



**BYLAWS**

**OF THE**

**NEW ORLEANS**

**DENTAL ASSOCIATION**

**REVISED 09/15/2010**

**BY-LAWS**  
**OF**  
**NEW ORLEANS DENTAL ASSOCIATION, INC.**

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## **ARTICLE I**

### Name

The name of this Component Society shall be the New Orleans Dental Association, Inc. hereinafter referred to as "the Association", "this Association", "New Orleans Dental Association" or "NODA".

## **ARTICLE II**

### Mission Statement

To establish and maintain a cohesive organization that serves its membership by promoting the art, science and professionalism of dentistry, and by communicating the value of oral health to the community.

## **ARTICLE III**

### Organization

- Section 1. This Association is a Component of the Louisiana Dental Association, which is a Constituent Society of the American Dental Association, a non-profit corporation.
- Section 2. No part of the net earnings of this Association will inure to the benefit of any private individual and this Association is not organized for profit or organized to engage in any activity ordinarily carried on for a profit.
- Section 3. Jurisdiction of this Association shall be limited to the following parishes of Louisiana: Jefferson, Orleans, Plaquemines, St. Bernard, St. Charles, St. James, St. John the Baptist, and that portion of St. Tammany Parish east of Bayou Lacombe.

## **ARTICLE IV**

### Government

- Section 1. The supreme governing body of the New Orleans Dental Association shall be the General Membership consisting of Active, Active Life, Retired and Retired Life members.
- Section 2. The administrative body of this Association shall be the Board of Governors, which may be referred to as "the Board" or "this Board."

## **ARTICLE V**

### Elective Officers, Elective Positions and Nominee(s) for ADA Delegate and/or Alternate Delegate

- Section 1. The elective officers of this Association shall be a President, President-Elect, First Vice-President, Second Vice-President, Secretary, and Treasurer.

- Section 2. The elective positions of this Association shall be three (3) “at-large” directors on the NODA Board and two (2) NODA Directors to the Louisiana Dental Association.
- Section 3. These elective officers and elective positions are elected at the Annual Election Meeting of the General Membership as described in Articles VI, XIII, and XIV. These elective officers and elective positions shall serve on the NODA Board of Governors as outlined in Article XI, Section 1.
- Section 4. Any member of the NODA Board of Governors who has a personal and/or a financial interest in the matter being considered, must affirmatively disclose that interest and recuse him or herself from voting on said matter.
- Section 5. The General Membership of this Association shall elect its Nominee(s) to the LDA for ADA Delegate and/or Alternate Delegate as necessary. This position will also be elected at the Annual Election Meeting of the General Membership as described in Articles VI, XIII, and XIV.

## **ARTICLE VI**

### Meetings of the Association

- Section 1. The General Membership of this Association shall meet on the third Wednesday of every month except June, July, August and the month in which the New Orleans Dental Conference or ADA Annual Session if held in New Orleans falls. Changes of days may be authorized by a majority of the Board. The December meeting shall be designated the Annual Election Meeting.
- Section 2. Three members of the Board of Governors or the President may call special meetings.
- Section 3. A member of the New Orleans Dental Association may not solicit at any General Membership meeting or any function of the New Orleans Dental Association for any CE course or anything from which he or she may derive a personal benefit. Furthermore, no organization or company can solicit the membership without prior approval of the NODA Board of Governors.

## **ARTICLE VII**

### Principles of Ethics and Code of Professional Conduct

The Principles of Ethics and Code of Professional Conduct of the American Dental Association is adopted as the Principles of Ethics of this Association.

## **ARTICLE VIII**

### Amendments

These Bylaws may be amended by a two-thirds ( $\frac{2}{3}$ ) affirmative vote of the members present at any duly convened meeting of the Association provided the proposed amendment has been submitted in writing at a previous meeting or written notice thereof mailed to the members of the Association at

least seven (7) days prior to said meeting. This mailing must have the approval of a majority of the Board.

## ARTICLE IX

### Membership and Election

- Section 1. Membership in this Association shall consist of seven classifications, designated as:
- Active Members
  - Life Members
  - Retired Members
  - Student Members
  - Honorary Members
  - Associate Members
  - Provisional Members
- Section 2a. Active Members shall consist of dentists who are legally and ethically practicing their profession within the limits of the following parishes: Jefferson, Orleans, Plaquemine, St. Bernard, St. Charles, St. James, St. John the Baptist, and that portion of St. Tammany Parish east of Bayou Lacombe and are members in good standing as defined in the Louisiana Dental Association bylaws. Active, Life, and Retired membership in this Association makes one a member of the Louisiana Dental Association and the American Dental Association.
- EXPLANATORY NOTE: A Dentist who: 1) has retired from active practice, 2) is totally disabled, 3) is practicing in the federal dental services, or 4) is engaged in activities furthering the objectives of this Association, such as teaching, performing research, or treating patients in an institution, shall be considered to be practicing Dentistry within the meaning of this section.*
- Section 2b. Application for active membership shall be made to the Membership Committee of this Association. Recommendation by one (1) member of this association and the appropriate dues must accompany the application. After investigation the application shall be referred to the Board of Directors for approval. It shall then be referred to the Association for vote at the next meeting. The vote shall be by voice unless otherwise ordered. A simple majority of the votes cast shall constitute election.
- Section 2c. Any applicant for active membership who is rejected or who withdraws his or her application for any reason cannot again make application until one (1) year shall have elapsed from the date of such action.
- Section 3a. Life Membership shall be conferred on any member who has met the requirements of Life Membership of the American Dental Association and the Louisiana Dental Association.
- Section 3b. Application for Life Membership shall be made by letter from the applicant to the Board of Directors of this Association. After establishing the requisite qualifications of the applicant, the Board of Directors shall confer the requested Life Membership.
- Section 4a. Retired Membership may be conferred on members of this Association in good standing who retire from the practice of Dentistry and meet the requirements for Retired Membership in the American Dental Association and the Louisiana Dental Association.

- Section 4b. Applications for Retired Membership shall be made in writing to the Board of Governors.
- Section 4c. The Board, after determining that such proposed retired member has the requisite qualifications, shall refer the candidate to the general membership for election. An affirmative majority of votes cast shall be necessary to elect.
- Section 4d. Retired members may, upon application to and approval of the Board of Governors and the majority vote of the Association, be reinstated as an Active Member.
- Section 5a. Student Membership: A pre-doctoral student of a dental school, accredited by the American Dental Association, shall be eligible to be classified as a Student Member of this Association or any dentist eligible for membership in the New Orleans Dental Association who is engaged full time in: (1) an advanced training course of at least one academic year in an accredited school or an internship or residency program in areas neither recognized by the American Dental Association nor accredited by the Commission on Dental Accreditation of the American Dental Association or (2) a residency program or advanced education program in areas recognized by the American Dental Association and in a program accredited by the Commission on Dental Accreditation of the American Dental Association is eligible to become a Student Member provided application is approved by the Board of Directors of this Association.
- Section 5b. Maintenance of Student Membership in the Louisiana Dental Association shall be requisite for continuance of Student Membership in this Association.
- Section 5c. Application for Student Membership shall be made annually to this Association and received by the Secretary prior to February 1<sup>st</sup> of each year.
- Section 6a. Honorary Membership: may be conferred on a person who has made valuable contributions to the advancement of the art and science of dentistry, or who shall have rendered important services to the Dental Profession and meet the requirements of Honorary Membership in the American Dental Association and the Louisiana Dental Association.
- Section 7a. Associate Membership may be conferred upon persons in the following categories:
- 1) Any member of the American Dental Association legally and ethically practicing dentistry who is not eligible for active membership in this Association.
  - 2) Any person of scientific attainment, other than a dentist, affiliated with a recognized non-commercial institution in the dental field.
  - 3) Doctors of Medicine who are members of their appropriate Medical Association or Society.
  - 4) Licensed as a dental hygienist by the Louisiana State Board of Dentistry, or
  - 5) A dental auxiliary employed by a practicing dentist who is a member in good standing of this association.
- Section 7b. The Board of Governors shall provide a special application form for candidates for Associate Membership. These applications shall be processed and acted upon in the same manner as applications for active membership.
- Section 8a. Provisional Membership may be conferred on a dentist who has received his D.D.S. or D.M.D. degree from an accredited or unaccredited dental school, who has recently been licensed but has not established a place of practice.

- Section 8b. Application for Provisional Membership must be made within twelve (12) months of graduation. Provisional membership shall terminate December 31<sup>st</sup> of the second full calendar year following the year of graduation.
- Section 9a. All voting powers, privilege of holding office, and property rights of this Association shall be vested in active, life, and retired members, to the complete exclusion of all other classes and/or types of membership in this Association.
- Section 9b. Student, honorary, associate, and provisional members shall be entitled to all privileges of membership except those excluded above, and shall be issued a special membership card or certificate.
- Section 10. No suspended member shall be allowed to vote or hold office in this Association.
- Section 11. Any member may resign from this Association by notifying the Secretary in writing, provided his dues and assessments are paid for the year during which his resignation is received.
- Section 12. An active member of the New Orleans Dental Association who has changed his residence or location of practice so that he no longer fulfills the membership requirements for the New Orleans Dental Association may maintain active membership in the New Orleans Dental Association for the calendar year following that of his removal from the jurisdiction of the New Orleans Dental Association.
- Section 13. The word elect, as found in these By-Laws, is defined to mean select by vote.

## **ARTICLE X**

### **Duties of Officers**

- Section 1. Duties of the President. The President shall:
- 1) Preside at all meetings of this Association and of the Board of Governors.
  - 2) Perform all the duties usually devolving on a presiding officer.
  - 3) Be an advisory member to all committees.
  - 4) Appoint all standing and special committees and fill all vacancies therein subject to the approval of the Board.
  - 5) Fill, temporarily, all vacancies to elective office, subject to the approval of the Board, unless the Board orders an election.
  - 6) With either the Treasurer or such other person as designated by Board policy, may sign checks for money drawn from the Association treasury.
  - 7) Keep a copy of all of his official correspondence to be filed with the Secretary.
  - 8) Vote only in case of a tie.
  - 9) At the close of his term of office, prepare an annual report, the reading time of which shall not exceed twenty (20) minutes, to be read at a regular meeting of the Association or published in the New Orleans Dental Association publication.
  - 10) Name chairpersons of all standing committees who have consented to serve. These names will be submitted to the Board for approval at the January Board of Governors

meeting. These chairpersons will assume their duties upon approval by the Board of Governors.

Section 2. Duties of the President-Elect. The President-Elect shall:

- 1) Become an advisory member of all committees.
- 2) Become familiar with the workings of the entire organization.
- 3) Formulate plans for the succeeding year.
- 4) Assume the duties of the President and act for and in place of the President in the event the President is unable to act for any reason.

Section 3. Duties of the First Vice President. The First Vice President shall assume the duties of the President and act for and in the place of the President and President-Elect in the event both the President and the President-Elect are unable to act for any reason. The First Vice President shall:

- 1) Become an advisory member of all committees.
- 2) Become familiar with the workings of the entire organization.
- 3) Formulate plans for their year as president.

Section 4. Duties of the Second Vice President. The Second Vice President shall assume the duties of the President and act for and in the place of the President, the President-Elect and the First Vice President in the event they are unable to act for any reason.

Section 5. Duties of the Secretary. In addition to those hereinafter stated, the Secretary shall:

- 1) Perform all duties usually devolving on such an officer.
- 2) Send to the Secretary of the Louisiana Dental Association, within one month after the election, a list of all officers and members of the Board of Directors designating the Board members who are directors of the Louisiana Dental Association.
- 3) Notify the Secretary of the Louisiana Dental Association and/or the American Dental Association, of the names of all who become life members and of any action taken by this Association that affects any individual's standing in either organization, and
- 4) Send to the member at their last known address the time and place of all meetings at least seven (7) days before the date set. He shall include on the regular notice of meeting.
  - a) The names of the members of the nominating committee at least twenty (20) days prior to the meeting at which nominations are made .
  - b) Following the nomination meeting the names of candidates nominated for elective office and by whom proposed.
  - c) Within ten (10) days, notify members elected to active, associate, retired, life, and honorary membership in writing, and enclose a copy of the bylaws to such active, associate and honorary members.
  - d) Notify the chairman and all committee members of their appointments within a reasonable time.
  - e) Act and preside in the absence of the President, President-Elect, First Vice President and Second Vice President.
  - f) Keep a copy of all of his official correspondence, and



- g) 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 or to the Board of Governors.

Section 6. Duties of the Treasurer. Before entering upon his duties he shall give a bond in an amount required by the Board of Governors, the cost of which shall be borne by the Association. The Treasurer shall:

- 1) Perform all duties usually devolving on such an officer.
- 2) With either the President or such other persons designated by Board Policy sign all checks for money drawn from the Association's treasury.
- 3) Keep a copy of all of his official correspondence.
- 4) Upon the date of his termination of office, present a written, signed financial report to the Board, and
- 5) Have all records and other property of the Association in his possession in an orderly arrangement and turn them over to his successor.
- 6) Act as Chairman of the Budget Committee.

Section 7. It shall be the duty of the Delegate(s) and/or Alternate Delegate to the American Dental Association from this Association to make a report to the Board of Directors of this Association at its first meeting following each meeting of the House of Delegates of the American Dental Association and following each ADA regional (caucus) 12<sup>th</sup> District meeting attended by either or both.

## **ARTICLE XI**

### Board of Governors

Section 1. The Board of Governors of the Association shall consist of the elective officers, (President, President-Elect, First Vice-President, Second Vice-President, Secretary, and Treasurer), and the elective positions (three members elected to the Board of Directors of this Association, and two members elected to the Board of Directors of the Louisiana Dental Association), and the Immediate Past President of the Association who shall rank in said order on the Board of Directors. Each of these board members shall have a vote at any properly convened Board meeting. The President, when acting as chairman at these Board meetings, can vote only to break a tie.

Section 2. The Board of Governors shall meet on the first Wednesday of all months except June, July, and August. The President with the consent of the Board may authorize changes of dates.

Section 3. The President shall call special meetings of the Board when requested by three (3) Board members, or upon his own initiative when the necessity arises.

Section 4. The Board of Directors need not physically meet but may act or vote by mail, phone, telegraph or other methods as the Board may deem satisfactory, provided that, should the Board not physically meet, a majority vote of the entire Board shall be obtained.

- Section 5. The editor of *NODA News*, the monthly newsletter of the Association shall be an ex-officio member of the Board without a vote appointed by the President and serving at the pleasure of the President.
- Section 6. Duties of the Board of Governors. The Board of Governors shall:
- 1) Transact all business of this Association which is not reserved to the members by the Bylaws or when specifically directed on any matter by the membership.
  - 2) Approve an annual budget and approve or disapprove expenditures that arise after the budget is passed.
  - 3) When necessary, authorize certain officers, board members, or committees to expend money for specific purposes and the routine expenses of the Association.
  - 4) Have full control of all funds, but investment of funds shall only be made in federally insured institutions in sums not to exceed federally guaranteed amounts or U.S. Treasury bills or notes; or any other federally insured vehicles of investment.
  - 5) Annually instruct the Budget Committee to produce an audit or compilation of the books of the Treasurer, the cost of which shall be borne by the Association.
  - 6) Provide a suitable place with adequate accommodations in which to hold meetings, scientific and clinical-programs, etc., and shall arrange for the presentation and subject matter for the meetings.
- Section 7. A majority of the members of the Board of Governors shall constitute a quorum for the transaction of any and all business.
- Section 8. A Board member may designate any Active Member of the Association, by written proxy, to represent him/her at any regular or special Board meeting of the Association.
- Section 9. Special meetings of the Board may be called by the President or at the request of three Board members.
- Section 9a. A special meeting of the membership shall be held within seven (7) days of the presentation to the President or Executive Director of a petition signed by 25% of the members.
- Section 10. The Board of Directors may, at its pleasure, restrict attendance at any of these meetings to its members.
- Section 11. At any meeting of the Board of Directors the President (or presiding officer in a president's absence) may request an executive (or closed) session to discuss issues requiring confidentiality for the protection of the general good of the membership. A member of the Board of Directors must make a motion to enter into executive session, which motion must receive a second and a majority vote in favor in order to invoke the executive session. During the executive session only members of the Board of Directors may be present. Should the attendance of a non-member of the Board be necessary for information purposes, he or she may be invited into the session for that purpose, but may not remain for any discussion. No minutes are to be kept of an executive session, and no official action can be voted upon or invoked during an executive session. At the conclusion of discussion in an executive session, a motion (duly seconded and passed) to exit executive session shall be entered into the minutes. Once open session is resumed, the President may entertain a motion to adopt actions relative

to the discussion(s) held within the executive session. Majority vote without discussion is acceptable.

Section 12. The Board of Directors, by a majority vote, may refer any questions to the Association for final action.

Section 13. The Board of Directors may authorize or instruct committees or officers or Board members on specific matters and duties.

Section 14. The Board shall:

- 1) Examine moral and professional standing of all applicants for membership and report upon the same.
- 2) Confer life membership on all eligible members .
- 3) Approve or disapprove of all nominations to committees and temporary appointments made by the President.
- 4) 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 Bylaws, and
- 5) Study and render a decision on any problem of ethics brought to its attention that is not specifically covered in the Code of Ethics.

## **ARTICLE XII**

### Indemnification

The corporation shall indemnify and hold harmless each director and officer now or hereafter serving the corporation or its unincorporated predecessor in their capacity as officers and directors of the corporation from and against any and all claims and liabilities now or hereafter arising because of being or having theretofore been a director or officer of the corporation and/or by reason of alleged acts or omissions as such director or officer, whether or not the member continues to be such officer or director at the time when any such claim or liability is asserted, and shall reimburse each such director and officer for all legal and other expenses reasonably incurred by him in connection with defending any and all such claims or liabilities, including amounts paid or agreed to be paid in connection with reasonable settlements made before final adjudication with the approval of the Board of Directors, whether or not the member continues to be such director or officer at the time such expenses are incurred; provided, however, that no director or officer shall be indemnified against any claim or liability arising out of bad faith or willful misconduct or shall be indemnified against or reimbursed for any expenses incurred in defending any or all such claims or liability or in settling the same unless in the judgment of the directors of the corporation the director or officer against whom such claim or liability is asserted has not been guilty of bad faith or willful misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which any director or officer may be entitled as a matter of law. The corporation is further given the right to provide insurance for its officers, directors, employees and agents.

## **ARTICLE XIII**

### Nominations

- Section 1. The President-Elect, who shall chair the standing Nominating Committee, shall name at the September Board meeting a nominating committee, consisting of the President-Elect, the First Vice-President, and three (3) non-board members. If any of the three (3) non-board members of the Nominating Committee desires to be considered for any open elective office, elective position, or NODA'S Nominee for Delegate(s) and Alternate Delegate to the ADA, as defined in Article V, that non-board member(s) of the Nominating Committee shall resign from that committee. The President-Elect will subsequently select a replacement member(s) as needed and the committee will meet again to fulfill its duties as defined in Section 2. A member of the Nominating Committee may serve as a Delegate or Alternate Delegate to the LDA House of Delegates or as Alternate Director of the LDA.
- Section 2. It shall be the duty of the Nominating Committee to receive recommendations, meet, and make its nominations for elective officers, elective positions, NODA's nominee(s) to the LDA for Delegate(s) and Alternate Delegate to the ADA (as defined in Article V and Article XIV – Sections 1 & 2), and Delegates and Alternate Delegates to the next LDA House of Delegates who shall have consented to be candidates and serve if elected. The Nominating Committee shall give its report and its nominations at the November Board of Governors meeting and the November General Membership meeting.
- Section 3. The Nominating Committee shall also select two members to serve as Alternate Directors to the Louisiana Dental Association for a term of one year, whose sole and exclusive duty as Alternate Directors will be to act in the absence of a New Orleans Dental Association Director at any meetings of the Louisiana Dental Association Board of Directors. These two Alternate Directors to the LDA will be announced at the November Board of Governors meeting and approved by the General Membership at its December meeting. (See Article XIV, Section 6).
- Section 4. The Committee shall serve and perform its functions until the following September Board of Governors Meeting.
- Section 5. The membership shall be advised of the names of the members of the nominating committee in the notice of the October General Membership meeting.
- Section 6. Nominations for any open elective office, elective position, NODA'S nominee to the LDA for its Delegate(s) or Alternate Delegate to the ADA (as defined in Articles V and XIV, Sections 1 & 2) may also be made in writing at the November General Membership meeting when signed by two active, life, and/or retired members in good standing.
- Section 7. All nominations for office shall be handed to the Secretary at or before the General Membership meeting in November each year.
- Section 8. All nominations shall be announced by the President just before adjournment of the November General Membership meeting. Names of nominees and their endorsers shall be included in the next regular notice following the nomination meeting.
- Section 9. All candidates for open elective office(s), elective position(s), NODA Nominees(s) to the LDA for Delegate(s) and/or Alternate Delegate to the ADA, shall be given fair and equal opportunity as determined by the President to introduce themselves and their platform at the Annual General Membership meeting in December.

- Section 10. Should all nominees for any one office decline, or should none be made, nomination from the floor may be made at the Annual election meeting of the General Membership in December.
- Section 11. The committee shall have the additional duties of receiving the names of possible candidates to offices in the Louisiana Dental Association and the positions of Delegates and/or Alternate Delegates to the American Dental Association from Louisiana. The committee shall consider all such candidates and make its nominations as stated in Section 2 of this Article. Other nominations for these offices may also be made in writing at the November General Membership meeting, signed by two (2) active, life, and/or retired members in good standing. The result of the Annual Election Meeting of the General Membership in December for these positions will be sent to the Louisiana Dental Association Board of Directors and its Nominating Committee as the official nominee(s) of NODA.

## **ARTICLE XIV**

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

- Section 1. The 1<sup>st</sup> Vice-President and 2<sup>nd</sup> Vice-President are elective offices with a term of one (1) year. The elective positions of Secretary and Treasurer have two (2) year terms of office. The elective positions of three (3) At-Large NODA Board Members have a three (3) year term of office. The elective positions of two (2) NODA Directors to the LDA Board of Directors have a two (2) year term of office. The selected Delegate(s) to the ADA House of Delegates by the Louisiana House Delegates have a three (3) year term of office, and the selected Alternate Delegate to the ADA House of Delegates by the LDA House of Delegates has a one (1) year term of office. The term of any elective office or elective position begins immediately upon election.
- Section 2. The President-Elect shall fill the position of President at the end of the President's term of office. The First Vice-President shall fill the position of President-Elect at the end of the President Elect's term of office. These terms shall be for one (1) year. These terms of office commence with the election of elective officers and elective positions.
- Section 3. In the event the President-Elect is unable to advance to the position of President, then the First Vice-President shall advance to the position of President. If the First Vice-President is unable to advance to the position of President, then the President, President-Elect and First Vice-President shall be elected at the next regular annual meeting.
- Section 4. One member shall be elected annually for a term of three (3) years to serve on the Board of Directors of this Association.
- Section 5. One member shall be elected annually for a term of two (2) years to serve on the Board of Directors of the Louisiana Dental Association.
- Section 6. Two members shall be nominated annually by the Nominating Committee to serve for one (1) year terms as Alternate Directors to the Louisiana Dental Association. They will be announced at the November Board meeting and approved by the General Membership of NODA at its Annual Election meeting in December. See Article XIII, Section 3.

- Section 7. Delegates and Alternate Delegates to the Louisiana Dental Association House of Delegates shall be elected annually for terms of one year.
- Section 8. Election shall be by a majority of the ballots cast.
- Section 9. Elective officers and elective positions of NODA shall assume office as described in Article XIV, Sections 1 and 2. A formal Installation Ceremony honoring the newly elected Officers and Members of the Board of Governors shall be scheduled at the discretion of the new president before the April Board of Governors meeting.
- Section 10. Vacancies occurring in any elective office during the year shall be filled by a temporary appointment by the President unless the Board of Governors orders an election.
- Section 11. No member shall hold dual positions as an elective officer or elective position in this Association with the exception of Delegate and Alternate Delegate to the Louisiana Dental Association House of Delegates, or as Alternate Director to the Louisiana Dental Association.
- Section 12. An affirmative vote by at least nine (9) members of the Board of Governors is required to remove any officer, member of the Board of Governors, or committee chairperson.

## **ARTICLE XV**

### 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) Report of Officers, Board of Governors and Committees
  - 5) Proposals for membership
  - 6) Election of members
  - 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 majority vote.
- Section 3. Seven voting members present at a meeting of this Association shall constitute a quorum.
- Section 4. Sturgis' Standard Code of Parliamentary Procedure shall govern this Association on all points of parliamentary law not covered by the Bylaws. A copy of said book shall be provided by the Secretary at all meetings of the Board and of the Association.

## **ARTICLE XVI**

## Dues and Assessments

- Section 1. The annual dues of the active members of the New Orleans Dental Association shall be two hundred (\$200) dollars in addition to the dues of the Louisiana Dental Association and the American Dental Association.
- Section 2. The dues of the Retired Member of the New Orleans Dental Association shall be one-fourth ( $\frac{1}{4}$ ) of the dues specified in ARTICLE XVI, Section 1.
- Section 3. The dues of the Associate Member of the New Orleans Dental Association shall be the same as the dues specified in ARTICLE XVI, Section 1.
- Section 4. Provisional and Honorary Members of the New Orleans Dental Association shall be dues free. The Board of Governors of the New Orleans Dental Association shall set the dues of post-graduate students.
- Section 5a. Dentists who become members of this Association shall be exempt from payment of New Orleans Dental Association dues for the year of their graduation from dental school or completion of advanced training as specified in ARTICLE IX, Section 5a, as well as for the first full calendar year following the year in which the dental degree was received, or advanced training was completed. The new member shall pay active member dues in the second year of twenty-five (25%) percent, in the third year fifty (50%) percent, in the fourth year seventy-five (75%) percent and in the 5<sup>th</sup> year one hundred (100%) percent and thereafter in accordance with Section 1 of this ARTICLE. These exemptions of dues may be granted to an individual member only once and shall not apply to any dues or assessments required by the Louisiana Dental Association and the American Dental Association. Those members, other than recent graduates selected to Active Membership in this Association after July first, except for those where membership has lapsed for failure to pay the current year's dues, shall pay one half ( $\frac{1}{2}$ ) of the current year's dues, and those selected after October first shall pay one quarter ( $\frac{1}{4}$ ) of the current year's dues.
- Section 5b. Retired Life Members shall be dues free. Active Life Members shall be charged one-half ( $\frac{1}{2}$ ) of the dues specified in Section 1 of this article.
- Section 6. All dues of the Association are due and payable on January 1<sup>st</sup> of each year.
- Section 7. Assessments may be levied by an affirmative vote of two-thirds ( $\frac{3}{4}$ ) of the members present at any regular or special meeting provided that a notice of intention shall have been previously sent to the members at least seven (7) days before said meeting.
- Section 8. Any member failing to pay dues or assessments within thirty (30) days of the date due shall be required to pay such dues and/or assessments and a delinquent fee of twenty-five (\$25) dollars as a condition for restoration to financial good standing.
- Section 9. Any member who has not paid the dues and all assessments and debts for the current year prior to March 31st shall be automatically dropped from membership and all privileges of membership shall be terminated.

- Section 10. Any member engaged in active service in the Armed Forces of the United States shall be relieved of the payment of dues without a lapse in membership status unless such service is voluntary and extended.
- Section 11. Any member receiving assistance from the Louisiana Dental Association or American Dental Association Relief Fund shall be exempt from all dues and assessments. Those members exempt from dues under this section shall be considered members in good standing.
- Section 12. A member of this Association who is disabled for a period of one year and who is unable to engage in the duties of the dental profession and who was a member in good standing at the time disability was incurred, shall be exempt from dues upon submitting a medical certificate attesting to his disability. During the period of exemption from dues, further such certification shall be presented on request of the Board.
- Section 13. The Fiscal Year of this Association shall be July 1<sup>st</sup> through June 30<sup>th</sup>.

## **ARTICLE XVII**

### **Committees**

- Section 1. The Chairman of each committee shall submit a written annual report to the Secretary at the meeting prior to the annual meeting of the Board of Governors or whenever requested by the Board. Copies of all fiscal correspondence shall be sent to the Secretary.
- Section 2. The President shall appoint the members and chairpersons of the Standing and Ad Hoc committees.
- Section 3. The Standing Committees of this association shall be: Annual Conference, Budget, Children's Dental Health Month, Constitution and Bylaws, Honor and Awards, Membership and Orientation, Newsletter, New Orleans Dental Enterprises L.L.C., Nominating, and Scientific Program.

## **ARTICLE XVIII**

### **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. Admission shall be limited to members of the Association, invited guests, and those who have made application for membership.
- Section 3. No clinics shall be permitted in the professional clinic room at any meeting of this Association where the nature of the clinic might be construed as an advertisement of apparatus or service to dentists in which the clinician has a financial interest, nor shall any article be offered for sale or solicitation to purchase be permitted, except by special permission of the Board of Governors.



## ARTICLE XIX

### Discipline of Members

- Section 1. The Code of Ethics of the American Dental Association is adopted by the New Orleans Dental Association as the Measure of Conduct and Responsibility of the members of this Association in the practice of their profession.
- Section 2. Any decision rendered by the Board of Directors on a problem of ethics, as provided for in Article XI, Section 13, Subsections 4 and 5 not specifically covered in the Code of Ethics may be incorporated into the Code of Ethics by an affirmative two-thirds ( $\frac{3}{4}$ ) vote of the members present at any duly convened 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.
- Section 3. A member may be disciplined for:
- 1) Having been found guilty of a felony.
  - 2) Having been found guilty of violating the Dental Practice Act of Louisiana; or
  - 3) Violating the Bylaws of this Association or the American Dental Association Principles of Ethics and Code of Professional Conduct.
- Section 4. A member may be placed under a sentence of censure, or suspension, or may be expelled from membership for any of the offenses enumerated in Section 1 of this Article.
- Section 5. Suspension means all membership privileges, except continued entitlement to coverage under insurance programs are lost during the suspension period. Suspension shall be unconditional and for a specific period at the termination of which full membership privileges are automatically restored. A subsequent violation shall require a new disciplinary procedure before additional discipline may be imposed.
- Section 6. Expulsion is an absolute discipline and may not be imposed conditionally.
- Section 7. Before a disciplinary penalty is invoked against a member, the following procedure shall be followed:
- a) Any person may bring a charge against a member of this Association by filing with the Secretary a written statement of the charges signed by the complainant. The Secretary shall refer this statement to a committee appointed by the Board of Governors. That committee shall investigate the charges and report to the Board of Governors in writing, together with their recommendations. If the Board of Governors considers the report of the committee and such evidence as it may wish to consider sufficient to require disciplinary action, it shall call a special meeting of the members to consider the charges.
  - b) The Board shall notify the accused member, in writing, of the charges brought against him and of the time and place of the hearing, such notice to be sent by registered mail,

addressed to his last known address and mailed not less than twenty-one (21) days prior to the date set for the hearing. An accused member, upon his request, shall be granted one postponement for a period not to exceed thirty (30) days. The written charges shall include an official certified copy of the alleged conviction or determination of guilt, or, specification of the Bylaws or ethical provisions alleged to constitute such violation.

- c) The Board shall appoint a member of the Association to present the evidence at the special meeting of the membership. The accused member has the right to be heard at the special meeting and to present such evidence as he may desire and to be represented by legal counsel. The accused member, at his own expense, shall be entitled to arrange for the service of a court reporter to transcribe the hearing.
- d) This Association, after hearing the evidence, may render any one of the following decisions:
  - 1) it may censure
  - 2) it may suspend
  - 3) it may expel
  - 4) it may exonerate

Section 8. A majority vote of those present and voting at the meeting is required to censure, suspend or expel. If the Association fails to censure, suspend or expel the accused member, he shall stand exonerated. Every decision which shall result in censure, suspension or expulsion shall be reduced to writing and shall specify the charges made against the member, the facts which substantiate any or all of the charges, the verdict rendered, the penalty imposed and a notice shall be mailed to the accused member so informing him together with his right to appeal. Within ten (10) days of the date on which the decision is rendered, the Secretary of this Association shall send a copy thereof by registered mail to the last known address of each of the following parties: the accused member, the Secretary-Treasurer of the Louisiana Dental Association, the Chairman of the Judicial Council of the American Dental Association, and the Executive Director of the American Dental Association.

## **ARTICLE XX**

### Appeals

An accused member under sentence of censure, suspension or expulsion, shall have a right to appeal to the Board of Directors of the Louisiana Dental Association by filing an appeal in affidavit form with the Secretary Treasurer of the Louisiana Dental Association within thirty (30) days after such sentence has been rendered.

Certified by, **Christopher E. Brown, DDS – NODA Secretary**, on September 15, 2010.