

**RESTATED ARTICLES OF INCORPORATION
of the
Atlantic Coast District Dental Association**

A Florida Corporation Not for Profit

The original Articles of Incorporation of the Atlantic Coast District Dental Association were filed on January 2, 1973 and were updated in January, 1979. These restated Articles and Bylaws were adopted by the membership of the Association on July 7, 2005, which restated and integrated the provisions and intentions of the Corporation's Articles of Incorporation as therefore amended and there is no discrepancy between those provisions and the provisions of the Restated Articles of Incorporation.

The Atlantic Coast District Dental Association shall be a component association of the Florida Dental Association. The territorial jurisdiction of this Association shall be denoted in the current Bylaws of the Florida Dental Association.

ARTICLE I NAME

The name of this organization shall be the Atlantic Coast District Dental Association, Inc. hereinafter referred to as "the Association" or "this Association".

ARTICLE II OBJECT

The purpose of this Association shall be to encourage the improvement of the dental health of the public and to promote the art and science of dentistry.

ARTICLE III ORGANIZATION

Section 1. Membership

The qualifications of members and the manner of their admission shall be as provided in the Membership Chapter of the Bylaws of this Association.

Section 2. Affiliated Dental Associations

Affiliated dental associations shall be those affiliated dental associations organized as such in conformance with the Affiliated Dental Association Chapter of the Bylaws of this Association and in conformance with the Articles of Incorporation and Bylaws of the affiliated dental associations.

ARTICLE IV EXISTENCE

This Association shall exist perpetually unless voluntarily dissolved according to law.

ARTICLE V GOVERNMENT

Section 1. Legislative Body

The Legislative and governing body of this Association shall be the General Membership, as provided in the Government and General Assembly Chapter of the Bylaws of this Association.

Section 2. Administrative Body

The Administrative body of this Association shall be the Executive Cabinet, as provided for in the Executive Cabinet Chapter of the Bylaws of this Association.

ARTICLE VI OFFICERS

Section 1. Elected Officers

The elected officers of this Association shall be as provided in the Officers Chapter of the Bylaws of this Association.

Section 2. Appointed Officers

The appointed officers of this Association shall be as proved in the Officers Chapter of the Bylaws of this Association.

ARTICLE VII AMENDMENT TO THE BYLAWS

The Bylaws of this Association may be amended, altered, adopted or rescinded as follows: They may be amended at any regular meeting of the general membership of this Association provided there is a quorum present.

- A. By a two-thirds (2/3) affirmative vote of the members of the General Membership present and voting at any session of the General Membership provided the proposed alterations, amendments or revisions are sent in writing to the membership of the Atlantic Coast District Dental Association post marked at least thirty (30) days in advance of that session of the General Membership; or
- B. At any session of the General Membership by a three-fourths (3/4) affirmative vote of the members present and voting, provided the proposed alterations, amendments, or revisions shall have been presented in writing at a previous meeting of the General Membership and provided that unanimous consent has been obtained for their consideration.

ARTICLE VIII AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation of the Association may be amended, altered, adopted or rescinded as follows:

- A. By a two-thirds (2/3) affirmative vote of the members of the General Membership present and voting at any session of the General Membership, provided the proposed alterations, amendments or revisions are sent in writing to the Membership of the Association and postmarked at least thirty (30) days in advance of the General Membership; or
- B. At any session of the General Membership by a three-fourths (3/4) affirmative vote of the members present and voting, provided the proposed alterations, amendments, or revisions shall have been presented in writing at a previous meeting of the General Membership and provided that unanimous consent has been obtained for their consideration.

Bylaws of the Atlantic Coast District Dental Association, Inc.

Preamble

The Atlantic Coast District Dental Association shall operate under a charter from the Florida Dental Association granting the following rights and duties:

- A. To adopt and maintain a constitution or Articles of Incorporation and Bylaws which shall not be in conflict with the Articles of Incorporation and Bylaws of the Florida Dental Association, with a current copy thereof on file with the Florida Dental Association;
- B. To discipline its members who are in violation of the Code of Ethics of the Florida Dental Association and/or the Atlantic Coast District Dental Association;
- C. To establish additional classifications of membership which are not in conflict with the Articles of Incorporation and Bylaws of the Florida Dental Association;
- D. To hold a business session at least once each calendar year;
- E. To assess dues, which shall be collected by the Florida Dental Association and remitted to the Atlantic Coast District Dental Association annually;
- F. To elect Delegates and alternate Delegates to the Florida Dental Association as set forth in Chapter IX;
- G. To elect a maximum of two (2) Trustees and two (2) Alternate Trustees from the Atlantic Coast District Dental Association, based proportionately on one Trustee per five hundred (500) Voting members or fraction thereof of the Atlantic Coast District Dental Association;
- H. To designate one (1) member to serve on each Council of the Florida Dental Association;
- I. To designate one (1) member to serve as a Delegate and one (1) member to serve as an Alternate Delegate to the House of Delegates of the American Dental Association;
- J. To organize Affiliate Dental Associations as set forth in the Bylaws of the Florida Dental Association.

CHAPTER 1. Membership

Section 1. Classification

The members of the Atlantic Coast District Dental Association shall be classified as either voting or non-voting.

Section 2. Voting Members

Voting members shall be limited to Active, Privileged and Life members.

A. Active Member

1. An ethical dentist, who is licensed in Florida, is residing in the territorial jurisdiction of this Association, and is a member in good standing of the American Dental Association and the Florida Dental Association, shall become an Active member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic coast District Dental Association; or
2. An ethical dentist, who is residing in the territorial jurisdiction of this Association, is a graduate of a school of dentistry, and is not engaged in the private practice of dentistry, but engaged in public health, administrative, educational, institutional, or other activity relating to dentistry which is approved by the Florida State Board of Dentistry, and has been issued a permit to practice dentistry in Florida, and is a member in good standing of the American Dental Association and the Florida Dental Association, shall become an Active member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.

3. An ethical dentist who is residing in the state of Florida, who currently holds an active dentistry license in another state, who is a graduate of an ADA-accredited school of dentistry or who has completed a Florida Board of Dentistry-approved program for graduates of unaccredited schools of dentistry and is not engaged in the private practice of dentistry, but is employed in Florida in an administrative capacity, and is a member in good standing with the American Dental Association and of a component dental association, shall become an active member of the FDA upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the FDA's House of Delegates.
- B. Privileged Member
1. An Active member who has retired from the active practice of dentistry shall become a Privileged Member of this Association upon compliance with and maintenance of the Requirements Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.
 2. An Active Member, who, due to a physical or mental incapacitation, is no longer able to engage in the practice of dentistry, shall become a Privileged Member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.
- C. Life Member
1. An Active Member, who has paid dues and held active membership in this Association for thirty-five (35) years, and has reached 65 years of age, shall become a Life member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association. Membership in the East Coast District Dental Society prior to the creation of the Atlantic Coast District Dental Association shall be considered to be active membership in this Association.
 2. An Active Member, who has been elected to the presidency of the Florida Dental Association, and who has completed the term of office, shall automatically become a Life Member of this Association and the FDA, and be exempt from payment of the FDA dues.
 3. An Active Member, who has been a member in good standing of the American Dental Association through another state(s) commonwealth, or U.S. Government service, may receive a maximum of 25 years credit toward life membership in the FDA. Such member, who has paid dues and held at least 10 consecutive years of active membership in the FDA, and has paid dues and held active membership in the American Dental Association for 35 years, and has reached 65 years of age, shall become a life member of this association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the FDA's House of Delegates, or
 4. An immigrant dentist may receive credit toward life membership for a maximum of 25 years of practice in another country, provided that he or she was a member of the other country's dental association. Such a member, who has subsequently paid dues and held at least 10 consecutive years of active membership in the FDA for a total of 35 years in the profession, and has reached the age of 65, shall become a life member of this association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the FDA's House of Delegates, or
 - ~~5. An active member, who has been elected to the presidency of the FDA, and who has completed the term of office, shall automatically become a life member of the FDA and be exempt from payment of the FDA dues.~~

6. An active member, who has been a member in good standing of the National Dental Association, may receive a maximum of 25 years credit toward life membership in the FDA. Such member, who has paid dues and held at least 10 consecutive years of active membership in the FDA, and has paid dues and held active membership in the American Dental Association for 35 years, and has reached 65 years of age, shall become a life member of this association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the FDA House of Delegates.

Section 3. Non-voting Members

Non-voting members shall be Provisional, Associate, Student, and Honorary Members.

A. Applicant Status

An ethical dentist, who is licensed in Florida, and has not previously applied for membership within **the** past 24 months, shall upon making application, be designated as having "Applicant Status" for up to one (1) year only, during which time the member is acquiring membership in this Association, upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.

B. Associate Member

An ethical dentist, who is not eligible for Voting Membership in the Florida Dental Association or the Atlantic Coast District, but is a member in good standing in the American Dental Association, and is residing in the State of Florida, shall become an Associate Member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.

C. Student Member

1. A fully matriculated student, who is engaged in full time under-graduate or graduate study in an accredited Florida Dental school, shall become a Student Member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association, or
2. A fully matriculated student, who is a legal resident of the State of Florida, and is engaged in full time undergraduate or graduate study in an accredited dental school, shall become a Student Member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association, or
3. A fully matriculated student, who is a graduate of an accredited Florida dental school or licensed dentist in the State of Florida and is **enrolled in** an academic discipline working toward a specialty designation or postdoctoral degree, shall become a Student Member of this Association upon compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.

D. Honorary Member

An individual, who has made valuable contributions to the science, art, or literature of dentistry or medicine, or who has rendered conspicuous service to dentistry, may become an Honorary member of this Association by unanimous vote of the Executive Cabinet and majority vote of the General Assembly upon compliance with and

maintenance of the Requirements and Conditions of Membership as adopted by the Florida Dental Association's House of Delegates and the Atlantic Coast District Dental Association.

Section 4. Good Standing

A member of the Atlantic Coast District Dental Association, who is not under final sentence of expulsion, and whose dues for current year and any assessments have been paid, shall be considered a member in good standing.

Section 5. Transfer

When a member in good standing of this Association changes their membership within the State, the Secretary shall issue a certificate of good standing to the Secretary of the component society into whose jurisdiction he or she moves. A member in good standing in another component society within this state who moves into the jurisdiction of this Association may likewise be accepted as a member of this Association upon receipt of a certificate of good standing from the Secretary of the component society to which he or she belonged. Such transfers shall be executed without cost or loss of continuity of membership for the members involved.

Section 6. Rights of Voting Members

Voting Members shall be entitled to:

- A. Eligibility for election as a Delegate or Alternate Delegate to the Florida Dental Association House of Delegates, and eligibility for election or appointment to any Office, Council, Committee, or similar position in this Association, in accordance with the Bylaws of this Association;
- B. An annual subscription to the official publication of the Atlantic Coast District Dental Association;
- C. Admission to any General membership meeting or Executive Cabinet session of this Association;
- D. Such other rights as the Executive Cabinet or General membership may from time to time determine;
- E. Admission to the business sessions of the Winter and Summer meetings of the Atlantic Coast District Dental Association;
- F. It shall be the responsibility of the Atlantic Coast District Dental Association to provide peer review services as directed by the Council on Ethics, Bylaws and Judicial Affairs.

Section 7. Rights of Non-Voting Members

Non-voting members shall be entitled to:

- A. An annual subscription to the official publication of the Atlantic Coast District Dental Association;
- B. Admission to any General membership meeting or Executive Cabinet session of this Association;
- C. Such other rights as the Executive Cabinet or General membership may from time to time determine.

Section 8. Application for Membership

Application for membership may be disseminated by the FDA or Atlantic Coast District Dental Association. Payment of appropriate Florida Dental Association and Atlantic Coast District Dental Association dues for the current year must accompany their application for membership.

A. Active Membership

The Florida Dental Association shall forward copy of applications for active membership to this Association. The Membership Application Committee will review the application. Applications must be approved unanimously by the committee. An applicant not receiving a unanimous vote will be brought before the Executive Council for election to membership.

B. Associate Membership

The Florida Dental Association shall forward applications for Associate Membership to this Association for election. The Membership Application Committee will review the application. Applications must be approved unanimously by the committee. An applicant not receiving a unanimous vote will be brought before the Executive Council.

C. Student Membership

The Florida Dental Association shall notify this Association of student members residing in its area.

D. Applicants must conform to the requirements and conditions of the Membership Manual of the Atlantic Coast District Dental Association.

E. Procedures for all other categories of membership are set forth in the "Requirements and Conditions of Membership", as adopted by the Florida Dental Association House of Delegates and the Atlantic Coast District Dental Association.

F. Automatic membership for ASDA members

Upon graduation of dental school and contingent upon licensure in Florida, those students who are ASDA members will automatically become members of the FDA by completion of the forms provided for membership and with the approval of the component president.

Section 9. Dues

The dues of the Atlantic Coast District Dental Association are **paid** on an annual basis, payable in advance, on or before January first of each year. Dues shall be collected by the Florida Dental Association and remitted to the Atlantic Coast District Dental Association.

A. Amount

Dues for Active, Associate, and Student Members may be changed at any session of the General Membership; a two-thirds (2/3) affirmative vote of those present and voting shall be required for approval of any dues change, provided that notice of the proposed change is sent, in writing, to the membership of the Atlantic Coast District Dental Association and postmarked at least thirty (30) days in advance of that Session of the General Membership.

B. General Exemptions

Life, Privileged, and Honorary Members shall be exempt from payment of any dues and assessments to the Atlantic Coast District Dental Association.

C. Relief Exemption

A member of the Atlantic Coast District Dental Association while receiving assistance from the Relief Fund of the Florida Dental Association shall be automatically exempt from payment of dues and assessments.

D. Disability Exemption

An active or Associate Member of the Atlantic Coast District Dental Association who qualifies for exemption of dues under the disability provisions of the American Dental Association's Bylaws, Chapter on Membership, shall automatically be exempt from dues and assessments for the same period of time, from the Atlantic Coast District Dental Association.

E. Financial Hardship

A member of the FDA, while experiencing financial hardship, shall, for a period of one year, be exempt from the payment of 100 percent dues and assessments.

F. New Dentist Exemption

A dentist, who has just been graduated from an accredited dental school or accredited specialty training program, who has been licensed in the State of Florida, who has been elected to membership, shall be exempt from payment of the Atlantic Coast District Dental Association dues and assessments for the remainder of the year in which he/~~she~~ was graduated and for the next year following graduation. ~~Such members shall be exempt from payment of one-half (1/2) the Atlantic Coast District Dental Association dues for the second year of membership, but shall be required to pay full dues the third year of membership.~~ INSERT – 1ST year \$0 dues, 2nd year-25% dues, 3rd year-50% dues, 4th year, 75% dues, 5th year-100% dues. Such member shall be required to pay dues and assessments of the American Dental Association and shall be in compliance with and maintenance of the Requirements and Conditions of Membership as adopted by the General Assembly of the Atlantic Coast District Dental Association.

G. Prorating

Active, Provisional, and Associate Members elected after July 1st of the current year ~~except those elected under Section 7. Paragraph E of this Chapter~~ shall pay one-half (1/2) of the current year's dues.

H. Assessment

In addition to the Atlantic Coast District Dental Association dues, all Active Members and new members shall be required to pay assessments as determined by any Session of the General Membership; a two-thirds (2/3) affirmative vote of those present and voting shall be required for approval of any assessments, provided that notice of the proposed assessment is sent in writing to the membership of the Atlantic Coast District Dental Association, and postmarked at least thirty (30) days in advance of that Session of the General Membership. Assessments are payable within one hundred and twenty (120) days of the date the assessment was approved.

I. Loss of Membership

A member who has resigned or who has been expelled from the Atlantic Coast District Dental Association, or whose Association's dues have not been paid by March 31st, of the current year, or who has not paid an Atlantic Coast District Dental Association assessment within one hundred and twenty (120) days, shall cease to be a member of the Atlantic Coast District Dental Association.

J. Reinstatement

A member who is suspended for non-payment of dues or assessments may be re-

instated automatically in the same calendar year in which dues and assessments are in arrears, provided dues and assessments are paid in full, together with a late penalty charge of \$5.00 per month for each month of the current year the dues and assessments were not paid, beginning April 1st of each calendar year. Members who have not paid dues, assessments and late charges by December 31st of the current year thereby forfeit their membership and shall be required to make formal application to the Component Dental Association, be elected to membership and pay dues and assessments for the current year, and dues (at the current rate) and assessments for one (1) year in which he/she is in arrears.

Members re-instated in the same calendar year in which they became suspended shall not break their continuity of membership. Members who are re-elected formally in subsequent calendar years shall have their membership date from the date of re-election. The payment of back dues and/or assessments for re-instatement is a penalty.

A member in good standing who voluntarily resigned from the Atlantic Coast District Dental Association may be re-elected without payment of the Association's penalty of dues and assessments.

Section 10. Resignation

Members may resign at any time upon written notice to the Atlantic Coast District Dental Association.

Chapter II Affiliate Dental Associations

Section 1. Definition

An Affiliate Dental Association of the Atlantic Coast District Dental Association shall consist of voting members of the Atlantic Coast District Dental Association within that area.

Section 2. Organization

A. Compliance

An Affiliate Dental Association shall be organized in conformity with the Constitution or Articles of Incorporation, bylaws and policies of the Atlantic Coast District Dental Association and the Florida Dental Association. The Affiliate Dental Association shall be a recognized entity of the Atlantic Coast District Dental Association and the Florida Dental Association.

B. Membership Provisions

One hundred (100) voting Members are required to comprise an Affiliate Dental Association of the Atlantic Coast District Dental Association. This in no way negates the recognition of Affiliate Societies existing at the time of the adoption of these bylaws or counties with less than one hundred (100) dentists. ~~but~~ Twenty-five (25) or more dentists are needed to establish a new Affiliate Society.

Section 3. Rights and Duties

Each Affiliate Dental Association shall have the right or duty:

- A. To adopt and maintain a Constitution or Articles of Incorporation and Bylaws, which shall not be in conflict with the Constitution and Bylaws of the Atlantic Coast District Dental Association, and with the Articles of Incorporation and Bylaws of the Florida Dental Association, with a current copy thereof on file with the Secretary of the

Atlantic Coast District Dental Association and the Florida Dental Association office;

- B. To comply with the Principles of Ethics of the American Dental Association, the Code of Ethics of the Florida Dental Association, and the Code of Ethics adopted by the Atlantic Coast District Dental Association governing the professional conduct of its members;
- C. To assess affiliate Dental Association dues;
- D. To establish additional classification of membership which are not in conflict with the bylaws of the Atlantic Coast District Dental Association and the Articles of Incorporation and the bylaws of the Florida Dental Association.
- E. To nominate members of the Delegation of the Atlantic Coast District Dental Association to the House of Delegates of the Florida Dental Association, as provided in Chapter X of these bylaws.
- F. To elect Delegates to the Executive Cabinet of the Atlantic Coast District Dental Association, as provided in Chapter X of these bylaws.
- G. Comply with appointments to committees, councils and other positions of responsibility or other requests for information which may be needed by this association.

Section 4. Revocation of Recognition

Recognition of an Affiliate Dental Association may be revoked by two-thirds (2/3) affirmative vote of those members of the General Assembly Membership of the Atlantic Coast District Dental Association present and voting, only for failure to comply with the Articles of Incorporation and bylaws of the Florida Dental Association and/or the Atlantic Coast District Dental Association, and then only after said Affiliate Dental Association is provided reasonable opportunity to correct the infraction which has placed its recognition in jeopardy.

Chapter III GOVERNMENT

Section 1. Quorum

- A. Ten percent (10%) of the entire voting membership of this Association shall constitute a quorum for the transaction of business by the General Membership. In the event that there is absence of a quorum of the General Membership, a quorum of the Executive Cabinet may transact business in concert with the General Membership present. **A quorum of the Executive Cabinet constituting 50% + 1 member of the cabinet present may transact business in concert with the General Membership present (refer to Chapter V – section 1).**
- B. A majority of the voting members of the Executive Cabinet, Councils, Committees, or other agency shall constitute a quorum of those agencies.

Section 2. Voting

Every question which shall come before a meeting of the General Membership, Executive Cabinet, Council or other agency shall be decided on by a majority vote, unless otherwise provided by the laws of the State of Florida, or the Articles of Incorporation, and bylaws of the Atlantic Coast District Dental Association.

Section 3. Parliamentary Authority

Sturgis Standard Code of Parliamentary Procedure shall govern the Atlantic Coast District Dental Association in cases to which it is applicable, when not inconsistent with the laws of the State of Florida, or the Articles of Incorporation and bylaws of the Atlantic Coast District Dental Association and the Florida Dental Association.

Chapter IV. GENERAL ASSEMBLY MEMBERSHIP

Section 1. Composition

The entire membership, in good standing, of this Association shall constitute the General Membership.

Section 2. Officers

A. Qualifications

The President of the Atlantic Coast District Dental Association shall be Speaker of the House. The Secretary of the Atlantic Coast District Dental Association shall serve as Secretary of the House.

B. Vacancies

In the absence of the President, the President-elect shall serve as Speaker of the House. In the absence of the Secretary, the Speaker will appoint a Secretary of the House.

C. Duties

The Speaker of the House shall preside at all meetings of the General Membership. The Secretary shall serve as the recording officer of the General House and the custodian of the records, and he/she shall provide a record of the proceedings of each meeting.

Section 3. Rights and Duties

The General Membership shall be the legislative body of the Atlantic Coast District Dental Association, vested with full power to determine all policies which govern the Atlantic Coast District Dental Association in all its activities, subject only to the laws of the State of Florida and the Articles of Incorporation and bylaws of the Atlantic Coast District Dental Association and the Florida Dental Association.

Section 4. Membership Petition

Ten percent (10%) of the Voting members of the Atlantic Coast District Dental Association may require a Special Session of the General membership to consider an item of business without amendment, alteration, or substitution, as presented on a signed petition to the Atlantic Coast District Dental Association office.

Section 5. Meetings

A. Semi-annual Sessions

There shall be at least two (2) regularly scheduled sessions of the General Assembly each year to be held on a day or days specified by the Executive Cabinet. Each session may be divided into several meetings, if such is necessary for the proper conduct of the Atlantic Coast District Dental Association affairs.

B. Special Sessions

Special Sessions of the General Membership may be called upon written request to the Atlantic Coast District Dental Association office, in accordance with Section 4 of this Chapter, or upon special call by the President.

The Session shall not be more than forty-five (45) days after the request is received. The request and call for the session shall state the business to be considered. Other business may be transacted at the session following the special order of business.

C. Official Call

The Secretary of the General Membership shall cause to be published in the official publication of the Atlantic Coast District Dental Association, or in some other written communication, to each member of the Association, official notice of the time and place of each session of the General Membership.

Chapter V. EXECUTIVE CABINET

Section 1. Composition

The Executive Cabinet shall consist of the President, President-elect, the First Vice President, the Second Vice President, the Secretary, Treasurer, the Immediate Past President, the duly elected Florida Dental Association Trustee(s) and Alternate Trustee(s), the Chairman of the Association's delegation to the House of Delegates of the Florida Dental Association, Florida Dental Association line officer and one or more Delegate(s) to the Atlantic Coast District Dental Association from each affiliated society, as provided in Chapter VI, Section 1 of these Bylaws.

Section 2. Officers

The officers of the Association shall be the officers of the Executive Cabinet.

A. Qualifications

The President of the Atlantic Coast District Dental Association shall serve as Chairman of the Executive Cabinet. The Secretary of the Atlantic Coast District Dental Association shall serve as Secretary of the Executive Cabinet.

B. Vacancies

In the absence of the President, the President-Elect will serve as Chairman of the Executive Cabinet; in the absence of the President-Elect, the First Vice-President will serve. In the absence of the President, President-Elect, and First Vice-President, the Executive Committee shall elect one of its Voting Members to serve as Chairman Pro-tem.

C. Duties

The Chairman of the Executive Cabinet shall preside at all meetings of the Executive Cabinet.
The Secretary shall serve as the recording officer of the Executive Cabinet and the custodian of its records.

Section 3. Rights and Duties

A. The Executive Cabinet shall be the administrative body of the Atlantic Coast District Dental Association, vested with full power to conduct all business of the Association. Interim policies when the General Assembly is not in session and when such policies are necessary for the proper conduct of the Atlantic Coast District Dental Association affairs, provided all policies are presented to the General Membership for ratification at the session immediately following their enactment.

B. In addition, the Executive Cabinet shall have the power to recommend policies and enact the duties of the Executive Cabinet **which** shall include, but not be limited to:

1. Provide for and maintain office facilities adequate for proper conduct of Atlantic Coast District Dental Association affairs;

2. Be responsible for all property, real and personal, owned or held by the Atlantic Coast District Dental Association, and to cause to be bonded all officers and employees entrusted with such property;
3. Establish the fiscal year of the Atlantic Coast District Dental Association;
4. Cause the accounts of the Atlantic Coast District Dental Association to be audited annually;
5. Prepares an itemized budget of the funds necessary for the proper conduct of the Atlantic Coast District Dental Association for the following year;
6. Cause to be submitted an annual report to the General Membership reviewing the activities of the Executive Cabinet;
7. Review the reports of the Officers and Councils of the Atlantic Coast District Dental Association and to make recommendations to the General Membership concerning these reports;
8. Perform such other duties as prescribed by the laws of the State of Florida, the Articles of Incorporation and Bylaws and the mandates of the General Membership;
9. Provide effective leadership for the Atlantic Coast District Dental Association;
10. Serve as innovators and initiators of the Atlantic Coast District Dental Association activities, policies and positions, and communicate such recommendations to the Atlantic Coast District Dental Association's governing agencies;
11. Maintain continuing surveillance of the all Atlantic Coast District Dental Association activities;
12. Insure a properly functioning Atlantic Coast District Dental Association;
13. Maintain continuing awareness of the organizational needs of the Atlantic Coast District Dental Association.

Section 4. Meetings

A. Regular Meetings

There shall be a minimum of three scheduled meetings of the Executive Cabinet each year.

The time and place of each meeting of the Executive Cabinet shall be determined by the Executive Cabinet no later than the time of the previous meeting.

Cabinet meetings are closed to all except cabinet members and members of the Atlantic Coast District Dental Association. Other persons may attend only with specific permission of the Cabinet.

B. Special Meetings

Special meetings of the Executive Cabinet may be called by the President or upon written request to the Atlantic Coast District Dental Association office by five (5) or more voting members of the executive Cabinet.

The meeting shall be not more than thirty (30) days after the request is received.

The call for the meeting shall state the business to be considered. Other business may be transacted at the meeting following the special order of business.

Section 5. Mail Ballots

Actions taken by a majority of the voting members of the Executive Cabinet by mail ballot or electronic means (ex. Fax or e-mail) shall be binding and effective as if such actions were taken at a regular or special meeting of the Executive Cabinet, providing, however, that any voting member of the Cabinet may challenge the validity of a mail or electronic ballot on the grounds that insufficient information is available to ensure proper consideration of the question. If the issue is subsequently corrected to the satisfaction of the challenger, the challenge may be withdrawn and the vote taken. Otherwise, the question must be postponed until the next meeting of the Executive Cabinet.

Chapter VI Officers

Section 1. Elective Officers

A. Composition

The Elective Officers of the Atlantic Coast District Dental Association shall be the President, President Elect, First Vice President, Second Vice President, Secretary, Treasurer, and Immediate Past President, and Delegates to the Atlantic Coast District Dental Association, as set forth in these bylaws.

B. Rotation

Election of the Secretary shall be by rotation through the Affiliate Associations. The order of the rotations shall be: Central Palm Beach County, Broward County, South Palm Beach County, Broward County, North Palm Beach County, Treasure Coast.

C. Qualification

1. A candidate for the office of President-Elect, First Vice-President, Second Vice President, Secretary and Treasurer, must be a voting member of the Atlantic Coast District Dental Association and of one of the affiliate dental associations.
2. A candidate for the office of Delegate to the Atlantic Coast District Dental Association must be a voting member of the Atlantic Coast District Dental Association and of the Affiliate Dental Association, which the Delegate represents on the Executive Committee.

D. Term of office

1. The President-Elect, First Vice President, Second Vice-President, and Secretary shall be elected for one (1) year or until their successors are elected. The Treasurer will be elected to a three (3) year term with unlimited consecutive terms.
2. The President-Elect, upon completion of the term of office, shall succeed to the office of President without election, to serve for a term of one (1) year.
3. The President, upon completion of the term of office, shall succeed to the office of Immediate Past President without election, to serve for a term of one (1) year.
4. A Delegate to the Atlantic Coast District Dental Association shall be elected for a term of one (1) year. The Affiliate Association may limit the number of consecutive terms of their Delegates to the Atlantic Coast District Dental Association.

The term of alternate delegate to the Atlantic Coast District Dental Association shall be determined by the Affiliate Dental Association.

E. Nominations

Nominations for the offices of President-elect, First Vice President, Second Vice President, Secretary and Treasurer shall be presented annually to the General Membership by the Executive Cabinet at the Winter meeting. Additional nominations may be made from the floor.

F. Election

1. The President-elect, First Vice President, Second Vice President, Secretary and Treasurer shall be elected by the General Membership at the Winter meeting.

2. The Delegates to the Atlantic Coast District Dental Association shall be elected by the Affiliate Dental Associations prior to the Winter Session.
3. Voting shall be by ballot of the General Membership.

G. Installation

Elective Officers shall assume office upon adjournment of the Summer Session of the General Membership in the year in which they were elected.

H. Vacancies

1. President

In the event of a vacancy in the office of President, the President-elect shall serve as the President for the unexpired term and for the full term immediately following.

The President-elect shall continue to fulfill the duties normally assigned to the office of the President-elect during the time he serves as President to fulfill and unexpired term.

In the event a vacancy occurs in any other elective office between meetings, the Executive Council shall select a replacement for the same geographical area, who shall serve until an election at the next regular General Assembly meeting, at which time an election will be held to fulfill the vacancy. This vacancy should be filled from the same geographical area as the vacancy occurred.

I. Removal from office

Any Elective Officers found guilty of malfeasance and nonfeasance while in office shall be removed from office.

Any twenty (20) voting members of the Atlantic Coast District Dental Association may submit a written complaint with substantiating evidence to the Executive ~~Secretary~~ **Director** to the Atlantic Coast District Dental Association.

The Executive Cabinet shall appoint a committee from its members to investigate the charge and report back to the Cabinet in executive session. A two-thirds (2/3) affirmative vote shall be required to uphold the charge.

If the charge is upheld, the charge, the Cabinet Committee report, and adjudication shall be presented to the General Assembly to determine if the officer shall be retained or dismissed from office.

J. Duties

The Elective Officers shall perform those duties regularly and customarily pertaining to the offices they hold, and those provided in these Bylaws.

1. President

The President shall, in addition to other duties, submit to the General Assembly, a report of the activities of the office of the President.

He/she shall deliver an address at the opening session of the Winter and Summer meetings.

He/she shall appoint members to serve on the Florida Dental Association councils, as provided in Paragraph H. of the Preamble of these Bylaws.

2. President-Elect

The President-Elect shall, in addition to all other duties, make an annual written report to the Executive Cabinet.

He/she shall serve as parliamentarian at all meetings of this Association and its Executive Committee.

3. First Vice President

The First Vice-President shall, in addition to all other duties, make an annual written report to the Executive Cabinet.

4. Second Vice-President

The Second Vice-President shall, in addition to all other duties, make an annual written report to the Executive Cabinet. He/she shall serve as Editor of the Atlantic Coast District Dental Association publication.

5. Secretary

The Secretary shall, in addition to all other duties, cause to be kept full and complete records of this Association and its Executive Cabinet, including all minutes of all meetings. He/she shall cause to be kept a correct list of members of this Association, comprising an individual record of each, upon the form prescribed by the Executive Cabinet, with such other information as shall be deemed advisable. He/she shall cause to be kept, separately from the foregoing list, a list of all Privileged members, a list of all Life members, a list of all Honorary members, and a list of Association members, with such information as deemed expedient.

The Secretary shall maintain an up-to-date copy of the Constitution and bylaws, showing any and all amendments. ~~He/she shall notify all officers of their election in writing and shall be custodian of the seal of this Association.~~ He/she shall, not less than fifteen (15) days prior to a regular meeting, publish the names of all candidates for Active Membership.

Prior to assuming office, the Secretary shall may present to the President evidence of satisfactory completion of an approved course in Parliamentary Procedure, of which the Association will pay the tuition costs.

The Secretary shall send a list of officers elected at the annual meeting, including delegate and alternate delegates, to the Secretary of the Florida Dental Association upon their election.

Within forty-five (45) days after the summer meeting, in concert with the incoming Secretary, he shall notify all affiliate societies of the nominations they must provide for the Winter Meeting; and shall record and notify the District and Affiliate societies of upcoming state office vacancies available, such as Secretary, Trustee, Delegate, for which this Association must make nomination.

The Secretary shall ascertain the Manual regarding Councils and Committees and the Manual regarding requirements and Conditions of Membership are current at all times and available at all meetings of the Executive Cabinet and/or the General Membership.

6. Treasurer

The Treasurer shall collect and receive all assessments and other funds due this Association. He/she shall be accountable therefore to the Executive Cabinet and to the Association at such times as he/she shall be ordered to give an accounting by either body. He/she shall deposit all funds of this Association in banking

institutions approved by the Executive Cabinet. He/she shall receive and be accountable for membership dues, which shall be remitted by the Central Office of the Florida Dental Association. He/she shall pay all bills, upon approval of the Executive Cabinet. He/she shall, within a period of thirty (30) days following the installation of his successor, remit all records, forms, and physical assets of this Association to his duly installed successor. He/she shall, at the time of the transfer of all records, accounts, monies, etc. to his/her successor, furnish his/her successor with a fidelity bond in the amount prescribed by the Executive Cabinet.

The Treasurer shall be bonded. He/she shall issue a certificate of meritorious service and other token of appreciation, to the retiring President, upon recommendation of the Executive Cabinet.

7. Editor

The Editor shall, in addition to all other duties:

- a. Be responsible, under the direction of the Executive Cabinet, for the content of the Atlantic Coast District Dental Association newsletter.
- b. Appoint such associate editors as deemed necessary for the proper preparation and distribution of the Atlantic Coast District Dental Association's newsletter.
- c. Submit to the Executive Cabinet an annual written report.

Section 2. Appointive Officers

The Appointive Officers of the Atlantic Coast District Dental Association shall be the Executive Director, and such others as may be required for the proper conduct of the Atlantic Coast District Dental Association affairs.

A. Qualifications

Qualifications for Appointive Officers shall be determined by the Executive Cabinet.

B. Appointment

Appointive Officers shall be appointed by a majority vote of the Executive Cabinet.

C. Vacancies

Vacancies in Appointive Officers shall be filled as they occur by a majority vote of the Executive Cabinet.

D. Duties

The Appointive Officers shall perform those duties prescribed by the Executive Cabinet and those provided in these bylaws.

The Executive Director shall, in addition to all other duties:

1. Maintain good public relations, handle all phone communication, and maintain filing records of members and conduct business pertaining to the Association. The Executive Director shall handle all necessary correspondence transmitted from the office pertaining to dentistry; shall be responsible for all banking transactions for the Association, shall keep and maintain a corrected amended copy of the Constitution and Bylaws, take technical dictation from any dentist regarding matters of dental procedures or termination in a professional relations case. The Executive Director is to maintain various rosters of dentists in the Association for convenient referral upon patient requests, and will pay all the approved bills of this Association.

2. When requested, the Executive Director will schedule meetings for various committees and coordinate information for educational seminars, collect registration

monies and pay all bills. The Executive Director shall coordinate all meetings with the Program Chairman, correspond with the clinicians for confirmation and check with hotels regarding menus, etc.

3. The Executive Director shall set up both the Winter and Summer Meetings to ensure the smooth operation as pertains to accommodations, visual aids for the clinicians, proper coordination of hotel staff for breakfasts and lunches/dinners, as specified for the specific meeting, and any special requirements necessary for the clinician. The Executive Director shall pay all bills presented by the hotel to the Association, and shall have a check ready to be presented to the clinician on the date of the meeting.
4. The Executive Director shall, at the Summer Meeting, have a plaque for the outgoing President and a gavel for the Incoming President.
5. The Executive Director shall send a monthly financial statement to the Treasurer advising the current status of the treasury, and will record minutes of each Executive Cabinet meeting. An annual budget is to be submitted to the members of the Executive Cabinet.
6. The Executive Director will mail applications for membership to prospective members. Upon receipt of the application, they will be transmitted to the membership Review Committee for approval. ~~All names of perspective applicants will be advised by the Executive Director of the date of the Indoctrination meeting, which is mandatory by the Florida Dental Association. The Executive Director shall forward to the Florida Dental Association the names of all approved dentists.~~
7. Each year the Executive Director is to assemble the Affiliates Societies Officers, directors, councils, delegates and trustees, to incorporate into a Roster and sent to each Voting Member of the Association.
8. The Executive Director is to coordinate work on the newsletter with the Editor; is to set up the publication, do all the typing, or retyping of ads, as may be necessary, ensure the pleasing physical appearance of the publication, proof read and make camera ready for printers, upon receipt of final copies, send out to all members of this Association.
9. The Executive Director shall coordinate all brochures for special announcements that have to be sent out to the membership from time to time, and shall coordinate, print and send out the brochures for both the Summer and Winter meetings.
10. The Executive Director is to maintain up to date files on each member of the Atlantic Coast District Dental Association, and an up to date database list of each member, for mailings.

Chapter VII Council and Committees

Section 1. Classification

A. Councils

The Councils of the Atlantic Coast District Dental Association shall be established to coincide exactly in title, duties and functions with those of the Florida Dental Association. They shall continue to exist until terminated by the Florida Dental Association as provided in the Bylaws of the Florida Dental Association.

- B.** The Committees of the Atlantic Coast District Dental Association shall be those established by the President and/or Executive Cabinet and/or General Membership, to accomplish a specific assignment; they shall automatically terminate upon

completion of the task for which they were established.

Section 2. Composition

A. Members

1. Councils

Councils shall be composed of the Chairmen of the like Councils of the Affiliate Dental Societies. Members appointed by the President to serve on like Councils of the Florida Dental Association shall be ex-officio members (without vote) of like Atlantic Coast District Dental Association Councils unless they are already members, in which case they will continue to serve as a regular member or chairman of that Atlantic Coast District Dental Association Council.

2. Committees

Committees shall have the number of members specified by the establishing authority.

B. Eligibility

All Council and Committee members must be Voting Members, in good standing, of the Atlantic Coast District Dental Association at the time of their appointment, and must maintain such membership during their term of office.

C. Ex-Officio Member

The President shall serve as ex-officio member of all Councils and Committees of the Atlantic Coast District Dental Association, without vote.

D. Consultants

Councils and Committees of the Atlantic Coast District Dental Association may request the President to appoint one (1) or more consultants when the need for special assistance can be demonstrated, such as technical qualifications and/or geographical advantages essential to the fulfillment of a specific task or program.

Specialty consultants shall be approved by the Executive Cabinet.

E. Task Groups

The Council may create a Task Group for each area of responsibility assigned to the Council and select a Council member to serve as chairman of the Task Group, who may appoint two (2) members from outside the Council to serve on that Task Group.

The Task Group shall meet to accomplish assigned projects when the need for special assistance is required and the Chairman shall report back to the full Council, which shall determine recommendations and resolutions to be submitted to the Executive Cabinet and/or General Assembly.

Section 3. Terms of Office and Tenure

A. Councils

Members of all Councils shall serve for two (2) year terms with review and reappointment after two years.

B. Committees

Members of all committees may serve a term for the existence of the Committee;

appointments shall be reconfirmed annually.

Section 4. Appointment

A. Councils

Each Affiliate dental association shall place the name of the Chairman of its like Council in nomination for a place on each Council of the Atlantic Coast District Dental Association.

The President, with the approval of the Executive Cabinet, shall appoint the nominated members to serve on the Councils and designate one member to serve as Chairman.

B. Committees

Members shall be appointed by the President according to expertise in the specific area of activity.

The President shall designate one member to serve as Chairman.

Section 5. Vacancies

A. Councils

1. Members

In the event of a vacancy in the Membership of a Council, the President, in conjunction with the Affiliate Dental Association President, shall appoint a member from the Affiliate Dental Association to fill such vacancy for the un-expired term.

2. Chairman

In the event of a vacancy in the Chairmanship of a Council, the President shall appoint a Council member to fill such a vacancy for the un-expired term and fill the membership vacancy according to Paragraph A (1) of this Section.

B. Committees

1. Members

In the event of a vacancy in the membership of a Committee, the President shall appoint a member to fill such a vacancy.

2. Chairman

In the event of a vacancy in the Chairmanship of a Committee, the President shall appoint a Committee member to fill such a vacancy for the un-expired term and fill the membership vacancy according to Paragraph B (1) of this Section.

Section 6. Duties

The duties of the Councils and Committees of the Atlantic Coast District Dental Association shall include:

- A. to perform the duties prescribed by the Executive Cabinet and General Membership, in addition to the Duties specified in the Council and Committee Manual;
- B. to submit to the Executive Cabinet immediately following each Council or Committee meeting a report of Council or Committee recommendations and resolutions;
- C. to submit to the General Membership **and** to the Executive Cabinet, a written annual report of the Council or Committee activities;
 - 1. Supplemental reports may be submitted to the General Membership with a copy to the Executive Cabinet;

2. Interim reports should be submitted to the Executive Cabinet or General Membership for informational purposes;
 3. Special reports shall be submitted to the Executive Cabinet or General Membership for informational purposes;
- D. to submit a proposed itemized budget of anticipated expenditures for the ensuing fiscal year to the Executive Cabinet.

CHAPTER VIII General Meetings

Section 1. Semi-Annual Sessions of the Atlantic Coast District Dental Association

There shall be two (2) General meetings of the Atlantic Coast District Dental Association each year, at which will be scheduled the Semi-Annual Sessions of the General Membership and other activities as directed by the General Membership or Executive Cabinet. These general meetings shall be known as the Winter Meeting and the Summer Meeting of the Atlantic Coast District Dental Association.

A. Time and Place

The time and place of each meeting of the Atlantic Coast District Dental Association will be determined by the Executive Cabinet as far in advance as possible.

B. Notice of Meeting

The general membership shall be individually notified in advance of the time and place of all general meetings.

Section 2. Scientific Sessions

A. Annual Scientific Sessions

A scientific session will be conducted annually for the purpose of presenting scientific, technical, and educational information designed to encourage advancement of the art and science of dentistry, to bring about standardization of methods and materials and to improve the professional competence of the dentist.

B. Additional Scientific Sessions

Additional scientific sessions in the form of seminars, symposiums, and workshops, may be scheduled from time to time by the Executive Cabinet for the purpose of improving scientific and technical communication and encouraging education and training at all levels of the dental profession.

Section 3. Admission to General Meetings

A. Members

All members of the Atlantic Coast District Dental Association shall be entitled to admission to general meetings of the Atlantic Coast District Dental Association.

B. Non members

Non members of the Atlantic Coast District Dental Association may be admitted to the general meetings of the Atlantic Coast District Dental Association in accordance with the rules and regulations established by the Executive Cabinet.

Chapter IX Delegation to the House of Delegates of the Florida Dental Association

Section 1. Definition

The Delegates shall be the official representatives of the Atlantic Coast District Dental Association to the House of Delegates of the Florida Dental Association.

Section 2. Representation

A. Delegates

Delegates allotted by the Florida Dental Association shall be allocated as follows: The Five Officers – The President, President-Elect, First Vice-President, Second Vice-President, and the Secretary; and the remainder proportional according to the number of voting members of each affiliate utilizing the least proportionate error.

B. Basis

Determination of Affiliate Dental Association representation among the Delegates of the Atlantic Coast District Dental Association to the Florida Dental Association shall be based on Affiliate Dental Association membership as of April 1 of the previous year.

Section 3. Delegates

A. Eligibility

Delegates and Alternate Delegates shall be limited to Voting members of the Atlantic Coast District Dental Association who are Voting Members of the Affiliate Dental Association which said Delegate or Alternate Delegate represents. Delegate and Alternate Delegates shall be elected prior to the Winter Meeting by the members of the Affiliate Dental Association who are voting members of the Atlantic Coast District Dental Association.

B. Absence

Alternate Delegates will represent the Atlantic Coast District Dental Association only in the absence of a Delegate.

C. Installation

The roster of Delegates and Alternate Delegates shall be ratified by the General Membership at the Winter Meeting. They shall assume office upon adjournment of the Annual Session of the House of Delegates of the Florida Dental Association following the Winter Meeting of the Atlantic Coast District Dental Association at which their election was ratified. They shall first serve at the next session of the House of Delegates of the Florida Dental Association.

D. Notification

It shall be the responsibility of the Atlantic Coast District Dental Association to provide the Florida Dental Association office with the names of Delegates and Alternate Delegates no later than sixty (60) days prior to the House of Delegates of the Florida Dental Association.

Section 4. Term

A. Delegates

Delegates shall serve for a one year term. The affiliate may determine term limits.

B. Alternate Delegates

Alternate Delegates shall serve for one (1) year terms, with no limitation on the number of terms.

Section 5. Vacancies

A. Absence

In the event of a vacancy in the position of an Affiliate Dental Association designated Delegate, the designated Alternate Delegate from the Affiliate Dental Association shall fill the position until the vacancy is filled for the unexpired term in accordance with Section 3. A. of this Chapter.

Section 6. Chairman

A. Selection

The duly appointed Delegates shall select a Chairman from among their own number.

B. Vice Chairman

The duly appointed Delegates shall select a Vice Chairman from among their own number.

C. Term

The Chairman and Vice Chairman shall serve for a two-year term.

D. It is incumbent upon the Chairman to hold a meeting of the Atlantic Coast District Dental Association Delegation prior to all meetings of the Florida Dental Association House of Delegates.

Chapter X Delegates to the Executive Cabinet of the Atlantic Coast District Dental Association

Section 1. Definition

The Delegates shall be the official representatives of the Affiliate Dental Association to the Executive Cabinet of the Atlantic Coast District Dental Association.

Section 2. Representation

A. Delegates

Delegates to the Executive Cabinet of this Association shall be elected by the local affiliated societies. Those local affiliate societies having between 50 and 100 active members shall further elect one additional delegate for each additional 75 active members. (1-49, one delegate; 50-124, two delegates; 125-199, three delegates, etc.) Such delegate(s) shall be presented to the Executive Cabinet of the Atlantic Coast District Dental Association for ratification at the Winter Meeting.

B. Basis

Determination of Affiliate Dental Association representation by Delegates to the Executive Cabinet of the Atlantic Coast District Dental Association shall be based on the Affiliate membership as of April 1st of the previous year.

Section 3. Delegates

A. Eligibility

Delegates shall be limited to Voting Members of Atlantic Coast District Dental Association who are Voting Members of the Affiliate Association which they represent. It is desirable that one of the duly elected delegates be the President of the Affiliate Society.

All Delegates shall be elected before the Winter meeting and installed at the Summer Meeting following their election and ratification.

B. Notification

It shall be the responsibility of the Affiliate Dental Association to provide the Atlantic Coast District Dental Association office with the names of the Delegate nominees to the Executive Cabinet of the Atlantic Coast District Dental Association no later than thirty (30) days prior to the Winter meeting of the Atlantic Coast District Dental Association.

Section 4. Term

Delegates shall be elected for a term of one (1) year.

Section 5. Vacancies

In the event of a vacancy in the position of Delegate, the President of the Affiliate Dental Association shall provide a replacement in accord with the Bylaws of that Affiliate Dental Association.

Chapter XI. Trustees

Section 1. Definition

Trustees shall be the official representatives of the Atlantic Coast District Dental Association to the Board of Trustees of the Florida Dental Association, which is the administrative body of the Florida Dental Association.

Section 2. Representation

A. Trustees

The Atlantic Coast District Dental Association shall elect one of two Trustees and both ~~in even numbered years~~; Alternate Trustees each year in accord with Paragraph G. of the Preamble to these bylaws.

Section 3. Trustees

A. Eligibility

Trustees and Alternate Trustees shall be limited to voting members of the Atlantic Coast District Dental Association. Trustees and Alternate Trustees shall be elected by the General Membership in the years decided by the Florida Dental Association, at the Winter Meeting of the Atlantic Coast District Dental Association. Nominations for Trustees and Alternate Trustees shall be solicited from the Executive Council and the Presidents of the Affiliate Dental Associations by the Secretary at least thirty (30) days prior to the Winter meeting. **Trustees shall be selected from previous or current alternate trustees.** Nominations from the floor will be in order.

B. Absence

Alternate Trustees will represent the Atlantic Coast District Dental Association only in the absence of a Trustee.

C. Installation

Trustees and Alternate Trustees shall assume office upon adjournment of the Annual Session of the House of Delegates of the Florida Dental Association following the Winter Meeting of the Atlantic Coast District Dental Association at which they were elected.

D. Notification

It shall be the responsibility of the Atlantic Coast District Dental Association to notify the Florida Dental Association office of the names of the newly elected Trustees and Alternate Trustees, no later than sixty (60) days prior to the next Annual Session of the Florida Dental Association House of Delegates.

Section 4. Term

A. Trustees

Trustees shall serve for two (2) year terms with tenure limited to three (3) consecutive terms.. and

B. Alternate Trustees

Alternate Trustees shall serve for one year with no limit on the number of consecutive terms.

Section 5. Vacancies

In the event of either an absence or vacancy in the office of an Atlantic Coast District Dental Association Trustee, the President of the Atlantic Coast District Dental Association shall appoint an elected Alternate Trustee to serve until the absence or vacancy is removed, either by return of the Trustee or by election in compliance with Chapter XI, Section 3. for the unexpired term.

CHAPTER XII Delegates to the House of Delegates of the American Dental Association

Section 1. Definition

The Delegates shall be the official representatives of the Florida Dental Association to the House of Delegates of the American Dental Association.

Section 2. Representation

A. Delegates and Alternate Delegates

The Atlantic Coast District Dental Association shall designate one (1) voting member of the Atlantic Coast District Dental Association to serve as a Delegate to the House of Delegates of the American Dental Association, and one (1) Voting member to serve as an Alternate Delegate to the House of Delegates of the American Dental Association.

Section 3. Delegates

A. Eligibility

Delegates and Alternate Delegates to the House of Delegates of the American Dental Association shall be limited to Voting members of the Atlantic Coast District Dental Association. Delegates and Alternate Delegates shall be elected by the General Assembly in the proper years designated by the Florida Dental Association in accord with Chapter XI of the bylaws of the Florida Dental Association.

Nominations for Delegates and Alternate Delegates shall be solicited from the Executive Council and the Presidents of the Affiliate Dental Associations by the Secretary at least thirty (30) days prior to the Winter meeting at which elections of the Delegates are to be held. Nominations from the floor will be in order.

Section 4. Term

A. Delegates

Delegates shall serve for one (1) year term with no limitation on the number of terms.

B. Alternate Delegates

Alternate Delegates shall serve for one (1) year term with no limitation on the number of terms.

Section 5. Installation

Delegates and Alternate Delegates shall assume office upon adjournment of the Annual Session of the House of Delegates of the Florida Dental Association following the Winter meeting of the Atlantic Coast District Dental Association at which they were elected.

Section 6. Vacancies

In the event of either an absence or vacancy in the office of the Atlantic Coast District Dental Association ~~Trustee (Delegate)~~, the President of the Atlantic Coast District Dental Association shall appoint an elected Alternate ~~Trustee (Delegate)~~ to serve until the absence or vacancy is removed, either by return of the ~~Trustee (Delegate)~~ or by election in compliance with Chapter XI, Section 3., for the unexpired term.

Chapter XIII Nominations for Secretary of the Florida Dental Association

Section 1. Rotation

When it is incumbent upon the Atlantic Coast District Dental Association to nominate a Voting member for the office of Secretary of the Florida Dental Association, the nomination shall be by rotation through the Affiliate Associations. The order of rotation shall be ~~Broward County, Palm Beach County, and Treasure Coast. (PALM BEACH, BROWARD, TREASURE COAST)~~. Any Affiliate may voluntarily allow its position in the rotation to be passed over, or exchanged with another Affiliate society.

Section 2. Qualification

A candidate for Secretary of the Florida Dental Association must be a voting member of the Atlantic Coast District Dental Association and of the Affiliate Association placing the name in nomination.

Section 3. Nominations

Nominations for Secretary of the Florida Dental Association shall be presented to the General Membership at the Winter meeting. Nominations from the floor are in order.

Section 4. Election

Chapter XIV Indemnification of Officers

The Atlantic Coast District Dental Association shall indemnify and hold harmless each member of the Executive Cabinet, Officer, Council member, Delegate and Trustee, and Staff member of the Atlantic Coast District Dental Association and each Affiliate officer of the Atlantic Coast District Dental Association from and against any and all claims and liabilities to which they may be or become subject by reason or acting in their official or representative capacity of the Atlantic Coast District Dental Association, or by reason of alleged acts or omissions as an Officer, or representative member, or employee as aforesaid and shall reimburse each person defined herein for all legal and other expenses reasonably incurred in connections with defending against any such claim or liabilities, provided, however, that no person as defined herein shall be indemnified against or reimbursed for any expenses incurred due to negligence or willful misconduct. The foregoing rights shall not be exclusive of any other rights to which said person may be lawfully entitled.

Chapter XV Code of Ethics

Section 1. Professional Code of Members

The Code of Ethics of the Florida Dental Association shall govern the professional conduct of all members.

Section 2. Discipline of Members

A member of the Atlantic Coast District Dental Association may be subjected to the following disciplinary actions and penalties for violation of the Florida Dental Association Code of Ethics. The Censure and Ethics Committee shall determine which of the disciplinary actions shall apply.

A. Censure

A censured member shall maintain all rights and privileges of membership.

B. Probation

A member placed on probation shall maintain all rights and privileges of membership while ~~suspended on probation~~.

C. Suspension

A member placed on suspension shall lose all rights and privileges of membership while suspended.

D. Expulsion

A member who is expelled shall have his membership in the Atlantic Coast District Dental Association revoked.

Section 3. Procedure

All charges shall be made in writing, with specifications clearly setting forth each violation of the Code of Ethics governing this body, and a copy of this complaint shall be sent by registered mail to the individual complained against at least fourteen (14) days prior to the date set for hearing before the ~~Censor and Ethics Committee (CEBJA)~~ **Council on Ethics Bylaws and Judicial Affairs**. If the recommendation of ~~Censors and Ethics Committee (CEBJA)~~ sustains such expulsion, impeachment, suspension, probations, or other disciplinary action, this recommendation and a complete report of the hearing shall be presented to the Executive Cabinet for action. Should the recommendation of the ~~Censors and Ethics Committee (CEBJA)~~ be sustained by the Executive Cabinet, this Association at its next General meeting may, by ballot, expel, impeach, suspend, or place on probation such member by a three fourths (3/4) of all votes cast.