

California Dental Hygienists' Association

BYLAWS

Amended August 2010



California Dental Hygienists' Association
The Voice of Dental Hygiene

**BYLAWS
OF THE
CALIFORNIA DENTAL HYGIENISTS' ASSOCIATION**

(Amended August 2010)

**ARTICLE I
TITLE**

Section 1.01 NAME: The name of this organization shall be the California Dental Hygienists' Association, hereinafter referred to as the "Association."

This Association is a California Mutual Benefits Corporation with a charter agreement as a constituent society of the American Dental Hygienists' Association.

Section 1.02 PRINCIPAL OFFICE: The principal office of the Association shall be at a location designated by the Board of Trustees. The Association may have such other offices as may from time to time be designated by the Board of Trustees.

**ARTICLE II
PURPOSE**

Section 2.01 PURPOSES: This association exists for Dental Hygienists to share common interests, activities, education, and institutions in fellowship with their professional colleagues.

Section 2.02 MISSION: To improve the public's total health, the mission of the California Dental Hygienists' Association is to advance the art and science of dental hygiene by increasing awareness of the cost effective benefits of prevention and ensuring access to quality oral health care; promoting the highest standards of dental hygiene education, licensure, practice, and research; and promoting the interests of dental hygienists.

Section 2.03 GOALS:

Achieve autonomy of dental hygiene education, licensure and practice.

Serve as the recognized authority for the profession of dental hygiene.

Advocate direct access to registered dental hygienists.

**ARTICLE III
MEMBERSHIP**

Section 3.01 CLASSIFICATION: The members of this Association shall be classified as either Voting or Non-Voting.

Section 3.02 VOTING MEMBERS: Membership in ADHA, CDHA and a component shall be required.

- A. **ACTIVE MEMBERS:** Active membership may be granted to any individual who (i) has either earned a certificate or professional degree in dental hygiene granted pursuant to a dental hygiene program offered by an accredited college or institution of higher education, or is licensed to practice dental hygiene in the United States under the provision of a “grandfather clause”; and (ii) is licensed to practice in any state, territory or possession of the United States if such license is required for the practice of dental hygiene; and (iii) agrees to maintain membership in a Constituent as well as a Component (if such exist where the member is licensed, practices or resides).
- B. **LIFE MEMBERS:** Any voting member in good standing who has made outstanding contributions to CDHA with a minimum of twenty (20) years consecutive CDHA membership or twenty-five (25) years active CDHA membership shall be eligible for Life Membership. Upon nomination by a component trustee, the Board of Trustees may recommend candidates for election by the House of Delegates. Life Members of the Northern California State Dental Hygienists' Association (NCSDDHA) and the Southern California Dental Hygienists' Association (SCDDHA) shall retain their current status. Any CDHA member who is elected and serves as ADHA President will automatically be granted CDHA Life Membership status upon completion of their term.
- C. **RETIRED/SENIOR MEMBERS:** Active members who have reached the full retirement age as set by the Social Security Administration and have either been an Active member of the Association for an aggregate total of thirty (30) years, or twenty-five (25) consecutive years may apply for Retired/Senior status.
- D. **MEMBERS WITH DISABILITIES:** Active members who are unable to work due to a verified disability may apply for Disabled status. All such applications must be verified by such member's Constituent and/or Component, and must be accompanied by proof of eligibility each year.

Section 3.03 NON-VOTING MEMBERS:

- A. **ALLIED MEMBERS:** Allied membership may be granted to any individual who supports the purposes and mission of the Association and who is not otherwise qualified for any other class of membership.
- B. **STUDENT MEMBERS:** Student membership may be granted to any student (i) currently enrolled in an accredited dental hygiene program; or (ii) who has graduated from an accredited dental hygiene program and is currently pursuing a baccalaureate or graduate degree complementary to a career in dental hygiene in an accredited college or institution of higher education.
- C. **HONORARY MEMBERS:** Honorary membership may be granted by the House of Delegates to any individual who (i) is not a dental hygienist; (ii) has made outstanding contributions to dental hygiene or dental health; and (iii) has been nominated by the Board of Trustees.

- D. **SUPPORTING MEMBERS:** Supporting membership may be granted to any licensed dental hygienist who (i) is not employed in a dental hygiene-related career; and (ii) agrees to maintain membership in a Constituent as well as a Component (if such exist where the member is licensed or resides).
- E. **INTERNATIONAL MEMBERS:** International membership may be granted to any individual who (i) resides outside of the United States; and (ii) holds a valid license to practice as a dental hygienist.
- F. **CORPORATE MEMBERS:** Corporate membership may be granted to any corporation, partnership, institution or organization that supports the Associations' mission.

Section 3.04 PRIVILEGES OF MEMBERS:

- A. Voting members shall have the right to vote, hold office, to be elected a delegate or alternate to the House of Delegates, be elected or appointed to any office, board, council or committee of the Association and of the one component to which the member belongs and to such other privileges as the House of Delegates may determine.
- B. Non-voting members shall have such privileges as the House of Delegates shall determine, but may not serve as a delegate or alternate delegate to the House of Delegates. They shall not have the right to vote or hold office, with the exception of two voting student delegates at the House of Delegates.

Section 3.05 IN GOOD STANDING: A member of this Association is in good standing within the meaning of these Bylaws: who is not under final sentence of suspension or expulsion because of being found guilty of violating these Bylaws, and/or Principles of Ethics of this Association; who has not been suspended or expelled by a component or any constituent of the American Dental Hygienists' Association.

Section 3.06 RESIGNATIONS: Any member in good standing may resign by submitting a written statement to the Secretary-Treasurer. No member's resignation shall be accepted until all prior dues, fees, and assessments are paid.

Section 3.07 SUSPENSION/TERMINATION: Membership in the Association may be suspended or terminated by the Board of Trustees for cause. Sufficient cause for such suspension or termination of membership may be a violation of these bylaws, the Code of Ethics or any lawful rule of practice adopted by the Association, or other conduct deemed by the House of Delegates to be prejudicial to the best interest of the Association. A statement of the charges shall be sent by registered mail to the last recorded address of the member, accompanied by notice of the time and place of the meeting at which the charges are to be considered. At least thirty days notice shall be given and the member shall have the opportunity to appear in person or to be represented by counsel and to present any defense to such charges before action is taken by the Board of Trustees. The House of Delegates may adopt such rules as may be necessary to assure due process to the member. The decision for suspension or expulsion shall be by a two-thirds vote of the Board of Trustees.

ARTICLE IV

FINANCE

Section 4.01 DUES AND ASSESSMENTS: All dues and assessments of this Association shall be payable in advance on or before the anniversary due date.

- A. Dues and assessments for Active, Allied, Retired/Senior, Members with Disabilities, Students and Supporting members shall be determined by the House of Delegates by a two-thirds affirmative vote of those present and voting.
- B. Life and Honorary members shall be exempt from payment of all dues and assessments of this Association.

Section 4.02 MEMBER IN ARREARS: A member whose dues are in arrears for 30 days shall be dropped from the membership roll.

Section 4.03 REFUNDS: No dues shall be refunded to any member whose membership terminates for any reason.

Section 4.04 REINSTATEMENT: Any member whose membership has lapsed may be reinstated by making application for reinstatement to the Secretary-Treasurer of this Association. Such application must be accompanied by the dues for the then current year.

Section 4.05 FISCAL YEAR: The fiscal year of this Association shall begin July 1 of each calendar year and end June 30 of the succeeding year.

Section 4.06 FUNDS: The funds of this Association shall be deposited, invested, and managed in accordance with policies established by the Board of Trustees.

Section 4.07 GENERAL FUNDS: The general fund shall consist of all monies received other than those specifically allocated to other funds by these Bylaws. This fund shall be used for defraying all expenses incurred by this Association not otherwise provided for in these Bylaws.

ARTICLE V

COMPONENT SOCIETIES

Section 5.01 ORGANIZATION: Component societies, as defined by the American Dental Hygienists' Association, shall be chartered by this Association. Any group of 35 active members, within a geographic territory may petition the Board and, upon approval, receive a charter from and become a component of this Association: except that, without regard to numbers, all component societies of the NCDHA and the SCDHA, as of January 1, 1984, shall be component societies of this Association until such status is relinquished voluntarily or by Board action, for cause. The Board may at any time, for good cause, revoke the charter of any component.

Section 5.02 POWERS: A component shall have the power to provide for its financial support, adopt Bylaws, and make rules and regulations which do not conflict with the Bylaws of this Association or with the Bylaws of the American Dental Hygienists' Association.

Section 5.03 CHOICE OF COMPONENT TRANSFER: A member shall be eligible for membership in only one component. A member may transfer to another component by written notification to ADHA, who shall effect the transfer and shall notify both components and the constituent. Full membership privileges shall be granted to the transferred member without payment of current dues provided current dues have been paid to the previous component.

Section 5.04 REPRESENTATION:

- A. **Trustee and Alternate Trustee:** Each component society shall elect a Trustee as a voting member of the Board of Trustees of this Association to be elected alternately for a period of two years according to their component numbers; even numbers on even years and odd numbers on odd years. No Trustee shall serve more than two (2) consecutive terms. An Alternate Trustee shall be elected or appointed by the component president to act in the absence of the Trustee for the remainder of the unexpired term as defined by their component number.
- B. **The President** of each component society shall be an ex officio member of the Board of Trustees, without vote, unless also elected a Trustee.
- C. **Delegates and Alternate Delegates:** Each component shall elect delegates and alternates for representation at the Annual Business Session.

**ARTICLE VI
OFFICERS**

Section 6.01 ELECTED OFFICERS: The elected officers of this Association shall be President, President-Elect, Two Vice Presidents, Secretary-Treasurer and Immediate Past President.

Section 6.02 QUALIFICATIONS: Any voting member in good standing of this Association shall be eligible to serve as an officer.

Section 6.03 TERM OF OFFICE: All elected officers shall take office upon conclusion of the House of Delegates and all officers, except the Secretary-Treasurer, shall serve for a term of one year, or until their successors are elected and installed. The Secretary-Treasurer shall serve a term of two years. No officer shall serve more than two (2) consecutive terms.

- A. No elected officer shall serve in more than one office at a time.
- B. No elected officer shall serve as a Council Chair.
- C. No elected officer or Board of Trustees member shall serve as a Delegate or Alternate Delegate to the annual meeting of the House of Delegates.
- D. VP of Administration & Public Relations to be elected on even years and VP of Membership & Professional Development to be elected on odd years.

Section 6.04 NOMINATIONS: The Slate of Officers to be elected shall be presented by the Nominations Committee. The report shall be read at the first meeting of the House of Delegates at which time nominations from the floor are in order. Voting shall be by secret ballot of certified Delegates. The person receiving the majority of votes shall be declared elected. In the event that a candidate does not receive a majority of votes cast on the first ballot, the two candidates receiving the highest number of votes shall be voted upon again by ballot. If there is no candidate on the ballot, a write-in candidate can be elected by a majority vote of those present and eligible to vote.

Section 6.05 DUTIES: The officers shall perform those duties regularly and customarily considered to be appropriate. The officers shall also perform those duties assigned by the Board of Trustees or the Executive Committee. The Secretary-Treasurer shall be the chief financial officer of this Association.

To uphold the Dental Hygiene Code of Ethics as stated in the CDHA Policy Manual.

Section 6.06 PRESIDENT-ELECT: The President-Elect, upon completion of the term of office, shall succeed sequentially to the office of President and Immediate Past President without election.

Section 6.07 VACANCIES: In the event the office of President becomes vacant, the President-Elect shall become President for the unexpired term. If the unexpired term is less than six months, the President-Elect shall serve a full term immediately following. In the event that both offices of President and President-Elect are vacant, a special election shall be held by the House of Delegates in accordance with Robert's Rules of Order or as is provided for in these Bylaws. In the event of a vacancy in the office of President-Elect, such duties shall be performed by a member appointed by the President with the approval of the Board of Trustees and then, both President and President-Elect shall be elected at the following House of Delegates. In the event the office of the Immediate Past President becomes vacant, the previous Immediate Past President shall serve the unexpired term. In the event of a vacancy in the office of a Vice-President or Secretary-Treasurer, such vacancy shall be filled by appointment of the President with the approval of the Board of Trustees.

Section 6.08 REMOVAL: Removal from office may occur for the failure to fulfill duties. A two-thirds vote by the Board of Trustees is required for removal. The Board of Trustees shall adopt such rules as set forth by Robert's Rules of Order (newly revised).

Section 6.09. COMPENSATION: Elected officers of this association may receive compensation from CDHA.

ARTICLE VII HOUSE OF DELEGATES

Section 7.01 COMPOSITION: The House shall be composed of one hundred-fifty (150) officially certified Delegates from the components, the Trustees and elected officers of this Association, and one student Delegate from each California Dental Hygiene Program.

- A. **Voting Members:** The voting members of the House of Delegates consists of the officially certified Delegates and alternates from the components, the Trustees, and two student delegates elected by the student delegation to the CDHA House of Delegates.
- B. **Non-Voting Members:** The non-voting members of the House of Delegates shall be the elected officers of the Association and the Student Delegates, except for two elected student delegates.
- C. **Delegate Count:** The total number of delegates allowed to each component will be based on the membership figures as of September 30, and will be equal to the component's percentage of total membership, multiplied by 150 and rounded off to a whole number. A component shall be assured one delegate and the multiple will be adjusted accordingly. For each delegate allocated to a component, that component may have one alternate.

Section 7.02 CERTIFICATION OF DELEGATES AND ALTERNATE DELEGATES:

The Secretary of each component shall file with the Secretary-Treasurer of this Association at least 45 days prior to the first day of the annual meeting of the House of Delegates, the names of Delegates and Alternates duly elected. Upon receipt, the Secretary-Treasurer of this Association shall certify and provide each Delegate or Alternate with proper credentials which shall be presented for registration and admission to sessions of the meeting.

Section 7.03 POWERS: The House shall:

- A. Be the supreme authoritative body of this Association.
- B. Possess the legislative powers of this Association.
- C. Determine the policies which shall govern this Association in all of its activities.
- D. Determine dues and assessments by a vote of two-thirds of the members.
- E. Enact, amend, and repeal the Bylaws of this Association.
- F. Adopt and amend the Principles of Ethics for governing the professional conduct of the members of this Association.
- G. Elect Honorary and Life members of this Association.
- H. Create standing or special committees of this Association, the members of these committees to be appointed by the President with the approval of the Board of Trustees.

Section 7.04 DUTIES: It shall be the annual duty of the House:

- A. To elect officers and ADHA delegates.
- B. To adopt a budget which ensures a fiscally sound organization.
- C. To receive and act upon all annual reports and activities.

Section 7.05 ANNUAL MEETINGS: The House of Delegates shall convene annually at the time determined by the Board of Trustees. The services of a professional registered parliamentarian shall be used for the House of Delegates.

Section 7.06 OFFICIAL CALL: The Secretary-Treasurer shall cause to be published in the official publication of the Association an official notice of the time and place of each session of the House of Delegates 30 days prior to the annual meeting, 15 days prior to a special session. The Secretary-Treasurer shall cause to be sent to each Delegate and Alternate Delegate a copy of such notice together with official credentials.

Section 7.07 SPECIAL SESSIONS: A special session of the House may be called: by the President with the concurrence of the Board; by three-fourths vote of the members of the Board; on written request of a majority of the officially certified Delegates who comprised the last House. The Special Session may consider only such business as shall be mentioned in the call. The time and place or any special session shall be determined by the President with the approval of the Board of Trustees.

Section 7.08 QUORUM: A majority of the maximum possible voting members of the House as defined in section 7.01 shall constitute a quorum for the transaction of business at any meeting of the House of Delegates.

- A. **Loss of Quorum:** The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to have less than a quorum, if such action taken, other than adjournment, is approved by at least a majority of members required to constitute a quorum.
- B. **Adjournment for Lack of Quorum:** In the absence of a quorum, any meeting of the House may be adjourned from time to time by vote of a majority of the members then present, but no other business may be transacted except as provided in Section 7.08-A of these Bylaws.

Section 7.09 ABSENTEE VOTING:

- A. An action required or permitted to be taken by the House of Delegates may be taken without a meeting if all members of the House of Delegates shall individually or collectively consent in writing to that action.
- B. Written consent now includes facsimile, telegraphic and other electronic communication as defined in the California Corporations Code, Section 7211 (b) and Section 5079.
- C. The action by written consent requires a unanimous vote of every member entitled to vote on the action and those consents shall be verified and filed with the minutes of the next meeting of the House of Delegates.
- D. Should the vote not be unanimous, then the action shall be postponed until the next meeting of the House of Delegates.
- E. The Association shall distribute a ballot to every member entitled to vote on the action.
- F. The proposed action shall be clearly understandable, include a justification and sufficient time shall be provided to ask questions and return the ballot.

Section 7.10 OFFICERS: There shall be:

- A. A Speaker of the House shall be elected for a two-year term and shall serve not more than two consecutive terms. The Speaker of the House shall be a member in good standing of this Association. The term shall start upon the adjournment of the House session at which the election occurs. The Speaker of the House shall not be an elected officer or a component Trustee of the Association and shall have such other duties as determined by the Board of Trustees.
 - 1. Duties: The Speaker of the House shall preside at all meetings of the House, appoint judges and tellers to assist in determining the results of any action taken by ballot, and appoint members to perform such other duties as custom and parliamentary procedure requires. The Speaker may consult a parliamentarian when a question of order arises.
 - 2. Vacancies: In the event of the office of the Speaker becoming vacant it shall be filled by appointment of the President with approval of the Board of Trustees.
- B. The Secretary-Treasurer shall serve as secretary of the House.

Section 7.11 COMMITTEES: The committees of the House shall be:

- A. **Credentials Committee:** A credentials committee, consisting of three officially certified Delegates, shall be appointed by the President no less than thirty days in advance of each meeting.
- B. **Reference Committees:** Reference committees consisting of five officially certified Delegates shall be appointed by the President not less than thirty days prior to the annual business session.
- C. **Special Committees:** Special committees of the House may be appointed by the Speaker for the purpose of performing any duties not otherwise assigned in these Bylaws to a committee of the House. Such special committees shall serve until adjournment of the meeting at which they were appointed.

**ARTICLE VIII
BOARD OF TRUSTEES**

Section 8.01 COMPOSITION: The Board shall consist of one Trustee from each component, the elected officers of the Association, and the Immediate Past President, with vote. Component Presidents and ADHA Delegates shall serve as ex officio members without vote.

Section 8.02 POWERS: The Board shall:

- A. Be the managing body of this Association vested with the full power to conduct all business of this Association, and subject to the laws of the State of California, the Articles of Incorporation, these Bylaws and mandates of the House of Delegates.
- B. Establish rules and regulations, not inconsistent with these Bylaws, to govern its organization, procedure and conduct.

C. Approve all proposals for contracts entered into by the Association.

Section 8.03 DUTIES: It shall be the duty of the Board:

- A. To approve the appointment of a qualified member of the Association to the office of *editor* and any other appointed office as provided in these Bylaws.
- B. To determine the time for convening each business session of the House within the limits of these Bylaws.
- C. To take steps necessary to indemnify association funds.
- D. To ensure a fiscally sound organization.
- E. To approve and submit an annual budget as prepared by the Secretary-Treasurer.
- F. To have an independent certified public accountant provide a financial review annually.
- G. To provide for the publication and distribution of all official publications.
- H. To approve the appointment of all council/committee members and chairs.
- I. To review the annual written reports of all councils and committees and make recommendations concerning same to the House.
- J. To cause to be published in the official publication of the Association all policies adopted by the House.
- K. To select the meeting place for the annual business session.
- L. To recommend to the House nominees for Life and Honorary membership.
- M. To annually review and adopt a strategic plan.
- N. To perform such other duties as are prescribed by these Bylaws.

Section 8.04 MEETINGS:

- A. Regular meetings: There shall be not less than three regular meetings of the Board each year.
- B. Special Meetings: Special meetings shall be called by the President on the request of eight (8) voting members of the Board. Due notice of any meeting shall be given each member of the Board at least ten days in advance of the time scheduled for holding such meeting.

Section 8.05 QUORUM:

A majority of the voting members of the Board of Trustees shall constitute a quorum for the transaction of business at any meeting.

Section 8.06 OFFICERS:

The President shall serve as Chairman of the Board and the Secretary-Treasurer shall serve as the Secretary of the Board.

Section 8.07 ABSENTEE VOTING:

- A. An action required or permitted to be taken by the Board of Trustees, (except approval of a contract) may be taken without a meeting if all members of the Board of Trustees shall individually or collectively consent in writing to that action.
- B. Written consent now includes facsimile, telegraphic and other electronic communication as defined in the California Corporations Code, Section 7211(b) and Section 5079.
- C. The action by written consent requires a unanimous vote of every member entitled to vote on the action and those consents shall be verified and filed with the minutes of the next Board of Trustees meeting.
- D. Should the vote not be unanimous, then the action shall be postponed until the next meeting of the Board of Trustees.
- E. The Association shall distribute a ballot to every member entitled to vote on the action.
- F. The proposed action shall be clearly understandable, include a justification and sufficient time shall be provided to ask questions and return the ballot.

Section 8.08 EXECUTIVE ADMINISTRATOR: The Board may engage the services of an Executive Administrator, whose term of office shall be at the discretion of the Board, and whose contract shall be approved by the Board.

**ARTICLE IX
EXECUTIVE COMMITTEE**

Section 9.01 COMPOSITION: There shall be established an Executive Committee, the membership of which shall include the President, the President-Elect, two Vice Presidents, the Secretary-Treasurer, and the Immediate Past President. An Executive Director when retained by the Board, may serve as a consultant to the Executive Committee.

Section 9.02 POWERS AND DUTIES: The Executive Committee shall carry out programs determined by the Board in accordance with policies established by the House and within the limitations of the Articles of Incorporation, these Bylaws and those prescribed by statute. The Executive Committee shall report all of its actions taken on behalf of the Association in written form to the Board at its regular meetings. The actions of the Executive Committee, as described above, shall be interpreted as official acts of the Board unless such written actions reported to the Board are changed or rescinded by the Board.

Section 9.03 MEETINGS: The Executive Committee shall hold such meetings as may be deemed necessary by the President at times other than the regular meetings of the Board and regular and special meetings of the membership.

ARTICLE X
ADHA REPRESENTATION

Section 10.01 HOUSE OF DELEGATES: This Association shall be represented by Delegates and Alternates at the American Dental Hygienists' Association, as provided in the ADHA Bylaws.

Section 10.02 TERM OF OFFICE:

A. **Delegates:** A Delegate shall serve for a term of two years, with tenure limited to two consecutive terms. The term of this office shall commence on the first of September following election to that office ending after two years on August 31.

B. **Alternate Delegates:**

1. An alternate shall be elected for a term of one year commencing on the first of September following election and ending after one year on August 31.
2. The President shall attend the ADHA House of Delegates as the first alternate Delegate if she/he is not already a Delegate. The term for this position shall begin the first of September following election to the position of President-Elect and end on August 31 after having assumed the office of President.

Section 10.03 DUTIES OF ADHA DELEGATES:

- A. Serve as an ex officio member of the Board of Trustees, without a vote.
- B. Attend all meetings of the House of Delegates of the American Dental Hygienists' Association.
- C. To uphold the Dental Hygiene Code of Ethics as stated in the CDHA Policy Manual.
- D. To perform all duties as outlined in these bylaws and such other duties as indicated in the Scopes, Procedures and Protocol Manual.

Section 10.04 DUTIES OF ADHA ALTERNATES: The First Alternate and any other funded alternates shall attend all meetings of the House of Delegates of the American Dental Hygienists' Association, and in the absence of the Delegate, act as a Delegate.
To uphold the Dental Hygiene Code of Ethics as stated in the CDHA Policy Manual.

Section 10.05 VACANCIES: In the event there is no Alternate available, vacancies shall be filled by appointment of the Board of Trustees.

Section 10.06 NOMINATIONS: Nominations for ADHA Delegate and Alternate shall be presented by the Nominations Committee. The report shall be read at the first meeting of the House of Delegates, at which time nominations from the floor shall be in order.

Section 10.07 ELECTIONS: ADHA Delegates and Alternates shall be elected by the House of Delegates. Delegates and alternate positions are elected by a plurality vote with positions as ranked by number of votes received. Write-in candidates must receive 8% of the votes cast to be elected.

Section 10.08 DISTRICT TRUSTEES: This Association shall be represented by a Trustee of the ADHA Board of Trustees to be elected by the ADHA Delegates of our district as provided by ADHA Bylaws.

Section 10.09 REMOVAL: Removal from office may occur for the failure to fulfill duties. A two-thirds vote by the Board of Trustees is required for removal. The Board of Trustees shall adopt such rules as set forth by Robert's Rules of Order (newly revised).

ARTICLE XI COUNCILS, COMMITTEES AND APPOINTMENTS

Section 11.01 GENERAL: The councils and committees of this Association shall be unlimited in number and shall be established by either the House of Delegates or the Board of Trustees. These, with the exception of Nominations Committee, shall be appointed from the membership by the President, with the approval of the Board. One member of each committee shall be appointed to serve as chairman. Each council and committee shall submit a written Annual Report to the Secretary-Treasurer at least thirty (30) days prior to the annual meeting of this Association.

Section 11.02 STANDING COUNCILS AND COMMITTEES: The following Standing Councils and Committees shall be appointed annually.

- A. Administration Council
- B. Finance Advisory Committee
- C. Government Relations Council
- D. Information Technology Council
- E. Membership Council
- F. Professional Development Council
- G. Public Health Council
- H. Public Relations Council
- I. Student Relations Council

Section 11.03 SPECIAL COMMITTEES: Special Committees of this Association may be created at any meeting of the House, to serve until the next Annual Meeting of the House, for the purpose of performing any duty not otherwise assigned in these Bylaws.

Section 11.04 APPOINTMENTS: The appointments of this association shall be made by the President and approved by the Board of Trustees. A majority vote will be required.

- A. **Tenure of Office and Compensation:** The Board of Trustees shall determine the tenure and compensation, if any, of each appointment.
- B. **Duties:** Duties of each appointee and others shall be defined by the Board of Trustees.

C. **Vacancies:** Should a vacancy occur, the appointment to the position shall be filled by the President and approved by a majority vote of the Board of Trustees.

ARTICLE XII ANNUAL MEETINGS

Section 12.01 BUSINESS MEETING: The Annual Business Meeting of this Association shall be the annual meeting of the House of Delegates and shall be at a time and place as determined by the Board of Trustees.

Section 12.02 SCIENTIFIC MEETING: This Association may hold such meetings from time to time as scheduled by the Board of Trustees.

ARTICLE XIII ELECTRONIC COMMUNICATIONS AND E-MEETINGS COMMUNICATIONS

Any action to be taken at an Executive Committee, Board of Trustees, House of Delegates, standing council, committee or task force meeting may be taken through the use of a conference telephone or other communications equipment where all persons participating in the meeting can communicate with each other simultaneously. Participation in such a meeting shall constitute presence in person at the meeting. Notwithstanding anything to the contrary in these Bylaws, notice of an electronic meeting must be delivered at least seventy-two (72) hours prior to the meeting.

Unless otherwise prohibited by law, (i) any action to be taken or notice delivered under these Bylaws may be taken or transmitted by electronic mail or other electronic means; and (ii) any action or approval required to be written or in writing may be transmitted or received by electronic mail or other electronic means.

ARTICLE XIV PUBLICATIONS

Section 14.01 OFFICIAL PUBLICATION: There shall be an official publication the name of which shall be determined by the Board of Trustees.

Section 14.02 ADDITIONAL PUBLICATIONS: The Board of Trustees may authorize such additional publications as may be deemed appropriate in furthering the best interest of this Association.

ARTICLE XV
FOUNDATIONS AND SUBSIDIARY ORGANIZATIONS

The House of Delegates may establish, administer, operate, or dissolve a Foundation or subsidiary organizations as separate entities to perform or engage in functions or activities deemed necessary or appropriate by the House of Delegates and in express terms and conditions established by the House of Delegates.

ARTICLE XVI
PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the proceedings of this Association in all cases not provided for in the Articles of Incorporation or Bylaws of this Association.

ARTICLE XVII
AMENDMENTS AND REVISIONS

These Bylaws may be amended or revised by a two-thirds affirmative vote of the members of the House of Delegates, provided that the proposed amendments or revision have been presented in writing to the members of the House of Delegates, at least thirty (30) days in advance of the meeting of the House of Delegates. These Bylaws may also be amended or revised at any session of the House of Delegates by a three-fourths affirmative vote of the members of the House present and voting, provided the proposed amendments have been presented in writing at a previous meeting of said session and unanimous consent has been given for their consideration.

ARTICLE XVIII
DISSOLUTION

The Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed to the members of the Association. Any funds remaining shall be given to an organization or organizations which shall further the purpose, goals, and objectives of this Association.

ARTICLE XIX
SUPREMACY CLAUSE

Unless prohibited by California Law or the CDHA Articles of Incorporation, the Bylaws of this Association shall not conflict with the Bylaws of the American Dental Hygienists' Association. All voting and non-voting membership categories for this Association and its components, except Life membership must be identical to the American Dental Hygienists' Association. The Bylaws of this Association shall be the supreme law of this Association and all members shall be bound thereby.