

CONSTITUTION

MOBILE DENTAL SOCIETY

ARTICLE I

NAME AND CONFINES

The name of this organization shall be the Mobile Area Dental Society or MADS. The confines of this Society shall include Choctaw, Washington, Mobile and Baldwin Counties.

ARTICLE II

OBJECT

1. To encourage the improvement of the dental health of the public and to promote the profession of dentistry.
2. To promote public welfare by elevating the standards of dental practice.

ARTICLE III

ORGANIZATION

Section 1. Membership.

The membership of this Society shall consist of dentists and other persons whose qualifications and classifications shall be as established in Chapter I of the By-Laws.

Section 2. Committees.

The standing and special committees of this Society shall be as established in Chapter V of the By-Laws.

ARTICLE IV

GOVERNMENT

Section 1. Governing Body.

The governing body of this Society shall be the General Membership as provided in Chapter II of the By-Laws.

Section 2. Administrative Body.

The administrative body of this Society shall be the Executive Council which shall consist of the current officers.

Section 3. Parent Body Representation.

This Society shall be represented on the Board of Trustees and House of Delegates of the Alabama Dental Association as provided in the current By-Laws of the Alabama Dental Association.

**ARTICLE V
OFFICERS**

The elective officers of this Society shall consist of a President, President-Elect, Vice-President, and Secretary-Treasurer.

**ARTICLE VI
MEETINGS**

This Society shall meet at least four times yearly, but often enough to conduct business and to provide continuing education in sufficient quantity to satisfy education requirements as specified by the Alabama Board rules. Special meetings may be called as provided in Chapter II, Section 5 of the By-Laws.

**ARTICLE VII
ALLEGIANCE**

This Society hereby declares its allegiance to the American Dental Association and the Alabama Dental Association as a Component Society of the Alabama Dental Association, but may withdraw from same by a two-thirds (2/3) affirmative vote of the General Membership.

**ARTICLE VIII
CODE OF ETHICS**

The Code of Ethics of the American Dental Association and other codes of ethics adopted by this Society shall govern the professional conduct of all members of this Society.

**ARTICLE IX
AMENDMENT**

The Constitution of this Society may be amended by a two-thirds (2/3) affirmative vote of the General Membership present at any meeting, provided that written notice of such amendment be sent to all members at least thirty (30) days before such change is acted upon.

BY-LAWS

**CHAPTER I
MEMBERSHIP**

Section 1. Application.

All applicants for membership in this society shall complete and return to the Secretary-Treasurer the membership application form provided by the secretary. That applicant, provided he/she is duly licensed to practice dentistry in the State of Alabama, shall become an Active member of this Society upon receipt of his membership dues by the Alabama Dental Association.

Section 2. Classification.

The members of this Society shall be classified as follows: Active Members, Life Members, and Honorary Members.

Section 3. Qualifications.

- A. Active Members: A dentist duly licensed to practice dentistry in the State of Alabama shall be eligible to be classified as a fully privileged Active member with the right to vote and be eligible to be elected or appointed to any office, committee or similar position in the Society.
- B. Life Members:
1. An Active member of this Society who is a holder of a Gold Certificate membership in the Alabama Dental Association shall automatically become a Life member.
 2. An Active member who retires from active practice may be elected to Life membership by the General Membership provided the member has attained the age of sixty-five (65), is a holder of a Silver Certificate from the Alabama Dental Association and is a member in good standing at the time of his application for Life membership.
 3. An Active member may be elected to Life membership by the General Membership upon verification that he has become so disabled as to prevent the practice of dentistry and provided he is in good standing at the time his application for Life membership is received.
 4. If at any time a Life membership granted under sub section 2 or 3 returns to active practice his life membership shall be cancelled and he shall be classified as an Active member with the payment of his dues. If qualified, Life members shall be recommended for Life membership in the Alabama Dental Association and American Dental Association.
- C. Honorary Members: An individual who has made outstanding contributions to the advancement of the art and science of dentistry or to this Society may be classified as an honorary member of this Society by the General Membership. Nomination shall be by two (2) Active members and elected by the society.

Section 4. In Good Standing.

A member of this Society who is not under final sentence of suspension or expulsion and whose dues for the current calendar year have been received shall be considered a member in good standing.

Section 5. Rights and Privileges.

- A. Active Member: An Active member of this Society in good standing shall enjoy all the rights and privileges of full membership. He shall be entitled to admission to any meeting and to any such services as may be provided by the Society. He shall have the right to vote at any meeting and shall be eligible to be elected or appointed to any office, committee or similar position in the Society.

- B. Life Member: A Life member of this Society shall have the same rights and privileges of an Active member.
- C. Honorary Member: An honorary member of this Society shall enjoy all the rights and privileges of an Active member except that he shall not have the right to vote or hold an elective office.
- D. Professional Conduct: The professional conduct of every member of this Society shall be governed by the Principles of Ethics of the American Dental Association or by any Code of Ethics adopted by this Society and the Dental Practice Act of the State of Alabama.
- E. Right of Hearing: A member who has been charged (1) with having been found guilty of a felony, (2) with having been found guilty of violating the Dental Practice Act of the State of Alabama, or (3) with violating these By-Laws or Code of Ethics of this Society, shall have the right of a hearing before the General Membership as provided in the current By-Laws of the Alabama Dental Association.
- F. Right of Appeal: A member of this Society who has been disciplined by censure, probation, suspension or expulsion, or an officer who has been removed from office, shall have the right of an appeal as provided in the current By-Laws of the Alabama Dental Association.

CHAPTER II GENERAL MEMBERSHIP

Section 1. Composition.

The General Membership shall be composed of the voting membership present at any regular or special meeting of this Society.

Section 2. Power.

- A. The General Membership shall be the supreme authoritative body of this Society.
- B. It shall possess the legislative powers of this Society.
- C. It shall determine the policies which shall govern this Society except those specifically granted elsewhere by these By-Laws.
- D. It shall have the power to approve all memorials, resolutions or opinions in the name of the Mobile Area Dental Society.
- E. It shall receive into membership all eligible applicants to this Society.
- F. It shall have the power to rescind any action of the Executive Council upon a two-thirds (2/3) affirmative vote of general membership.
- G. It shall have the power to appropriate funds for any expenditure.

Section 3. Duties. It shall be the duty of the General Membership:

- A. To elect the elective officers.
- B. To elevate the President-Elect to the office of President at the session at which officers are elected.
- C. To serve as a court of appeal from decisions of the Executive Council.

Section 4. Sessions.

This Society shall meet at least four times yearly, but often enough to conduct business and to provide continuing education in sufficient quantity to satisfy education requirements as specified by the Alabama Board rules.

Section 5. Special -Session.

A special session may be called at any time upon request of twenty-five Active or Life members or three members of the Executive Council. The time and place of any special meeting shall be determined by the Executive Council. The Secretary-Treasurer shall send official written notice of the time and place of the special session and a statement of the business to be considered at least 10 days in advanced.

Section 6. Quorum.

Forty fully privileged Active and Life members of the Society shall constitute a quorum of the General Membership for the transaction of business at any meeting. However, if the General Membership receives official written notice of the business to be considered at least ten days in advance, then the membership present at that meeting shall constitute a quorum.

Section 7. Order of Business.

The order of business for meetings shall be determined by the President unless changed by a two-thirds (2/3) affirmative vote of the membership present.

Section 8. Rules of Order.

The order of procedure shall be in accordance with "Sturgis Standard Code of Parliamentary Procedure".

**CHAPTER III
EXECUTIVE COUNCIL**

Section 1. Powers.

- A. The Executive Council shall be the managing body of this Society, vested with full power to conduct all business of the Society, subject to the laws of the State of Alabama, the Constitution and By-Laws and the mandates of

the General Membership.

- B. It shall have the power to establish rules and regulations consistent with these By-Laws to govern its organization, procedure and conduct.
- C. It shall have the power to direct the president at the request of two of its members to call a special meeting of the Executive Council.
- D. It shall have the power to establish ad interim policies of this Society when the General Membership is not in session and when such policies are essential to the management of the Society, provided, however, that all such policies are made known to the General Membership.
- E. It shall have supervision and control of the income, expenditures, finances and property of this Society except as otherwise stated in these By-Laws, and except that it shall not have the power to appropriate more than Five Hundred (\$500.00) Dollars for any expenditure for any non-budgetary items, purposes or projects in any one fiscal year.

Section 2. Duties.

- A. To determine the time and place for special meeting.
- B. To prepare a budget for carrying on the activities of the Society for the ensuing fiscal year.

CHAPTER IV

ELECTIVE OFFICERS AND OFFICIALS

Section 1. Number and Title.

The elective officers of this Society shall be four (4) in number: President, President-Elect, Vice-President, and Secretary-Treasurer.

Section 2. Eligibility.

Only a fully privileged Active or Life member in good standing shall be eligible to serve as an elective officer.

Section 3. Nominations, Elections and Installations.

A Nominations committee, consisting of the Executive Council and the two immediate past presidents, shall nominate a new slate of officers. The officers shall be elected and installed by the General Membership at the final meeting of the fiscal year (July 1 - June 30). Other nominations from the general membership are acceptable. A majority of all votes cast shall be necessary for election.

Section 4. Tenure of Office.

The term of office for all officers shall be one (1) year.

Section 5. Vacancies.

In the event the office of President becomes vacant, the President-Elect shall become President for the unexpired portion of the term. In the event the office of President-Elect becomes vacant the Vice-president shall become President-Elect. The General Membership shall fill all other vacancies by special elections.

Section 6. Duties.

A. **President-** It shall be the duty of the President:

1. To serve as an official representative of this Society in its contacts with governmental, civic, business and professional organizations for the purpose of advancing the objects and policies of this Society.
2. To preside over, regulate debate, and preserve order at all sessions of this Society and its Executive Council.
3. To appoint within three months after his election all committees not otherwise provided for.
4. To remove from office any appointee should it become necessary and to fill all vacancies net otherwise provided for in these By-Laws.
5. To call sessions of the Executive Council when at least two of its members deem it necessary.
6. To serve as an ex-officio member on all standing and special committees.
7. To sign all official documents requiring his signature.
8. To serve as a Trustee for the Alabama Dental Association.
9. To serve as a delegate to the House of Delegates for the Alabama Dental Association.

B. **President- Elect-** It shall be the duty of the President-Elect:

1. To assist the President as requested.
2. To serve as a member of the Executive Council.
3. To serve as an ex-officio member, without vote, on all standing and special committees.
4. To succeed to the office of President without other election at the next annual elective meeting following his election as President-Sleet.
5. To perform such other duties as may be delegated to him by the Executive Council .To serve as chairman of the Program Committee and to confirm all arrangements for each meeting including:
 - a. selecting a dinner menu and refreshments for breaks.
 - b. confirming number of attendees with the meeting site management.

- c. arranging accommodations and local transportation for the speaker.
 - d. introducing the speaker.
 - e. providing tables for registration of attendees.
6. To serve as a Delegate to the Alabama Dental Association.
 7. To assume all duties of the President in his absence.

C. **Vice-President-** It shall be the duty of the Vice-President:

1. To assist the President as requested.
2. To serve as a member of the Executive Council.
3. To assume all duties of the President in the absence of the President and the President-Elect.
4. To set up programs for the following year and to confirm a meeting place and time for each program.
5. To perform such other duties as may be delegated to him.
6. To serve as an Alternate Trustee to the Alabama Dental Association Board of Trustees.
7. To serve on the Programs Committee.
8. To serve as a Delegate to the Alabama Dental Association House of Delegates.
9. To be responsible for carrying out or coordinating needs assessments procedures as recommended by the Advisory Committee.

D. **Secretary-Treasurer-** It shall be the duty of the Secretary-Treasurer:

1. To assist the President as requested.
2. To serve as a member of the Executive Council.
3. To serve as an ex-officio member without vote on all committees.
4. To keep a roster of all members with the date of their election, resignations or expulsion.
5. To serve as custodian of all records and monies belonging to this Society.
6. To sign all official documents requiring his signature.
7. To serve as the Reporter to the ALDA News Letter.
8. To serve as head teller in all voting procedures.
9. To keep a book containing the current Constitution and By-Laws of this Society, the Alabama Dental Association and the American Dental Association.
10. To retain the information on formal planned meetings.
11. To keep correct minutes of Society sessions and to attend to all its correspondence.
12. To give due and adequate notice of the time and place of all meetings of the Society and Executive Council. A schedule of full and half-day seminars for the upcoming year shall be sent to the membership no later than September 1st. A letter detailing each full or half-day meeting shall be sent to the membership no later than one month prior to the meeting.
13. To collect all monies due the Society and deposit them in a bank approved by the Executive Council, and to disburse these funds as directed by this Council.
14. To be bonded by a master surety bond in an amount determined by the Executive Council of the Alabama Dental Association.

15. To be audited annually by this Society's Auditing Committee by September 1st. To deliver to his successor all documents and property of this Society in his possession by July 15th.
16. To perform such other duties as may be delegated to him.
17. To provide reports setting forth the financial status of the Society at the first business meeting of each year within an operating budget.
18. To maintain accurate records of attendance to Society business and continuing education meetings.

E. Trustee- It shall be the duty of the Trustee to the Alabama Dental Association to deliver a report at the next Society meeting following the Board of Trustee Meeting, outlining pertinent and relative actions taken by the Board.

CHAPTER V COMMITTEES

Section 1. Standing Committees.

The standing committees of this Society shall be as follows:

A. Programs- makes all necessary arrangements for each meeting including selection of speakers and dates; is chaired by the President-Elect who is also the programs planner; plans and conducts the Continuing Education Programs; is responsible for choosing the educational methods to be utilized in consultation with the Advisory Committee; ensures that facilities and equipment are adequate for the program; ensures that there are adequate support personnel to assist with the program planning and implementation; is responsible for the quality and content of the CE program; must meet regularly and is composed of the President-Elect, Vice-President and Secretary-Treasurer.

B. Membership- maintains a current list of nonmember dentists in the Mobile area and invites them to join the Society and coordinate New Member recruitment.

C. Legislation- receives suggestions and originates new legislation to be proposed at a state or national level; consists of the President, the elected trustee, and a third appointee.

D. Constitution and Bylaws- reviews annually the Constitution and Bylaws of this Society and proposes changes as necessary; ensures that all actions of this Society abide by the provisions as set forth in its Constitution and Bylaws.

E. Ethics and Peer Review- receives complaints of a patient about a dentist, or complaints of a dentist about another dentist and, after hearing testimony from both sides, takes whatever action is necessary to fairly resolve the complaint. No member of the Executive Council can be a member.

F. Auditing- selects an accountant to audit all financial records of this Society immediately following the installation of a new Secretary-Treasurer; provides a written report to the Executive Council; no member of this

committee may also be a member of the Executive Council.

G. Dental Health Month-conducts all activities associated with Dental Health Month.

H. United Way- Solicits contributions from dentists for the United Way of South Alabama.

I. Advisory- chaired by an AGD member at large for a 2 year term; continuity of administration and planning is necessary for the stability and growth of the program; membership of the committee be composed of the chairman, current President and the Immediate Past President; ensures that the programs are developed and operate in accordance with Mobile Area Dental Societies mission statement; that the goals of the continuing education program are met on an annual basis; that the needs of the membership are met regarding CE hours and lecture topics; identify the needs/interests of the membership which are developed from data sources consisting of surveys and membership interest/needs; is responsible for submitting completed contact information annually to the AGD; must utilize identifiable mechanisms to determine objectively the current professional needs and interests of the membership and the content of the program must be based upon these needs.

The President shall make all committee appointments. All committees shall make a report to the President and to the Society if so requested by the President or the Executive Council.

Section 2. Special Committees.

The President may appoint special committees at his discretion to perform duties and responsibilities not specifically covered by the standing committees.

CHAPTER VI FINANCES

Section 1. Membership Dues.

A.Active Members: The annual dues of Active members shall be forty dollars (\$40.00) due and payable January 1st each year. Upon application by any Active member called into temporary active military service, the Executive Council may remit part or all of any current dues such member may have paid the Society. During the period of military service such member shall be excused from the payment of all dues and assessments. The

remission of dues or the exemption from the payment of dues under such circumstances shall in no manner in the future interfere with such member's eligibility for Life Membership in this Society. Dues for the fiscal year after termination of temporary Active duty shall be in an amount equal to one half (1/2) the regular dues payable to this Society.

The Executive Council may at its discretion remit the dues of a member in case of prolonged illness, disability or other misfortune.

B.Honorary and Life Members: Honorary and Life members shall be exempt from the payment of dues.

C.Members elected after July 1: All members elected to membership after July 1 shall pay one-half (5) the current dues.

D. Collection of assessments: Assessments of this Society shall be collected by the Secretary-Treasurer.

F. Suspension and Reinstatement of Members for Non-payment of dues: The Secretary-Treasurer shall delete from the membership roll the names of all members whose dues/or assessments have not been received by March 1st. Members delinquent in dues and/or assessments, and who for this reason alone have been dropped may be reinstated into membership in this Society upon payment of a reinstatement fee of One Hundred Dollars (\$100.00) and the payment of dues and/or assessments for the full current year, provided the dues and the application for reinstatement are received before October 1st of the year of suspension. Members who do not comply with the reinstatement provision can be readmitted to membership only as a new member with the payment of the reinstatement fee, two (2) years dues plus any assessments due. Suspension and reinstatement of members in the Alabama and American Dental Associations shall be as provided in the current By-Laws of the Alabama Dental Association.

Section 2. Assessments and Fees.

The Executive Council may recommend assessments upon the members but any such assessments must be approved by a two-thirds (2/3) affirmative vote of the membership at the session following the notification of the proposed assessment.

Section 3. Expenses.

The Society shall pay the expenses incurred by committees and/or officers if such expenses have been approved by the Executive Council.

CHAPTER VII

OFFENSES AND PROCEDURES

Offenses and procedures dealing with offenses shall be 23 established in the current By-Laws of the Alabama Dental

Association.

CHAPTER VIII
AMENDMENTS

The By-Laws of this Society may be amended by a two-thirds (2/3) affirmative vote of the General Membership at any session provided that written notice of such amendment shall have been given at least thirty (30) days before the session.

CONSTITUTION AMENDED ON

JANUARY 1ST, 2010

PRESIDENT Stephen E Greenleaf III, DMD

PRESIDENT-ELECT

VICE PRESIDENT

SECRETARY-TREASURER

BY-LAWS COMMITTEE MEMBER

BY-LAWS COMMITTEE MEMBER

BY-LAWS COMMITTEE MEMBER