLE IX Order of Business

Section 1.

1. Meeting called to order by the President
2. Reading and disposal of the minutes of previous meeting
3. Communications
4. Proposals for Membership
5. Election of members
6. Reports of Officers, Board of Governors, and Committees
7. Unfinished business
8. New business
9. Scientific program
10. Election of Officers and Board Members
11. Installation of Officers and Board Members
12. Adjournment

Section 2. The order of business may be changed by a majority vote.

Section 3. Sturgis' "Standard of Code of Parliamentary Procedure shall govern this Association on all points of parliamentary law not covered by the By-Laws. A copy of said book shall be provided by the Secretary at all meetings of the Board of Governors, and the Association.

ARTICLE X

Dues

Section 1. The dues of the Bayou District Dental Association shall be set annually by the Board of Governors and shall be in addition to the dues of the Louisiana Dental Association and the American Dental Association. The Board shall recommend to the membership any change of annual dues, and a two-thirds vote of the members in attendance shall be necessary for approval

Section 2. There shall be no annual dues collected from dentists who become members of this Association in the year of their graduation and for the following year they shall pay only the amount of dues or assessments levied by the American Dental Association. Thereafter dues shall be payable in accordance with Section 1. of this Article.

Section 3. All dues of the Association are payable in advance of January 1 each year.

Section 4. Any member who has not paid, prior to March 31, the dues and assessments for the current year shall be automatically dropped from membership.

Section 5. Life members shall be exempt from all dues other than those that may be levied by the Louisiana Dental Association and the American Dental Association.

Section 6. Any member of this Association engaged in active service in the armed forces of the United States shall be relieved of the payment of dues, and upon returning to private practice shall be relieved of the payment of dues or assessments for the remaining period of the year in which he resumed private practice. This suspension of dues shall not constitute a lapse in membership in any respect, and shall only apply to those members in active service during war of national emergency and for the regular prescribed period of service thereafter, not including any period of voluntary extended service.

Section 7. Honorary and retired members shall be exempt from all dues and assessments.

Section 8. Any former member desiring reinstatement, who has resigned or who has been dropped for non-payment of dues or assessment, must pay the amount of indebtedness at the time that he was dropped to the State Association and Local Association, plus the dues of the current year, and must make application as provided for in Article III, Section 3.

Section 9. Assessments may be levied by an affirmative vote of two-thirds of the members present at any regular meeting or any special meeting of the Association, provided that a notice of intention shall have been previously sent to the members at least seven (7) days prior to said meeting.

ARTICLE XI Committees

The Chairman of each committee shall make a written report to the Executive Board at the regular meeting in January or whenever requested by the Board of Directors.

ARTICLE XII Clinics and Lectures

Section 1. No person shall be allowed to give a clinic under the auspices of this Association, unless he is a member of some reputable scientific society, or a person of known scientific ability.

Section 2. Any decision rendered by the Board of Governors on a problem of ethics, as provided for in Article V, Section 2, not specifically covered in the Code of Ethics, may be incorporated into the Code of Ethics by an affirmative two-thirds vote of the members present at a regular meeting, provided written notice thereof has been mailed to every member of the Association at least seven (7) days before the date set for the meeting.

ARTICLE XIII

Right to Discipline Members

Section 1. This Association reserves the right to punish any of its members who may be convicted of malpractice, unprofessional conduct, violation of the Code of Ethics, or violation of the By-Laws.

Section 2. Charges against any members shall be made in writing to the Board of Governors and signed by three members

Section 3. The Board shall furnish the accused member with a copy of the charges, giving him at least thirty (30) days notice of the time of hearing before the Board.

Section 4. The Board shall make a thorough investigation of the evidence and if, in the opinion of the majority of the Board, the charges are substantiated, the case shall be presented to the Association for final action.

Section 5. The accused member shall be given at least ten (10) days' notice of the hearing before the Association

Section 6. The Association may, by two-thirds vote, render any one of the following decisions:

- A. It may exonerate.
- B. It may reprimand.
- C. It may suspend.
- D. It may expel.

Section 7. The Secretary of the Association shall immediately notify the Secretary of the State Association and the American Dental Association of such action when the individual's standing in either organization is involved.

ARTICLE XIV

Appeals

Any member who may feel aggrieved by the action of this Association shall have the right to appeal to the Board of the State Association.

ARTICLE XV Amendments

The By-Laws adopted by this Association may be repealed or amended at any duly convened regular meeting of this Association by an affirmative two-thirds vote of the members present, provided the resolution to repeal or amend has been submitted in writing at a previous meeting, or written notice thereof mailed to the members of the Association, with the approval of the Board of Governors, at least seven (7) days prior to said meeting.