

LEHIGH VALLEY DENTAL SOCIETY BY-LAWS

MISSION STATEMENT

The purpose of the Lehigh Valley Dental Society as an adjunct to the American Dental Association and the Pennsylvania Dental Association, shall be to serve the public, improve their health, promote the art and science of dentistry and represent the interests of the profession, and the people we serve, its members.

ARTICLE I ORGANIZATION

Section A The name of this organization shall be the Lehigh Valley Dental Society, Inc., hereinafter referred to as the “society”. Its jurisdiction shall be the Pennsylvania counties of Lehigh and Northampton.

Section B This society is a non-profit corporation organized under the laws of the Commonwealth of Pennsylvania. If it shall be dissolved at any time, no part of its funds or property shall be distributed among its members. After payment of all indebtedness, its surplus funds and properties shall be used such manner as the governing body may determine.

ARTICLE II GOVERNMENT

Section A The governing body of the society shall be the general membership at a regularly or specially scheduled meeting.

Section B The administrative body shall be the Executive Board referred to as the “board”.

Section C The elective officers shall be the president, vice-president, treasurer, corresponding secretary and the immediate past-president.

Section D The term of office shall be from May 1 until April 30 each year

ARTICLE III PRINCIPLES OF ETHICS

The principles of ethics of the American Dental Association and the Principles of Ethics of the Pennsylvania Dental Association, shall govern the professional conduct of all members of this Society.

The Society shall have the authority to adopt additional provisions not in conflict with those of the American Dental Association or the Pennsylvania Dental Association as provided for in the By-laws.

ARTICLE IV MEMBERSHIP

Section A Members of the society shall be classified as follows: Active, Life, Retired, Associates, Student and Honorary.

Section B Qualifications

- Active: Active members shall be ethical dentists whose professional address is within the counties of Lehigh and Northampton and who are registered with the Pennsylvania State Board of Dentistry.
- Every such practitioner and every educator and administrator serving within the jurisdiction of the society, who is a bona fide graduate of a recognized dental school and is licensed to practice dentistry, shall be eligible for election to active membership. If an active member has more than one address, he or she shall use the address where he or she spends the major portion of time as a practitioner.
2. Life: Life membership shall be granted to any active member who shall fulfill the requirements of the ADA.
 3. Retired: Any member, upon his or her election to retired membership by the ADA, shall become a retired member of the society.
 4. Associate: A dentist practicing outside the jurisdiction of this society, who is a member in good standing of the ADA and his local association, may be classified as an associate member upon approval of the Executive Board.
 5. Student: ASDA members in good standing, who are engaged in full-time undergraduate or graduate study at an accredited dental school or accredited post-graduate education program, within jurisdiction of the Society, shall automatically be classified a student member of the society.
 6. Honorary: Any person who has rendered outstanding service to the dental profession or this society, or has made a valuable contribution to the science of dentistry, may be

elected an honorary

member upon recommendation of five (5) members of the Executive Board and approved by a majority of the board.

Section C Applications Applications for membership shall be processed in accordance with the policies and procedures of the PDA and ADA.

Section D Good Standing A member of this society whose dues for the current year are paid, and who is not under final sentence of suspension or expulsion, shall be considered in good standing.

Section E Dues Dues shall include those established by the ADA and the PDA. The society's dues shall be determined by the Executive Board and shall not exceed the cumulative Consumer Price Index since the last dues increase. Any increase exceeding the cumulative CPI must be brought to the membership for approval by a simple majority of the members present at a regular or special meeting of the membership for this purpose. Life, associate, honorary and student members shall be exempt from the society's dues. Retired members shall pay one-half of the society's dues.

Section F Assessments Assessments may be levied by a two-thirds affirmative vote of the members present at a regular or special meeting of membership for this purpose, or by electronic vote of the members of the Society.

Section G Loss of Membership and Reinstatement An active or associate member whose dues and assessments have not been paid according to PDA policies shall cease to be a member. Reinstatement of membership shall be automatic upon payment of delinquent dues.

Section H Privileges

1. Active Member An active member shall be entitled to all privileges including the right to vote, hold office and attend all meetings of the society, PDA and ADA.
- Life Member A life member shall be entitled to all the privileges of an active member.
3. Retired Member A retired member in good standing shall be entitled to all the privileges of an active member.
4. Honorary Member An honorary member shall enjoy all of the rights and privileges of an active member except to vote or hold office.
5. Associate Member An associate member shall receive the society's publications and be entitled to attend any scientific session of the society.
6. Student Member A student member shall be entitled to attend any scientific session of the society and to such other services as are provided.

Section I Relief or Exemption of Dues A member who is receiving assistance from the Relief Fund of the ADA and/or PDA shall be exempt from payment of dues and shall be considered in good standing. An active member who qualifies for exemption of payment of dues under the disability provisions of the ADA By-laws, Chapter 1, Section 30, shall be exempt from the society's dues for the same period of time.

Section J Former Member A former member, upon being reelected to active membership, shall be required to pay a full year's dues.

ARTICLE VARTICLE V MEETINGS

Section A Regular Meeting The society shall schedule a minimum of one (1) regular meeting annually. Special meetings of the members may be called by the president upon written request of ten (10) percent of the membership.

Section B Annual Meeting The annual meeting of the society shall be scheduled in March at which time election of officers, and directors be held.

ARTICLE VI EXECUTIVE BOARD

The Executive Board shall include the president, vice-president, treasurer, corresponding secretary, immediate past-president, and six (6) to eight (8) directors.

As managing body of the society, the Executive Board is empowered to:

1. Conduct and manage the affairs of the society.
2. Borrow money or incur indebtedness for the purpose of the society.
3. Employ and establish duties and remuneration of the executive secretary.

4. Hear and determine cases of grievance from members and charges against any officer or member.
5. Remove from office any officer or committee member for misconduct in office, incompetency or neglect of duties upon two-thirds vote.
6. Approve a budget for the ensuing fiscal year.
7. Direct the president by a majority vote to call a special meeting of members.
8. Cause to be bonded by a surety company all officers and employees entrusted with society funds.
9. Arrange programs and CE meetings for the membership
10. a. Advise local dentists, and especially new practitioners and dental residents, of the society's programs and the benefits of organized dentistry.
b. Plan and conduct membership drives and new-member receptions
11. Recommend candidates for reception of any PDA or ADA awards
12. Review the by-laws periodically in order to keep them current.
13. Review all proposed amendments prior to presentation to the membership to assure proper form and correctness.
14. Work with the Executive Secretary on all communications to the membership and public, including Brushing Up and the content and management of the LVDS web site.

ARTICLE VII ELECTION AND TERM OF OFFICE

Section A Executive Board

- Six (6) to eight (8) elected directors shall constitute the members of the board. Failure to attend two (2) of the five (5) meetings of the board will cause the President to name a permanent replacement to complete the unexpired term.
3. Term of Office: When elected to the chairs a member must go through the progression and if not, a resignation is in order.

Section B Officers

President: The vice-president shall succeed to this office for a term of one year.

Vice-President: The corresponding secretary shall succeed to this office for a term of one year.

Treasurer: The term of this office shall be a minimum of three (3) years with the option of extending the term by two (2) consecutive one (1) year terms upon approval by a simple majority of the Executive Board.

4. Corresponding Secretary: The corresponding secretary shall be elected at the annual meeting.
5. Immediate past president: The President shall succeed to this office for a term of one year.

Section C Meetings of the Executive Board

Regular Meetings The president shall determine the place of the meetings, which shall be held five times per year, with meetings in September November, January, March and May.

2. **Special meetings** of the board shall be held whenever called by the president or by three (3) or more members of the board.
3. **Quorum** A majority of the voting members of the Executive Board shall constitute a quorum.

Section D Officers Duties

President shall:

- a. Supervise and direct the business of the society.
- b. Preside at all meetings of the society and of the Executive Board.
- c. Serve ex-officio on all committees.
- Appoint chairpersons of all committees except as provided by these by-laws.
- e. Serve as the society's representative to the annual session of the PDA.
- f. Serve as official representative of the society in its contacts with government, civic, business and professional organizations.
- g. Have signature privileges on the dental society's financial accounts.

2. **Vice-President shall:**

- Act in the absence of the president.
- Succeed to the office of president in case his or her removal, resignation, illness or death.
- c. Have signature privileges on the dental society's financial accounts

3. **Treasurer shall:**

- Take charge of the funds of the society and disburse them by check when properly authorized by the Executive Board or the president.
- b. Present a detailed statement of receipts and disbursements at each regular Executive Board meeting.
- c. Serve as chairperson of the Finance Committee and submit a budget for the next fiscal year to the Executive Board at its March meeting.
- d. Have signature privileges on the dental society's financial accounts

4. **Corresponding Secretary shall:**

- Assist the Board in organizing programs and events for the society
- b. Provide business communications for the society as directed by the President or Executive Board
- c. Have signature privileges on the dental society's financial accounts

5. **Immediate past president:** Shall be a voting member of the board for one year after his/her term has expired.

6. **Executive Secretary shall:**

- Arrange for all meetings of the Executive Board and the membership.

Take minutes at regular and special meetings of the Executive Board and distribute it prior to the next meeting.

Take minutes of each Membership Meeting.

- d. Keep an up-to-date roster of the members with dates of their election to the society.
- e. Provide for safekeeping all records of the society.
- f. Assist all committees.
- g. Maintain the Society's website.
- h. Maintain copies of the current by-laws, amendments and all resolutions passed by the society.
- i. Have signature privileges on the dental society's financial accounts

ARTICLE VIII ELECTION OF DELEGATES TO THE PDA

Section A Should a special session of the PDA House of Delegates or an Assembly be called, the delegation shall include in this order: LVDS's president, vice-president, treasurer, corresponding secretary, immediate past president in that order according to PDA requirements. Members shall nominate a number of additional delegates and alternate delegates in accordance with PDA requirements. From this list the society shall elect at its annual meeting the number to which it is entitled.

Section B Duties of Delegates and Alternate Delegates

Said duties are described by PDA By-Laws or procedures.

2. Delegates and alternate delegates shall be compensated for their service in an amount to be determined by the Executive Board.

ARTICLE IX

STANDING COMMITTEE(S)

Section A Finance This committee shall consist of four (4) members those being the President, Vice President, Corresponding Secretary, Treasurer and the Executive Secretary, with the Treasurer serving in the chair. It shall:

Prepare a budget for the ensuing year for the Executive Committee at its March meeting.

Complete an internal audit of the society's finances, including income and disbursements made by the officers and Executive Secretary, for presentation and approval by the Executive Board at its March meeting.

3. A professional audit may be called for by the majority of the Board at a regular or special meeting.

ARTICLE XI RULES OF ORDER

Sturgis standard code of Parliamentary Procedures shall govern the deliberations of the society when not in conflict with its by-laws.

ARTICLE XII MISCELLANEOUS

Section A Fiscal Year The fiscal year of the society shall be May 1 – April 30

ARTICLE XIII AMENDMENTS

This constitution may be amended by a two-thirds vote of the members present at a regular meeting or special meeting of the society, or by 2/3 of the members responding to an electronic vote. All proposed amendments shall be presented in writing and signed by not less than five (5) members. They shall then be submitted in writing to the executive secretary at least two (2) weeks prior to an Executive Board meeting. The amendments, whether approved or not by the Executive Board, must then be sent to each society member not less than thirty (30) days prior to a regularly scheduled or special meeting, or electronic vote. If by electronic vote, voting will close 30 days after voting opens for members. Notification may be made by mail or email, by publication in the “*Brushing Up*” journal, or by posting on the Society’s web site or other electronic means provided it meets the time limit specified.

AMENDED: January 5, 2009
 February 11, 2015
 February 17, 2016
 February XX, 2020
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