

# **BYLAWS**

## **DENTAL ACCESS AND PREVENTION POLITICAL ACTION COMMITTEE**

Enacted February 28, 2003

Revised June 28, 2004

## ARTICLE I

### Name and Definition

The name of this Committee is Dental Access and Prevention Political Action Committee referred to as DAP-PAC. It is a voluntary, non-profit, unincorporated Committee of individual dentists and others, and is not affiliated with any political party. The Committee is an independent, autonomous organization, and is not a branch or subsidiary of any national or other political action committee.

## ARTICLE II

### Purposes

The purposes of the Committee are:

1. To advocate for legislative and regulatory actions aimed at the improvement of access to oral health care and the prevention of dental disease, particularly among low-income populations.
2. To encourage dentists and others to understand and actively participate in the government processes that affect access to oral health care and the prevention of dental disease.
3. To raise the awareness of dentists and others as to the records of officeholders and candidates for elective office, for those offices that may have a direct impact on dental access and prevention efforts.
4. To assist dentists and others in organizing themselves for more effective political action and in carrying out their civic responsibilities to promote good government and foster interest in oral health care access and the prevention of dental disease.
5. To do all things necessary or desirable for the attainment of the purposes stated above.

## ARTICLE III

### Membership, Dues, and Contributions

#### Section 1 - Members

DAP-PAC memberships shall be available to dentists, spouses of dentists, immediate family members of dentists, dental students, dental staff, and persons employed in professions related to dentistry. The Board of Directors of DAP-PAC is authorized to establish additional categories of membership.

#### Section 2 - Candidates for Membership

Candidates for membership shall be subject to approval by the Board of Directors of DAP-PAC and to the payment of the prescribed minimum dues annually.

#### Section 3 - Dues

Annual DAP-PAC Dues shall be as follows:

Regular Members	\$50.00	-	\$249.00
Sustaining Members	\$250.00	-	\$999.00
Emerald Club Members	\$1,000.00	-	\$9,999.00
Diamond Club Members	\$10,000	and higher	

#### Section 4 - Contributions

Contributions to DAP-PAC shall be subject to the approval of the Board of Directors.

## Section 5 - Disbursements

The Board of Directors shall authorize the disbursement of funds at its discretion and may adopt such rules and policies as are necessary to ensure the most effective use of said funds. Disbursements shall be made in accordance with all applicable state and federal laws, as well as the rules and regulations of the Louisiana State Board of Ethics.

## ARTICLE IV

### Directors

#### Section 1 - Duties

The management of the Dental Access and Prevention Political Action Committee shall be vested in a Board of Directors, which shall have general supervision and control over the affairs of the Committee, and shall establish and carry out all policies and activities of the Committee. The members of the Board shall serve without compensation.

#### Section 2 - Composition

The Board of Directors shall consist of eleven (11) members, all of whom must be members of DAP-PAC. The Board of Directors shall consist of:

1. DAP-PAC Chairman (to be nominated by the Board of Directors and subject to approval by the LDA Medicaid Task Force)
2. One (1) member selected from each Component District of the LDA. Among the nine component representatives to the DAP-PAC Board, two shall be nominated as Vice-Chairman and Secretary-Treasurer, respectively.

### 3. Chairman of the LDA Medicaid Task Force

At its discretion, the DAP-PAC Board may allow one (1) member of the LADPAC Board of Directors to serve as a ex-officio liaison to the DAP-PAC Board, and may nominate one (1) DAP-PAC director to serve as an ex-officio liaison to the LADPAC Board of Directors, subject to the approval of the LADPAC Board.

#### Section 3 - Selection and Terms

All members of the Board of Directors shall hold office for one (1) year or until their successor has been elected and may be re-elected.

#### Section 4 - Vacancies

A vacancy in the office of Chairman shall be filled by the advancement of the Vice-Chairman, until such time as the Board can convene to name a new Chairman. The president of each respective component association shall fill other vacancies on the Board of Directors as needed.

#### Section 5 - Removal

Any officer or director may be removed for cause by vote of the DAP-PAC Board of Directors or by two-thirds of the members present at any meeting of the membership.

## ARTICLE V

### Officers

#### Section 1 - Designations, Election, Terms

The general officers of the Committee shall be a Chairman, Vice-Chairman, and Secretary-Treasurer. The officers shall be elected by the DAP-PAC Board of Directors at its annual meeting and shall serve for a term of one (1) year, except that the original officers of the Committee shall be appointed by the Chairman of the LDA Medicaid Task Force and shall serve until the first annual meeting of the DAP-PAC Board.

#### Section 2 - The Chairman

The Chairman shall be the chief executive officer of the Committee and shall be an ex-officio member of all committees. He shall preside at meetings of the DAP-PAC Board of Directors. He shall appoint all chairmen and members of committees, subject to approval of the DAP-PAC Board of Directors.

#### Section 3 - The Vice-Chairman

The Vice-Chairman, in the absence of the Chairman, shall preside at meetings of the Board of Directors and shall fulfill such other duties as delegated by the Chairman.

#### Section 4 - Secretary-Treasurer

The Secretary-Treasurer shall perform duties as are customarily performed by the Secretary-Treasurer. The custodian of the funds of the Committee shall be the Louisiana Dental Association, or alternatively, a qualified, independent third-party administrator selected by the DAP-PAC Board of Directors. The custodian shall collect all dues and other funds of the organization and shall disburse all monies of the Committee in accordance

with the instructions of the DAP-PAC Board of Directors. The custodian, working in conjunction with the DAP-PAC Secretary-Treasurer, shall keep full and accurate accounts, shall present financial statements, shall prepare, and file all reports to governmental authorities required by law or directed to be filed by the Board of Directors. The custodian shall publish and mail to members annually an activity report and a financial statement.

The Secretary-Treasurer and any third-party administrator shall give bond in such sum as may be fixed by the DAP-PAC Board of Directors.

## ARTICLE VI

### Meetings of Board of Directors

#### Section 1 - Annual Meeting

The annual meeting of the Board of Directors shall be held prior to the annual session each year. The meeting may be held physically or via telephone conference call. The membership of DAP-PAC is encouraged to attend and may have the privilege of the floor. (Revised 6/28/04)

#### Section 2 - Special Meetings

Special meetings of the Board of Directors shall be called by the Chairman on his own initiative or upon the written request of three (3) of the members of the Board. Two (2) weeks' notice shall be given to any special meeting. The meeting may be held physically or via telephone conference call at the Chairman's discretion. (Revised 6/28/04)

#### Section 3 – Quorum

At least six (6) members shall be needed to constitute a quorum.

## ARTICLE VII

### Committees

DAP-PAC shall have such committees as the Board of Directors determines are necessary and desirable for carrying out its purposes and objectives. The chairmen and members of such committees shall be appointed by the DAP-PAC Chairman subject to the approval of the Board of Directors.

## ARTICLE VIII

### Books, Records, and Finances

#### Section 1 - Books and Records

The Louisiana Dental Association Central Office shall keep correct and complete books and records of account. Once every four years, starting with the year ending 12-31-2003, the Board of Directors shall specify a list of procedures and then engage a CPA who will apply those procedures to the books of account and submit an "Agreed-Upon Procedures Report". The CPA may be the same as used by the LDA for their audit. (Revised 6/28/04)

#### Section 2 - Deposits

The funds of the Committee shall be deposited to the credit of the Committee in such banks or other depositories as the custodian may select.



## ARTICLE IX

### Amendments to Bylaws

These Bylaws may be altered, amended, repealed, and new Bylaws may be adopted by two-thirds of the Board of Directors, provided that at least thirty (30) days written notice is given of the intention to alter, amend, or repeal or to adopt new Bylaws at such meeting.