CONSTITUTION & BYLAWS
OF
MARION AND POLK DENTAL SOCIETY

CHAPTER I. NAME

The name of this Society shall be the MARION AND POLK DENTAL SOCIETY. The territory of the Society shall be the Marion and Polk Counties of Oregon, and adjacent territories that do not have a regional dental society.

CHAPTER II. PURPOSE

This Society is organized to encourage the improvement of the health of the public, to promote the art and science of dentistry, to foster collegiality among the members, and to encourage dental education.

CHAPTER III. RELATED ORGANIZATIONS

This Society is a component society chartered by the Oregon Dental Association. The Oregon Dental Association is a constituent society chartered by the American Dental Association. The constitution and bylaws of the Oregon Dental Association and the American Dental Association require that the bylaws, rules and regulations of this Society not conflict with or limit such constitutions and bylaws.

CHAPTER IV. MEMBERSHIP

Membership applications to the MPDS will be processed and voted into Society by Secretary/Treasurer or President.
Active Member - An active member must be either:

(a) A licensed dentist practicing in the area served by this Society who meets the ethical standards of the Oregon Dental Association, American Dental Association and the Marion and Polk Dental Society, or,

(b) A dentist who is a graduate of a recognized dental school, who is licensed to practice dentistry in some state of the United States and who is engaged on a full-time basis as a teacher in a recognized school of dentistry in the State of Oregon, or is employed full time in the field of Public Health in the State of Oregon.

Component society members shall automatically be members of the American Dental Association and the Oregon Dental Association based upon the classifications established by the bylaws of the Oregon Dental Association, and must remain in good standing in this component society and both of the Associations in order to remain members of each. Voting rights in component societies shall be limited to members qualifying as voting member in the Association.

Definition of “In Good Standing: A member of this Society whose dues and assessments of the current year have been paid shall be in good standing. A member in good standing who is under a disciplinary sentence of suspension shall be designated as a “member in good standing temporarily under suspension” until his/her disciplinary sentence has terminated and provided further that a member engaged in practice, to remain in good standing, may be required to meet standards of continuing education.

Classification: Admission to, transfer of membership between, and qualifications, privileges, retirement and disability for members of this component society have been established by the bylaws of the Oregon Dental Association and the American Dental Association.
Dues: Dues to this Society will be included in dues paid the Oregon Dental Association. The Oregon Dental Association will remit to the Marion and Polk Dental Society that portion of dues collected and designated for the Marion and Polk Dental Society.

A. Dues for voting members will be set by the Executive Board are based on the budgetary needs of the Society.

B. All exceptions to this requirement have been established by the Oregon Dental Association.

C. If the Executive Board deems it necessary to raise the Component dues by more than 10% in a given year, the approval by a simple majority of the general membership is required.

D. Time of Payment: Dues shall be payable in advance of January 1 of each year.

CHAPTER V. MEETINGS

The number of General Membership meetings to be held during an administrative year will be determined by the Executive Board. The number of General Membership meetings shall not be less than three in a calendar year.

A. Annual Business Meeting will be held at the May General Membership Meeting each year.

B. Ten percent of general members in good standing shall constitute a quorum for the transaction of business. A simple majority of those present will be necessary to approve items of business requiring a vote.

C. The following shall be the order of business of the Annual Business Meeting:

1. Anti-Trust Statement
2. Approval of minutes of the last Annual Business Meeting.
3. Reports of committees.
4. Elections.
5. Unfinished business.
7. Adjournment

Special meetings may be called at any time by the Executive Board provided ten days’ notice is given to the Society members. Notices of special meetings, sent to all general members, shall be delivered by U.S. mail, email, and/or fax, and shall contain the information concerning the purpose of the meetings and specify the particular matters to be discussed. A simple majority in attendance is required to pass any action.

The Executive Board shall meet a minimum of eight times a calendar year. Additional Board meetings shall be held at the discretion of the President.

A. Quorum:

A minimum of six members of the Executive Board shall constitute a quorum for the transaction of business, and a simple majority of those present will be necessary to approve items of business requiring a vote.

B. The following shall be the order of business of the General Business Meeting:

1. Anti-Trust Statement.
2. Reading and approval of minutes from the previous meeting.
3. Executive Director’s Report.
4. Unfinished Business.
5. New Business.

6. Announcements.

7. Adjournment.

Any action of the Executive Board may be approved or rejected by a simple majority of the general membership at the Annual Business Meeting.

CHAPTER VI. OFFICERS

The officers of this Society shall consist of a President, President-elect, Vice President and Treasurer, each of whom shall be a member in good standing.

The management of the Society during the interim between Annual Meetings shall be vested in the Executive Board consisting of the President, President-elect, Vice President, Immediate Past-President, Treasurer, and two Members-at-Large elected by the membership. Two elected representatives will include one representative from Marion County and one from Polk County.

The President, President-elect and Vice President shall serve for a term of one year or until their successor are elected and installed. The Treasurer shall serve for a term of two years or until the successor is elected and installed.
At the February General Membership Meeting, nominations for Board positions shall be solicited from members of the Society. The election of officers shall be held during April and shall be conducted by fax, email, phone, or U.S. mail.

The officers shall be installed at the conclusion of the May Annual Meeting following their election and shall assume their duties at that time.

Any member of the Executive Board, who is absent from three Executive Board Meetings or three General Membership Meetings within one year without an excuse deemed sufficient to a majority of the remaining members of the Executive Board, shall forfeit membership on the Board.

A vacancy in the Executive Board shall be filled by vote of the Society general membership at the next General Membership meeting following the occurrence. The officer(s) elected in such cases shall be installed immediately.

CHAPTER VII. DUTIES OF OFFICERS

President

The President shall preside at all meetings of the Society and Executive Board and act as an ex-officio member of all committees; and sign all certificates, citations, letters and testimonials. He/she shall appoint all special committees, and shall perform such duties as regularly pertain to his/her office. He/she shall serve as the official voice of the Society in any public matter.
President-elect

The President-elect shall attend a minimum of six Executive Board meetings so as to become familiar with the problems and procedures of the society. In the absence of the President, the President-elect shall preside, and assume all duties and responsibilities of the President. He/she shall be in charge of the Continuing Education Programs for the General Membership Meetings. He/she shall be installed as President at the next May Annual Meeting and assume his/her duties immediately upon installation.

Vice President

The Vice President shall attend as many Board and General Membership meetings as possible. He/she is to become familiar with the educational needs of the Society to prepare for the following year. He/she is to assist the President-elect in securing speakers/programs for the General Membership meetings. He/she will provide for care, storage, and maintenance of any audio-visual equipment the Society may own and be responsible for the set-up and take-down of said equipment at General Membership meetings. He/she will be installed as President-elect at the next May annual meeting.

Treasurer

The Treasurer is responsible for verifying receipts and documents presented to the Society for payment, and for signing all checks drawn on the Society’s account. He/she also shall serve as a member of the Budget Committee.
CHAPTER VIII. DUTIES OF THE EXECUTIVE BOARD

The Executive Board of the Society is the agent of the Society authorized to act for the Society between Annual Business Meetings.

CHAPTER IX. COMMITTEES

Committees shall be appointed by the President as needed to address a specific purpose, action, or situation. Committees shall consist of a minimum of two members, with one being an Executive Board member. These ad hoc committees will be dissolved upon completion of stated need.

CHAPTER X DELEGATES TO THE OREGON DENTAL ASSOCIATION

Delegates and alternate delegates to the Oregon Dental Association House of Delegates will be selected by the Executive Board, and their names filed with the Executive Director of the Association at least thirty days prior to the first day of the annual session, including alternates. The delegates will serve for three years.

CHAPTER XI. CODE OF ETHICS

The Principles of Ethics and Code of Professional Conduct of the Oregon Dental Association and the American Dental Association shall govern the professional conduct of the members of this Society.
A member who is guilty of a criminal offense or of gross misconduct, either as a dentist or as a citizen, or who violates any of the provisions of these constitutional bylaws shall be liable to censure, suspension, or expulsion. Charges against a member must be made in writing and be delivered to the Executive Director, who shall immediately furnish one copy to the accused, one copy to the President and one copy to the Chairman of the Peer Review Committee. The Peer Review Committee shall investigate the charges on their merits, and make a report of their findings to the Executive Board, but no action shall be taken by the Peer Review Committee within ten days of the presentation of the charges to the accused, or before giving the accused and accusers ample opportunity to be heard. The committee on peer review shall report (1) that the charges are not sustained (2) that the charges are sustained and that the accused (a) censured, (b) suspended for a definite time, or (c) expelled. Censure or suspension shall require a two-thirds vote of the Executive Board, and a three-fourths vote shall be required to expel a member. No action shall be taken by the Executive Board in such a case until at least six weeks have elapsed since the filing of charges. A member suspended for a definite time shall be reinstated at the expiration of the time. Any member who shall feel aggrieved at the disciplinary action of the Executive Board shall have the right to appeal first to the Executive Board of the Oregon Dental Association, and second to the American Dental Association.

CHAPTER XII. DISTRIBUTION TO MEMBERS

A copy of these Constitution & Bylaws shall be available on request from the MP office. When any amendment materially changing these Constitutional Bylaws is adopted, a
publication of the amended instrument shall be available to each member not later than the first day of September following such amendments.

CHAPTER XIII. AMENDMENTS

These Constitutional Bylaws may be amended at any General Membership Meeting by a two-thirds vote, providing that such amendment has been read in open session at the preceding regular meeting and a copy of the same has been made available to each member by the Executive Director ten days in advance of the meeting at which final action is to be taken.

CHAPTER XIV. Administrative Secretary

A. The Administrative Secretary shall be hired by the Executive Board when the need for such a position is determined by the Executive Board.

B. The Administrative Secretary shall work under the direction of the Executive Board.

C. It shall be the duty of the Administrative Secretary to:

1. Administer all daily business of the Office.
2. Assist the Executive Board in its activities.
3. Coordinate and assist all committees in their work.
4. Assist in the recruitment and retention of members to the Society.
5. Assist in coordination and publicizing of the General Membership meetings.
6. Assist the Budget Committee in the preparation of the Annual Budget.
7. Present a report of activities to the Executive Board at each meeting.
8. Serve as ex-officio member of the Executive Board without the right to vote.
9. Act as or assist the Editor in publishing of the MP Newsletter.

10. Report any suspected indiscretion immediately to the Executive Board.
   a. Expenditures in excess of budget.
   b. Expenditures from the Society Reserve Funds.

CHAPTER XV.

These Constitutional Bylaws shall supersede all Constitutions and Bylaws previously in force. Should any provision of these Constitutional Bylaws be ruled invalid, such ruling shall not affect the remainder of the document, and all of its provisions shall remain in full force and effect.