

CURRENT SNDS BYLAWS

PROPOSED REVISION, 2019

SOUTHERN NEVADA DENTAL SOCIETY (SNDS) BYLAWS

CHAPTER I

NAME OF ORGANIZATION

The name of this organization shall be the "Southern Nevada Dental Society" hereinafter referred to as the "SNDS". The SNDS is a component society of the American Dental Association and the Nevada Dental Association.

CHAPTER II MEMBERSHIP

Section 1 Qualifications for Membership

(a) Any person applying for membership in this Society, must attain the membership qualification required by the American Dental Association (ADA) and/or transfer membership in any other ADA component and constituent before admission to the Society may be acted upon. Membership in the SNDS also includes membership in the Nevada Dental Association (NDA) and the American Dental Association (tripartite membership).

(b) The boundaries of the SNDS are within the State of Nevada, Clark County and the southern portions of Esmeralda, Nye and Lincoln counties. Dentists residing in these areas are eligible for membership in the SNDS. In order to be a member of the ADA, practicing dentists whose major portion of practice is within these locations must be members of the SNDS and NDA.

(c) A member shall practice the art and sciences of dentistry in a manner equal to the standards of the dental profession of this community. The member shall be honorable in conduct and shall subscribe to and be bound by the Principles of Ethics and Code of Professional Conduct as stated by the American Dental Association and the Nevada Dental Association Bylaws. The member shall recognize the authorized officers of this Society and the Nevada Dental Association as the proper and sole authorities to interpret any doubtful points in conduct and shall at all times be governed and abide by their interpretation.

SOUTHERN NEVADA DENTAL SOCIETY (SNDS) BYLAWS (Proposal)

CHAPTER I

NAME OF ORGANIZATION

The name of this organization shall be the "Southern Nevada Dental Society" hereinafter referred to as the "SNDS". The SNDS is a component society of the American Dental Association and the Nevada Dental Association.

CHAPTER II MEMBERSHIP

Section 1 Qualifications for Membership

(a) Any person applying for membership in this Society, must attain the membership qualification required by the American Dental Association (ADA) and/or transfer membership in any other ADA component and constituent before admission to the Society may be acted upon. Membership in the SNDS also includes membership in the Nevada Dental Association (NDA) and the American Dental Association (ADA) as a tripartite membership.

(b) The boundaries of the SNDS are within the State of Nevada, Clark County and the southern portions of Esmeralda, Nye and Lincoln counties. Dentists residing and practicing in these areas are eligible for membership in the SNDS. In order To be a member of the ADA, practicing dentists whose major portion of practice is within these locations must also be members of the SNDS and NDA.

(c) A member shall practice the art and sciences of dentistry in a manner equal to the standards of the dental profession of this community. The member shall be honorable in conduct and shall subscribe to and be bound by the *Principles of Ethics and Code of Professional Conduct* as stated by the American Dental Association and the Nevada Dental Association Bylaws. The member shall recognize the authorized officers of this Society and the Nevada Dental Association as the proper and sole authorities to interpret any doubtful points in conduct and shall always be governed and abide by their interpretation.

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Section 2 Procedure for Admission

(a) Any person who desires to become a member of this Society shall fill out the application form provided by the SNDS, NDA or ADA. Applications shall be accompanied with an initial \$50.00 application fee. Once accepted for membership, dues payment for the tripartite membership (SNDS, NDA and ADA) will be required.

(b) Upon acceptance into tripartite membership, the applicant will be provided electronic copies of the SNDS, NDA and ADA bylaws and the ADA Principles of Ethics and Code of Professional Conduct. Once accepted as a tripartite member, the applicant promises to abide by the SNDS, NDA and ADA bylaws and the ADA Principles of Ethics and Code of Professional Conduct.

Section 3 Membership in Good Standing

(a) Membership shall become effective and a member shall be in good standing, upon the payment of dues, unless otherwise disqualified.

(b) Leaves of Absence: a member may for the purpose of post-graduate training or sabbatical leave apply for leave of absence for six months or longer, maintaining membership in this Society, provided:

1. The member is in good standing, whose dues have been prorated for the number of months to the date of granting leave of absence, and

2. The member continues to pay the Nevada Dental Association membership dues for the period covering their leave of absence unless otherwise relieved by its Executive Committee.

Upon returning to practice in Southern Nevada, the member shall notify the Executive Director of their return, and shall be assessed dues for the year of return in proportion, prorated as to the number of months of the calendar year remaining.

Section 4 Active Member

(a) Qualifications: To be an active member of the Southern Nevada Dental Society a dentist shall be licensed to practice dentistry (or medicine if the doctor also has a D.D.S. or D.M.D. degree) in the state of Nevada. In addition, a dentist shall be a member in good standing of the American Dental Association (ADA), and the Nevada Dental Association (NDA).

Section 2 Procedure for Admission

(a) Any person who desires to become a member of this Society shall fill out the application form provided by the SNDS, NDA or ADA. Applications shall be accompanied with an initial \$50.00 application fee. Once accepted for membership, dues payment for the tripartite membership (SNDS, NDA and ADA) will be required.

(b) Upon acceptance into tripartite membership, the applicant will be provided or given the web location of electronic copies of the SNDS, NDA and ADA bylaws and the ADA Principles of Ethics and Code of Professional Conduct. Once accepted as a tripartite member, the applicant promises to abide by the SNDS, NDA and ADA bylaws and the ADA Principles of Ethics and Code of Professional Conduct.

Section 3

Section 3 Membership in Good Standing

(a) Membership shall become effective and a member shall be in good standing, upon the payment of dues, unless otherwise disqualified.

(b) Leaves of Absence: a member may for the purpose of post-graduate training or sabbatical leave apply for leave of absence for six months or longer, maintaining membership in this Society, provided:

1. The member is in good standing, whose SNDS dues have been prorated for the number of months to the date of granting leave of absence, and

2. The member continues to pay the Nevada Dental Association membership dues for the period covering their leave of absence unless otherwise relieved by its Executive Committee.

3. Upon returning to practice in Southern Nevada, the member shall notify the SNDS Executive Director of their return and shall be assessed dues at the local society and state association for the year of return in proportion, prorated as to the number of months of the calendar year remaining.

Section 4 Membership

(a) CLASSIFICATION. The members of this Association shall be classified as follows:

1. Active Members
2. Active Life Members
3. Retired Members
4. Student Members
5. Honorary Members
6. Provisional Members

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(b) Rights: An active member shall have the right to suffrage; that is, be entitled to cast one vote on any matters as required herein to be determined by vote of the general membership of this Society, the privilege to attend all meetings of the Society and take part in all meetings of the Society and its sections, and shall be eligible to any office or honor within the Society.

Section 5 Associate Members

(a) Qualifications: A person that is in good standing in any other component dental association and is desirous of maintaining membership in the SNDS. Applicants must show evidence of good standing in their component association, provide one letter of recommendation from an active or life member of the SNDS and obtain approval of the majority of the Executive Committee to attain Associate membership. An associate membership shall be forfeited upon the termination of component association membership. Also, a doctor of dentistry engaged in teaching or research work or holding a position in Federal Service or otherwise, who is not licensed to practice dentistry in the State of Nevada and hence is not eligible to for active membership in this Society, and any other person engaged in dental teaching or research or other scientific work contributing to dentistry or the public health shall be eligible to election to associate membership in this Society.

(b) Rights: Associate members shall have all the rights and privileges of active members except the right to vote or hold an elective office in the Society. The dues of associate members shall be set by the Executive Committee.

Section 6 Retired Members

(a) Qualifications: Any person who has been a member of the Southern Nevada Dental Society and/or the American Dental Association for at least ten years preceding election to retired membership, and who has retired from the active practice of dentistry for reasons satisfactory to the Executive Committee may be elected to retired membership by the Executive Committee.

(b) Rights: Retired members shall have the right to vote or the right to hold office. They shall be privileged to attend any meetings of the Society or its sections which are open to active members. The dues of retired members will be determined by the Executive Committee.

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1. **ACTIVE MEMBER.** Any person holding a D.D.S., D.M.D. or equivalent degree* shall be eligible to be an active member of the NDA if he or she is a member in good standing of The NDA and the component** where the member either resides or is employed or practices.

*As used in these Bylaws, the term "equivalent degree" means a degree that The SNDS deems sufficient to allow the degree holder to sit for a full and complete dentist's licensure examination in the State of Nevada without any additional training.

** As used herein, the term "component" means a local dental association that may be created within the boundaries of The NDA by the NDA pursuant to these Bylaws.

2. **LIFE MEMBER.** Any person holding a D.D.S., D.M.D. or equivalent degree shall be eligible to be a life member of the NDA if he or she meets the following qualifications:

a. Has been an active and/or retired member in good standing of The NDA for at least thirty (30) consecutive years or a total of at least forty (40) non-consecutive years;

b. Reached the age of at least sixty-five (65) during the previous calendar year; and

c. Maintains membership in good standing in The NDA and one of its components.

d. A member may also qualify for life member status by having been a member of the National Dental Association for twenty-five (25) years and subsequently holding membership in The NDA for at least ten (10) years and having reached the age of at least sixty-five (65) during the previous calendar year

3. **RETIRED MEMBER.** Any person holding a D.D.S., D.M.D. or equivalent degree shall be eligible to be a retired member of the NDA if he or she meets the following qualifications:

a. Has submitted to the individual's component to the NDA, an affidavit attesting that the individual does not receive or earn income from any active dental practice

b. Maintains membership in good standing in the NDA and one of its components.

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Section 7 Honorary Members

(a) Qualifications: A person distinguished for their services or as a Doctor of Dentistry, or in the field of Public Health, may be elected to honorary membership in this Society. Persons qualified for honorary membership may be elected by an affirmative vote of not less than four members of the Executive Committee, but no person shall be elected to honorary membership unless his/her nomination has been considered at two consecutive regular meetings of the said Committee.

(b) Rights: Honorary member shall not have the right to vote or the right to hold office. Honorary members shall pay no dues, but may have a meeting fee as determined by the Executive Committee.

Section 8 Life Members

(a) Qualifications: A member in good standing who has met the requirements for Life Membership of ADA.

(b) Rights: Life members shall enjoy the all the privileges of an active member and pay dues designated by the Executive Committee.

Section 9 Student Members/New Dentist

(a) Qualifications: Student members are pre-dental American Student Dental Association members attending a dental school accredited by the ADA Commission on Dental Accreditation (CODA) or any dentist engaged full-time in

(1) an advanced training course of not less than one academic year duration in an school or residency program in areas recognized by the SNDS or accredited by CODA or (2) a residency program or advanced education program in areas recognized by the SNDS or in a program accredited by CODA. Student membership in the SNDS will terminate on December 31 after graduation or completion of an advanced training, residency or graduate work.

(b) Rights: Student members will not have the right to vote or hold office. Dues of Student Members will be determined by the Executive Committee. On a one-time basis, the dentist, once awarded a DDS or DMD degrees, shall be exempt from active member dues for the first calendar year following their dental school graduation. Dues for the second full year of membership shall be 25% of active member dues. For the third full year of membership dues shall be 50% of active member dues. For the fourth full year of membership dues shall be 75% of active member dues. For the fifth year and thereafter dues shall be 100% of active member dues.

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4. **STUDENT MEMBER.** Any person shall be eligible to be a student member of the NDA if the individual meets the following qualifications:

a. Is enrolled as a pre-doctoral student of a dental school accredited by the Commission on Dental Accreditation; or

b. Holds a D.D.S., D.M.D. or an equivalent degree and is engaged full time in an advanced training course of not less than one academic year's duration in an accredited school or residency program.

c. Student membership shall not be considered in the calculation of membership tenure needed to achieve life membership.

5. **HONORARY MEMBER.** Any person shall be eligible to be an honorary member of the NDA if he or she meets the following qualifications:

a. Has made outstanding contributions to the advancement of the art and science of dentistry; and

b. Is elected an honorary member by the Executive Committee

6. **PROVISIONAL MEMBER.** An individual is a provisional member of the NDA if he or she meets one of the following alternative qualifications:

a. Has received a D.D.S. or D.M.D. degree within the past twenty-four (24) months from a dental school accredited by the Commission on Dental Accreditation and is not eligible for any direct category of membership because he or she has not established a place of practice. The provisional membership awarded under this alternative shall terminate December 31 of the second full calendar year following the year in which the degree was awarded; or

b. Is a graduate of an unaccredited dental school who has been licensed within the past twenty-four (24) months to practice dentistry in the State of Nevada and has not established a place of practice.

Section 5 Membership Rights

An active, retired and/or life member shall have the following rights:

- The right to suffrage; that is, be entitled to cast one vote on any matters as required herein to be determined by vote of the general membership of this Society,
- The privilege to attend all meetings of the Society and take part in all meetings of the Society and its sections which are open to active members.
- And shall be eligible to hold any office or honor within the Society.

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56 **Section 6 Membership Dues**
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58 Dues Rate Categories based on Member Classification
59 will be as follows:
60 A. Rate 1: full tripartite dues
61 B. Graduate Student: \$30 to ADA direct
62 C. Rate A: zero dues (first year out)
63 D. Rate B: 25% of tripartite dues (second year)
64 E. Rate C: 50% of tripartite dues (third year)
65 F. Rate D: 75% of tripartite dues (fourth year)
66 G. FQHC member: 100/50/100% (SNDS, NDA,
67 ADA) tripartite dues rates B, C, D, L and 1
68 H. Full time Faculty: 100/50/100% (SNDS, NDA,
69 ADA) tripartite dues
70 I. Life: 75% tripartite dues
71 J. Retired: Zero tripartite dues
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Section 10 Financial Hardship

(a) Qualifications: A member seeking waiver of dues and assessments for reasons of financial hardship must be a current member in good standing and shall submit for approval through the NDA Executive Director an application for such waiver with appropriate verification of financial hardship. The NDA Executive Director will forward the waiver request and documentation to the SNDS Executive Director. The SNDS Executive Committee may grant the waiver in the amount of 25%, 50%, 75% or 100%. Following the guidelines of the NDA and ADA, the NDA and ADA will provide the same proportionate waiver.

(b) Rights: Waiver of dues may be granted with full privileges of membership for one year. A second year of dues waiver with full membership privileges may be granted upon resubmission of an application for dues waiver for financial hardship. After two (2) years of dues waiver a member must qualify for permanent financial hardship designation, a status which will be reevaluated biannually.

Section 11 Termination of Membership

(a) Any member in good standing may resign by filing with the Executive Director a written resignation which may be accepted by the Executive Committee only after all indebtedness of said member to the Society has been paid to the date of filing the resignation.

(b) Any member whose dues have not been paid by February 28th of the current year shall cease to be a member in good standing of this Society and shall be classified as delinquent and dropped from membership on March 31st. Members who elect to make dues payments in installments (two equal payments January 1st and June 1st) will, in addition to the above, cease to be a member in good standing if dues are not current by July 31st of the current year and classified as delinquent and dropped from membership August 31st.

(c) Anyone dropped from membership for nonpayment of dues/assessments may be reinstated within three years by paying the current year's dues/assessments. After three years, they may rejoin by making application to and being approved by the SNDS Executive Committee, payment of the application fee in the amount designated by the Executive Committee, and payment of the current year's dues/assessment.

Section 7 Financial Hardship

(a) Qualifications: A member seeking waiver of dues and assessments for reasons of financial hardship must be a current member in good standing and shall submit for approval through the NDA Executive Director an application for such waiver with appropriate verification of financial hardship. The NDA Executive Director will forward the waiver request and documentation to the SNDS Executive Director. The SNDS Executive Committee may grant the waiver in the amount of 25%, 50%, 75% or 100%. Following the guidelines of the NDA and ADA, the NDA and ADA will provide the same proportionate waiver.

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Section 8

Termination of Membership

(a) Any member in good standing may resign by filing with the Executive Director a written resignation which may be accepted by the Executive Committee only after all indebtedness of said member to the Society has been paid to the date of filing the resignation.

(b) Any member whose dues have not been paid by January 31st of the current year shall cease to be a member in good standing of this Society and shall be classified as delinquent and dropped from membership on March 31st? Members who elect to make dues payments in installments (two, four, six or twelve) will, in addition to the above, cease to be a member in good standing if dues installation payments are not made will be considered delinquent and dropped from the roles at the end of next month after a missed payment.

(c) Anyone dropped from membership for nonpayment of dues/assessments may be reinstated paying the current year's dues plus any assessments.

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1 (d) **Non-Compliance** – it is the duty of the member
 2 to comply with the reasonable requests of a duly
 3 constituted committee, council or other body of the
 4 component and constituent society as necessary or
 5 convenient to enable such a body to perform its
 6 functions and to abide by the decisions of such body.
 7 Any violation of this duty constitutes un-ethical conduct.

8 (e) **Discipline of Members:**

- 10 1. **Causes:** A member who is guilty of any of the
 11 following acts shall be subject, in the discretion
 12 of the Society, to expulsion, suspension or
 13 admonition:
 14 (i) A criminal offense involving moral turpitude.
 15 (ii) Gross misconduct.
 16 (iii) Violation of the ADA Principles of Ethics and
 17 Code of Professional Conduct.
 18 (iv) Willfully committing any act tending to defeat
 19 the aims, purposes or objects of this Society or
 20 to bring the Society into disrepute.
 21 (v) Failure to obey the Bylaws of the Society.
 22 (vi) False testimony and/or misrepresentation of fact.
 23 (vii) Exhibition of disloyalty to the United States by
 24 work or act.
 25 (viii) Conviction of a felony
 26 (ix) Guilty of violating the Nevada Dental Practice
 27 Act
 28 (x) Refusal to satisfactorily participate in the peer
 29 review process

31 2. **Procedure:** Charges of misconduct against a
 32 member may be preferred to the Ethics Committee by
 33 any member of the Society, including a member of the
 34 Committee. The Committee shall investigate the matters
 35 alleged and shall use kindly efforts in the interest of
 36 peace, conciliation or reformation, so far as possible and
 37 expedient. If, after investigation, the Committee believes
 38 the charges warrant further proceedings, it shall report
 39 the matter to the Executive Committee which shall cause
 40 a written copy of the charges to be served on the accused
 41 member at least two weeks prior to the date the
 42 Executive Committee proposes to hold a hearing on the
 43 charges. At the hearing, the Ethics Committee shall
 44 present the evidence it has pertaining to the charges and
 45 a full opportunity shall be afforded the accused member
 46 to present witnesses and other evidence in their defense
 47 and to cross-examine the witnesses and to rebut evidence
 48 to sustain the charges.

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55 (d) **Non-Compliance** – it is the duty of the member to
 56 comply with the reasonable requests of a duly
 57 constituted committee, council or other body of the
 58 component and constituent society as necessary or
 59 convenient to enable such a body to perform its
 60 functions and to abide by the decisions of such body.
 61 Any violation of this duty constitutes un-ethical conduct.

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- 64 **1. Causes:** A member who is guilty of any of the
 65 following acts shall be subject, in the discretion of the
 66 Society, to expulsion, suspension or admonition:
 67 (i) A criminal offense involving moral turpitude.
 68 (ii) Gross misconduct.
 69 (iii) Violation of the ADA Principles of Ethics and Code
 70 of Professional Conduct.
 71 (iv) Willfully committing any act tending to defeat the
 72 aims, purposes or objects of this Society or to bring the
 73 Society into disrepute.
 74 (v) Failure to obey the Bylaws of the Society.
 75 (vi) False testimony and/or misrepresentation of fact.
 76 (vii) Exhibition of disloyalty to the United States by
 77 work or act.
 78 (viii) Conviction of a felony
 79 (ix) Guilty of violating the Nevada Dental Practice Act
 80 (x) Refusal to satisfactorily participate in the peer review
 81 process
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 84 **2. Procedure:** Charges of misconduct against a member
 85 may be preferred to the Ethics Committee by any
 86 member of the Society, including a member of the
 87 Committee. The Committee shall investigate the matters
 88 alleged and shall use kindly efforts in the interest of
 89 peace, conciliation or reformation, so far as possible and
 90 expedient. If, after investigation, the Committee believes
 91 the charges warrant further proceedings, it shall report
 92 the matter to the Executive Committee which shall cause
 93 a written copy of the charges to be served on the accused
 94 member at least two weeks prior to the date the
 95 Executive Committee proposes to hold a hearing on the
 96 charges. At the hearing, the Ethics Committee shall
 97 present the evidence it has pertaining to the charges and
 98 a full opportunity shall be afforded the accused member
 99 to present witnesses and other evidence in their defense
 100 and to cross-examine the witnesses and to rebut evidence
 101 to sustain the charges.

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1 After the conclusion of the hearing, as practical, the
2 Executive Committee shall present a comprehensive
3 summary of its findings and recommendations to a
4 regular meeting of the Society, giving notice to the
5 accused dentist as to the particular meeting of the
6 Society it proposes to do so. The Society shall hear such
7 further evidence or arguments as it deems necessary or
8 equitable and shall then vote on the question as to
9 whether or not the charges preferred have been
10 sustained. If the charges are voted as having been
11 sustained, the Society shall then proceed to vote on the
12 disciplinary action to be taken; provided, however, that a
13 member may not be expelled unless three-fourths of the
14 members present and voting, vote for such action; nor
15 suspended except on a two-thirds vote. If on any ballot
16 the majority of votes is for admonition, the balloting
17 shall cease and the affected member shall be censured in
18 open meeting by the President.

19 A suspended member automatically becomes a member
20 in good standing again on the expiration of the term of
21 suspension. An expelled member may make application
22 for membership one year or more after the date of their
23 expulsion.

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25 A member against whom disciplinary action has been
26 voted by the Society shall have the right to appeal to the
27 Council on Ethics, Bylaws and Judicial Affairs of the
28 Nevada Dental Association under such rules as that body
29 adopts. However, the disciplinary action voted by the
30 Society shall remain in full force and effect during the
31 pendency of such appeal or appeals. For issues involving
32 peer review, the decisions of the Council on Ethics,
33 Bylaws and Judicial Affairs of the Nevada Dental
34 Association are final and no appeals are provided at the
35 ADA level. After due process, for issues of ethical
36 violations the appeals decided by the Council on Ethics,
37 Bylaws and Judicial Affairs of the Nevada Dental
38 Association can be appealed to the Council on Ethics,
39 Bylaws and Judicial Affairs of the American Dental
40 Association.

41 42 **Section 12 Transfer from Other Component Societies**

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44 Members transferring from other component dental
45 societies who move to the SNDS locality may be
46 admitted to membership upon submitting sufficient
47 evidence to the NDA Executive Director that they are in
48 good standing. The NDA Executive Director will
49 inform the SNDS Executive Director of the member
50 transfer. The SNDS Executive Committee will be
51 notified of the transfer by the SNDS Executive Director
52 or Membership Chairman.

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55 After the conclusion of the hearing, if practical, the
56 Executive Committee shall present a comprehensive
57 summary of its findings and recommendations to a
58 regular meeting of the Society, giving notice to the
59 accused dentist as to the particular meeting of the
60 Society it proposes to do so. The Society shall hear such
61 further evidence or arguments as it deems necessary or
62 equitable and shall then vote on the question as to
63 whether or not the charges preferred have been
64 sustained. If the charges are voted as having been
65 sustained, the Society shall then proceed to vote on the
66 disciplinary action to be taken; provided, however, that a
67 member may not be expelled unless three-fourths of the
68 members present and voting, vote for such action; nor
69 suspended except on a two-thirds vote. If on any ballot
70 the majority of votes is for admonition, the balloting
71 shall cease, and the affected member shall be censured in
72 open meeting by the President. A suspended member
73 automatically becomes a member in good standing again
74 on the expiration of the term of suspension. An expelled
75 member may make application for membership one year
76 or more after the date of their expulsion.

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78 **3. Appeal:** A member against whom disciplinary action
79 has been voted by the Society
80 shall have the right to appeal to the Council on Ethics,
81 Bylaws and Judicial Affairs of the Nevada Dental
82 Association under such rules as that body adopts.
83 However, the disciplinary action voted by the Society
84 shall remain in full force and effect during the pendency
85 of such appeal or appeals. For issues involving peer
86 review, the decisions of the Council on Ethics, Bylaws
87 and Judicial Affairs of the Nevada Dental Association
88 are final, and no appeals are provided at the ADA level.
89 After due process, for issues of ethical violations the
90 appeals decided by the Council on Ethics, Bylaws and
91 Judicial Affairs of the Nevada Dental Association can be
92 appealed to the Council on Ethics, Bylaws and Judicial
93 Affairs of the American Dental Association.

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96 **Section 9 Transfer from Other Component Societies**

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98 Members transferring from other component dental
99 societies who move into the SNDS locality may be
100 admitted to membership upon submitting sufficient
101 evidence to the NDA Executive Director that they are in
102 good standing. The NDA Executive Director will inform
103 the SNDS Executive Director of the member transfer.
104 The SNDS Executive Committee will be notified of the
105 transfer by the SNDS Executive Director or Membership
106 Chairman.

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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****CHAPTER III EXECUTIVE LEADERSHIP****Section 1 Officers and Delegates**

1. The officers of this Society shall be a President, a President-Elect, Secretary, Immediate Past President and Treasurer. Except for the Treasurer, the officers shall be elected in the manner provided in the Bylaws at the regular annual meeting of the Society; to serve for one year or until their successors shall qualify. The Treasurer shall be elected for a term of 3 years with no term limits. The Delegates of the Society shall also be elected in the manner provided in the Bylaws at the regular annual April meeting of the Society. The term for Delegates is three (3) consecutive years. Prior to the NDA summer meeting, the President may appoint Alternate Delegates with the approval of a majority of Delegates. The term of the Alternate Delegates shall be one (1) year.

(a) The officers and delegates elected at the annual April meeting shall assume office on the first day of May following their election. Officer's duties, as appropriate, may be delegated to the Executive Director.

(b) Conflict of Interest: Individuals who serve in elective, appointive or employed positions do so in representative or fiduciary capacity that requires loyalty to the Society. While serving in such positions these individuals shall further the interests of the Society as a whole and not benefit from their position individually.

Section 2 Vacancies in Office, How Filled

(a) In the event of death, resignation or removal of the President, the President-Elect immediately shall become President for the unexpired term.

(b) Any vacancy in the office of President-Elect, Secretary or Treasurer shall be filled for the unexpired term by the Executive Committee.

(c) Any vacancy of the Delegates to the Nevada Dental Association shall be filled by appointment of the Executive Committee.

CHAPTER III EXECUTIVE LEADERSHIP**Section 1 Officers and Delegates**

(a) The officers of this Society shall be the Past President, the President, a President-Elect and Secretary, and Treasurer. Except for the Treasurer, the officers shall be elected in the manner provided in the Bylaws at the regular annual meeting of the Society; to serve for one year or until their successors shall qualify. The Treasurer shall be elected for a term of 3 years with three term limit (9 total years) . The Delegates of the Society shall also be elected in the manner provided in the Bylaws at the regular annual April meeting of the Society. The term for Delegates is three (3) consecutive years. Prior to the NDA summer meeting, the President may appoint Alternate Delegates with the approval of a majority of the Executive Committee. The term of the Alternate Delegates shall be one (1) year.

(b) The officers and delegates elected at the annual April meeting shall assume office on the first day of May following their election. Officer's duties, where/when appropriate, may be delegated to the Executive Director.

(c) Conflict of Interest: Individuals who serve in elective, appointive or employed positions do so in representative or fiduciary capacity that requires loyalty to the Society. While serving in such positions these individuals shall further the interests of the Society as a whole and not benefit from their position individually.

Section 2 Vacancies in Office, How Filled

(a) In the event of death, resignation or removal of the President, the President-Elect immediately shall become President for the unexpired term.

(b) Any vacancy in the office of President-Elect, Secretary or Treasurer shall be filled for the unexpired term by the Executive Committee.

(c) Any vacancy of the Delegates to the Nevada Dental Association shall be filled by appointment of the Executive Committee

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****Section 3****Election and Duties of President**

(a) Election: Upon completion of the President-Elect's term, the President-Elect automatically become President for the ensuing year provided he/she is a member in good standing.

(b) Duties: The President shall be the chief executive officer of the Society, and as such, shall carry out the expressed will of the Executive Committee and of the Society in all matters not in conflict with the Articles of Association and Bylaws of the Society. The President shall call, with appropriate notice, all meetings of the Executive Committee and general meetings; shall preside at all meetings of the Executive Committee and the general meetings of the Society; shall appoint all committees not otherwise provided for and shall be a member ex-officio of all committees. The President shall perform such other duties as custom and parliamentary usage may require or the Executive Committee directs.

Section 4**Duties of the President-Elect**

The President-elect shall assist the President in the discharge of his/her duties and will serve as parliamentarian. In the absence or incapacity of the President, the President-Elect shall assume the duties of the President.

Section 5 Secretary Duties

(a) Minutes: The Secretary shall attend all business meetings of the Society and of the Executive Committee.

(b) Records: The Secretary and Executive Director shall be the custodian of all the records and papers of the Society and shall maintain them in proper files for easy reference.

(c) Membership Roll: The Secretary and Executive Director shall keep an accurate roll of all members of the Society including their office and residence addresses, office phone number and email address and make prompt note of all change of status of members and give proper notification of such changes when required by the Bylaws.

Section 3**Election and Duties of President**

(a) Election: Upon completion of the President-Elect's term, the President-Elect automatically become President for the ensuing year provided he/she is a member in good standing.

(b) Duties: The President shall be the chief executive officer of the Society, and as such, shall carry out the expressed will of the Executive Committee and of the Society in all matters not in conflict with the Articles of Association and Bylaws of the Society. The President shall call, with appropriate notice, all meetings of the Executive Committee and general meetings; shall preside at all meetings of the Executive Committee and the general meetings of the Society; shall appoint all committees not otherwise provided for and shall have all committees report to him/her through the SNDS Executive Director. The President shall perform such other duties as custom and parliamentary procedure may require or as the Executive Committee directs. The President-elect shall assist the President in the discharge of his/her duties and will serve as parliamentarian. In the absence or incapacity of the President, the President-Elect shall assume the duties of the President.

Section 4**Duties of the President-Elect**

The President-elect shall assist the President in the discharge of his/her duties and will serve as parliamentarian. In the absence or incapacity of the President, the President-Elect shall assume the duties of the President.

Section 5 Secretary Duties

(a) Minutes: The Secretary shall attend all business meetings of the Society and of the Executive Committee and will maintain minutes for each meeting.

(b) Records: The Secretary and Executive Director shall be the custodian of all the records and papers of the Society and shall maintain them in proper files for easy reference.

(c) Membership Roll: The Secretary and Executive Director shall keep an accurate roll of all members of the Society including their office and residence addresses, office phone number and email address and make prompt note of all change of status of members and give proper notification of such changes when required by the Bylaws.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

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3 (d) Administrative Duties: The Secretary and
4 Executive Director shall carry on, under the direction of
5 the President, and the Executive Committee, and as
6 provided in the Bylaws, all business and correspondence
7 of the Society.
8 (e) Other Duties: The Secretary shall give all
9 notices and do all of those acts required by the Bylaws
10 of this Society and of the Nevada Dental Association.
11 (f) Delegation of Duties: Responsibility for some or
12 all of these duties may be delegated to the Executive
13 Director with agreement of the Executive Board.
14
15 **Section 6 Treasurer Duties**
16 (a) Treasurer shall attend all business meetings of
17 the Society and of the Executive Committee.
18 (b) Records: The Treasurer and the Executive
19 Director shall be the custodian of all the fiscal records,
20 material, ledgers and papers of the Society and shall
21 maintain them in proper order for easy reference.
22 (c) Administrative Duties: The Treasurer and
23 Executive Director shall carry on under the direction of
24 the President, and the Executive Committee, and as
25 provided in the Bylaws, all financial business and
26 correspondence of the Society.
27 (d) Funds: The Treasurer shall: 1) be the custodian
28 of the funds of the Society and shall keep account of the
29 same: 2) demand and receive all funds due the society
30 and shall give proper receipt therefore; 3) receive all
31 bequests and donations made to the Society and shall
32 make disposition of them as directed by donors or by the
33 Executive Committee of the Society; 4) deposit the
34 funds of the Society in such commercial or saving banks
35 as shall be designated by the Executive Board or
36 Committee; 5) pay out of the funds in his/her
37 custody, as provided in the Bylaws, the authorized
38 expenses of the Society; 6) submit accounts to such
39 examination as may be required by the Board or
40 Executive Committee. If the Executive Committee so
41 designated, three members of the Society may assume
42 the function of the certified public accountant.
43 (e) Reports: The Treasurer shall render to the
44 Executive Committee at its January meeting a report in
45 writing, of his/her work and the state of the Society's
46 funds. This report shall be made available to the
47 members on the SNDS website. The Treasurer shall
48 make such other reports, in writing, as the Executive
49 Committee may request.
50 (f) Other duties: The Treasurer shall give all notices
51 and do all of those acts required by the Bylaws of this
52 Society and the Nevada Dental Association.
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57 (d) Administrative Duties: The Secretary and Executive
58 Director shall carry on, under the direction of the
59 President, and the Executive Committee, and as
60 provided in the Bylaws, all business and correspondence
61 of the Society.
62 (e) Other Duties: The Secretary shall give all notices and
63 do all of those acts required by the Bylaws of this
64 Society and of the Nevada Dental Association.
65 (f) Delegation of Duties: Responsibility for some or all
66 of these duties may be delegated to the Executive
67 Director with agreement of the Executive Board.
68
69 **Section 6 Treasurer Duties**
70 (a) Treasurer shall attend all business meetings of the
71 Society and of the Executive Committee.
72 (b) Records: The Treasurer and the Executive Director
73 shall be the custodian of all the fiscal records, material,
74 ledgers and papers of the Society and shall maintain
75 them in proper order for easy reference.
76 (c) Administrative Duties: The Treasurer and Executive
77 Director shall carry on under the direction of the
78 President, and the Executive Committee, and as
79 provided in the Bylaws, all financial business and
80 correspondence of the Society.
81 (d) Funds: The Treasurer shall:
82 1) be the custodian of the funds of the Society and shall
83 keep account of the same;
84 2) demand and receive all funds due the society and shall
85 give proper receipt therefore;
86 3) receive all bequests and donations made to the
87 Society and shall make disposition of them as directed
88 by donors or by the Executive Committee of the Society;
89 4) deposit the funds of the Society in such commercial or
90 saving banks as shall be designated by the Executive
91 Board or Committee;
92 5) pay out of the funds in his/her custody, as provided in
93 the Bylaws, the authorized expenses of the Society;
94 6) submit accounts to such examination as may be
95 required by the Board or Executive Committee. If the
96 Executive Committee so designated, three members of
97 the Society may assume the function of the certified
98 public accountant.
99 (e) Reports: The Treasurer shall render to the Executive
100 Committee at its January meeting a report in writing, of
101 his/her work and the state of the Society's funds. This
102 report shall be made available to the members on the
103 SNDS website. The Treasurer shall make such other
104 reports, in writing, as the Executive Committee may
105 request.
106 (f) Other duties: The Treasurer shall give all notices and
107 do all those acts required by the Bylaws of this Society
108 and the Nevada Dental Association.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

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4 (g) Delegation of Duties: Responsibility for some or
5 all of these duties may be delegated to the Executive
6 Director with agreement of the Executive Board.

Section 7 Delegates to the SNDS

10 (a) Organization: The Southern Nevada Dental
11 Society Delegates to the Nevada Dental Association
12 shall consist of one Delegate elected by the general
13 membership at the annual April meeting per one hundred
14 (100) members of the total active membership,
15 consistent with NDA Bylaws. Prospective delegates
16 must complete a Nomination Form which will be
17 verified by the Executive Director.

(b) Responsibilities:

19 1. Membership – Prime responsibility of the
20 Delegates is to the Society Membership, acting mainly
21 as liaison between them and the Executive Committee,
22 at both the local and state levels. Delegates should use
23 every reasonable effect to encourage membership input,
24 including regular meeting attendance, feedback to
25 Executive Committee actions and active participation in
26 Southern Nevada Dental Society and Nevada Dental
27 Association affairs.

28 2. Society Executive Committee Meetings: All
29 Delegates are required to attend a minimum of 2/3 of all
30 regularly scheduled Executive Committee Meetings. All
31 Delegates are expected to attend all general membership
32 Southern Nevada Dental Society meetings.

33 3. Nevada Dental Association House of Delegates:
34 All Delegates are required to attend the Nevada Dental
35 Association House of Delegates meeting. If attendance is
36 not possible, notice of inability to attend is to be
37 submitted to the Society President-Elect, not less than
38 thirty (30) days prior to the scheduled meeting. It is the
39 responsibility of the President-Elect of the SNDS to
40 insure that the required number of delegates will be in
41 attendance at the Nevada Dental Association House of
42 Delegates business meetings.

43 4. Alternate Delegates are expected to attend all
44 Executive Committee and General Membership
45 meetings in order to be knowledgeable regarding the
46 Southern Nevada Dental Society and the Nevada Dental
47 Association.

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58 (g) Delegation of some of these duties may be given to
59 the SNDS Executive Director with the full approval of
60 the SNDS Executive Board

Section 7 Delegates to the SNDS

64 (a) Organization: The Southern Nevada Dental Society
65 Delegates to the Nevada Dental Association shall consist
66 of one Delegate elected by the general membership at
67 the annual April meeting per fifty (50) members of the
68 total active membership, consistent with NDA Bylaws.
69 Prospective delegates must complete a Nomination Form
70 which will be verified by the Executive Director.

(b) Responsibilities:

72 1. Prime responsibility of the Delegates is to the Society
73 Membership, acting mainly as liaison between them and
74 the Executive Committee, at both the local and state
75 levels. Delegates should use every reasonable effect to
76 encourage membership input, including regular meeting
77 attendance, feedback to Executive Committee actions
78 and active participation in Southern Nevada Dental
79 Society and Nevada Dental Association affairs.

80 2. All Delegates are required to attend a minimum of 2/3
81 (two thirds) of all regularly scheduled Executive
82 Committee Meetings. All Delegates are expected to
83 attend all general membership Southern Nevada Dental
84 Society meetings.

85 3. All Delegates are required to attend the Nevada
86 Dental Association House of Delegates. This will
87 necessitate the delegate paying his/her own way. NDA
88 Voting Delegates are calculated as one delegate to
89 seventy-five (75) SNDS Members at the end of the
90 previous year for the following year's meetings. If
91 attendance is not possible, notice of inability to attend is
92 to be submitted to the Society President-Elect, not less
93 than forty-five (45) days prior to the scheduled meeting.
94 It is the responsibility of the President-Elect of the
95 SNDS ensure the required number of delegates will be
96 present and voting at each Nevada Dental Association
97 House of Delegates business meeting.

98 4. Alternate Delegates are expected to attend all
99 Executive Committee and General Membership
100 meetings to be knowledgeable regarding the Southern
101 Nevada Dental Society and the Nevada Dental
102 Association.

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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****Section 8 Executive Committee Members**

- (a) Executive Committee: This committee shall consist of members as follows:
1. President
 2. Immediate Past President
 3. President-Elect
 4. Secretary
 5. Treasurer
 6. SNDS Executive Director (non-voting)
 7. Southern Nevada Dental Society Delegates and Alternate Delegates to the Nevada Dental Association House of Delegates
 8. Invited guests of the Executive Committee are as follows:
 - a. The Nevada Dental Association Delegate to American Dental Association
 - b. Any member of the Nevada Dental Association Executive Committee from Southern Nevada
 - c. The NDA Executive Director.

(b) Duties: The Executive Committee is subject to the provisions of the Bylaws. The Committee shall be vested with full and complete power and authority to do and perform all acts and to conduct, manage, control, and transact all the affairs and business of and for and on behalf of the Society.

(c) Voting members: Currently elected SNDS Delegates are entitled to vote at the Executive Committee meetings. The President or presiding officer only votes in case of a tie vote. Duly appointed Alternate Delegates may vote if there is not a full complement of Delegates in attendance. Officers (other than the presiding officer – except for tie vote) may vote if they are also alternate delegates and there is not a full complement of Delegates in attendance. Voting by proxy is not permitted.

(d) Quorum: A majority of currently elected SNDS Delegates constitutes a quorum; This number equals (3). Duly appointed Alternate Delegates may substitute to achieve a quorum.

(e) It is also the duty of the Executive Committee to replace inactive members of the Southern Nevada delegation to the Nevada Dental Association House of Delegates. The Executive Committee shall solicit recommendations from the general membership for the purpose of keeping these positions filled. The Executive Committee will vote on the replacement of inactive delegates.

Section 8 Executive Committee Members

- (a) Executive Committee: This committee shall consist of members as follows:

1. President
2. President-Elect
3. Secretary
4. Treasurer
5. Immediate Past President
6. SNDS Executive Director (non-voting)
7. Southern Nevada Dental Society Delegates and Alternate Delegates to the Nevada Dental Association House of Delegates
8. The Southern Nevada Dental Society's Delegate to American Dental Association
8. Invited guests of the Executive Committee are as follows:
 - (a.) Any member of the Nevada Dental Association Executive Committee from Southern Nevada
 - b. The NDA Executive Director.

(b) Duties: The Executive Committee is subject to the provisions of the Bylaws. The Committee shall be vested with full and complete power and authority to do and perform all acts and to conduct, manage, control, and transact all the affairs and business of and for and on behalf of the Society.

(c) Voting members: Currently elected SNDS Delegates are entitled to vote at the Executive Committee meetings. The President or presiding officer only votes in case of a tie vote. Duly appointed Alternate Delegates may vote if there is not a full complement of Delegates in attendance. Officers (other than the presiding officer – except for tie vote) may vote if they are also alternate delegates and there is not a full complement of Delegates in attendance. Voting by proxy is not permitted.

(d) Quorum: A majority of currently elected SNDS Delegates constitutes a quorum; This number equals (5). Duly appointed Alternate Delegates may substitute to achieve a quorum.

(e) It is also the duty of the Executive Committee to replace inactive members of the Southern Nevada delegation to the Nevada Dental Association House of Delegates. The Executive Committee shall solicit recommendations from the general membership for the purpose of keeping these positions filled. The Executive Committee will vote on the replacement of inactive delegates.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****Section 9 Executive Board**

- (a) Executive Board: The Executive Board shall consist of members as follows:
1. All current officers of the Southern Nevada Dental Society
 2. Immediate Past-President of the Southern Nevada Dental Society
- (b) Quorum: Three (3) members of the Executive Board shall constitute a quorum for the transaction of business
- (c) Duties: The duties of the Executive Board shall be:
1. Advise the Executive Committee
 2. To assist the individual officers in acting on behalf of the Executive Committee between its regularly scheduled meetings.
 3. To act on matters requiring prompt attention
 4. To hire, replace, and evaluate the performance of the Executive Director

Section 10 Peer Review Committee

- (a) The number of members should reflect the case load and geographical considerations faced by the committee. The minimum number should be three.
- (b) The members shall be appointed by the President of the Executive Committee of the Southern Nevada Dental Society. Prospective members must complete a Nomination Form which will be verified by the Committee Chairman and/or the Executive Director. Members should serve staggered terms of 3 years to insure continuity of experience. Members may be reappointed by the President for a maximum of three terms.
- (c) The Chairman of the Committee shall be elected by the members of the Committee with the approval of the President of the Executive Committee. The term shall be a maximum of two years and the Chairman may serve additional terms.
- (d) The Committee shall elect a Vice-Chairman with the approval of the President of the Executive Committee. The term shall be a maximum of two years and although it is not required, it is assumed that the Vice-Chairman will assume the position of Chairman at the expiration of the term of the Chairman.
- (e) Members of the Committee shall be general practitioners with specialists being utilized as needed.
- (f) Each member shall have five year minimum practice experience in the state of Nevada.
- (g) No current component officer shall be allowed to serve on peer review. Also, no dentist employed as a consultant or fiduciary of any insuring entity can be a member of the Committee. This is so there are no conflicts of interest.

Section 9 Executive Board

- (a) Executive Board: The Executive Board shall consist of members as follows:
1. All current officers of the Southern Nevada Dental Society
 2. Immediate Past-President of the Southern Nevada Dental Society
- (b) Quorum: Three (3) members of the Executive Board shall constitute a quorum for the transaction of business.
- (c) Duties: The duties of the Executive Board shall be:
1. Guide, Direct and Advise the Executive Committee
 2. To assist the individual officers in acting on behalf of the Executive Committee between its regularly scheduled meetings.
 3. To act on matters requiring prompt attention
 4. To hire, replace, and evaluate the performance of the SNDS Executive Director

Section 10 Peer Review Committee

- (a) The number of members should reflect the case load and geographical considerations faced by the committee. The minimum number should be three.
- (b) The members shall be appointed by the President of the Southern Nevada Dental Society. Prospective members must complete a Nomination Form which will be verified by the Committee Chairman and/or the Executive Director. Members should serve staggered terms of 3 years to insure continuity of experience. Members may be reappointed by the President for a maximum of three terms.
- (c) The Chairman of the Committee shall be elected by the members of the Committee with the approval of the President of the Executive Committee. The term shall be a maximum of two years and the Chairman may serve additional terms.
- (d) The Committee shall elect a Vice-Chairman with the approval of the President of the Executive Committee. The term shall be a maximum of two years and although it is not required, it is assumed that the Vice-Chairman will assume the position of Chairman at the expiration of the term of the Chairman.
- (e) Members of the Committee shall be general practitioners with specialists being utilized as needed.
- (f) Each member shall have five-year minimum practice experience in the state of Nevada and work at least fifty (50) % of the time in the clinical practice of dentistry.
- (g) No current component officer shall be allowed to serve on peer review. Also, no dentist employed as a consultant or fiduciary of any insuring entity can be a member of the Committee. This is so there are no conflicts of interest.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

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2 (Peer Review Committee Cont.)
3 (h) As volunteers, no payments will be received.
4 (i) A member must disqualify himself/herself for
5 the review and any part of the process if the patient has
6 ever engaged the dentist, his/her practice, association, or
7 business for service.
8 (j) Peer Review manuals and operating procedures
9 will be automatically amended to be in compliance with
10 the ADA guidelines.
11 (k) Duties
12 1. To review matters that deal with appropriateness
13 of care, quality of treatment, irregular billing and
14 superiority of service rendered by the dentist to patients.
15 The Committee can act at the request of the dentist,
16 patient or insuring entity. The Committee shall be
17 obligated to conduct an unbiased and objective
18 investigation. The Committee shall determine the nature
19 of the professional investigation. The Committee shall
20 evaluate the skill with which treatment is provided in
21 light of the standards which generally prevail within the
22 profession by those who routinely perform the treatment
23 in question.
24 2. The Chairman, in coordination with the
25 Executive Director, will be responsible for keeping all
26 appropriate records of cases reviewed or business
27 conducted by the committee.
28
29 **Section 11 Ethics Committee**
30 (a) Ethics Committee shall consist of three to five
31 members. Prospective members must complete a
32 Nomination Form which will be verified by the
33 Committee Chairman and/or the Executive Director.
34 (b) Members of this Committee shall be appointed
35 from the general membership by the Executive Board of
36 the Southern Nevada Dental Society.
37 (c) Members shall serve staggered terms of three
38 years, initial appointment to be 1 – 2 – 3 years.
39 (d) Duties:
40 The Committee shall be used, at the discretion of the
41 Executive Committee, to help resolve problems that
42 arise in the course of actions that relate to ethics within
43 the Southern Nevada Dental Society. The Committee
44 shall, using the ADA Principles of Ethics and Code of
45 Professional Conduct manual, help establish
46 the guilt or innocence of members in violation of this
47 code. If a satisfactory decision cannot be found, an
48 appeal can be made to the NDA Council on Ethics,
49 Bylaws and Judicial Affairs. On matters of ethics, a
50 further appeal on the decision of the NDA Council to the
51 Council on Ethics, Bylaws and Judicial Affairs of the
52 ADA.
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57 (h) As volunteers, no payments will be received.
58 (i) A member must disqualify himself/herself for the
59 review and any part of the process if the patient has ever
60 engaged the dentist, his/her practice, association, or
61 business for service.
62 (j) Peer Review manuals and operating procedures will
63 be automatically amended to be following the ADA
64 guidelines.
65 (k) Duties
66 1. To review matters that deal with appropriateness of
67 care, quality of treatment, irregular billing and
68 superiority of service rendered by the dentist to patients.
69 The Committee can act at the request of the dentist,
70 patient or insuring entity. The Committee shall be
71 obligated to conduct an unbiased and objective
72 investigation. The Committee shall determine the nature
73 of the professional investigation. The Committee shall
74 evaluate the skill with which treatment is provided in
75 light of the standards which generally prevail within the
76 profession by those who routinely perform the treatment
77 in question.
78 2. The Chairman, in coordination with the Executive
79 Director, will be responsible for keeping all appropriate
80 records of cases reviewed or business conducted by the
81 committee.
82
83 **Section 11 Ethics Committee**
84 (a) Ethics Committee shall consist of three to five
85 members. Prospective members must complete a
86 Nomination Form which will be verified by the
87 Committee Chairman and/or the Executive Director.
88 (b) Members of this Committee shall be appointed from
89 the general membership by the Executive Board of the
90 Southern Nevada Dental Society.
91 (c) Members shall serve staggered terms of three years,
92 initial appointment to be 1 – 2 – 3 years.
93 (d) Duties: The Committee shall be used, at the
94 discretion of the Executive Committee, to help resolve
95 problems that arise in the course of actions that relate to
96 ethics within the Southern Nevada Dental Society. The
97 Committee shall, using the ADA Principles of Ethics
98 and Code of Professional Conduct manual, help establish
99 the guilt or innocence of members in violation of this
100 code. If a satisfactory decision cannot be found, an
101 appeal can be made to the NDA Council on Ethics,
102 Bylaws and Judicial Affairs. On matters of ethics, a
103 further appeal on the decision of the NDA Council to the
104 Council on Ethics, Bylaws and Judicial Affairs of the
105 ADA.
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CURRENT SNDS BYLAWS

1
2 (Ethics Cont.)
3 Members that are found guilty of unethical conduct as
4 prescribed by the American Dental Association
5 Principles of Ethics and Code of Professional Conduct or
6 any codes of ethics of the component (i.e. SNDS) are
7 subject to the penalties set forth in the ADA Bylaws.

8
9 **CHAPTER IV APPOINTED OFFICER**

10 (a) Title: The appointed officer of this Society shall
11 be the Executive Director

12
13 (b) Appointment: While any active, life or retired
14 member in good standing may be appointed to the office
15 of Executive Director, the Executive Board may appoint
16 a qualified individual who is not eligible for membership
17 in this Society.

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19 (c) Term of office: The Executive Board shall
20 determine the salary and tenure of the Executive
21 Director. Completion of the full term of any appointment
22 shall be at the discretion of the Executive Board.

23
24 (d) Duties: The Executive Director shall be the
25 principal agent of the Executive Board and the Executive
26 Committee. As agent under the direction Executive
27 Board and Executive Committee, the Executive Director
28 shall be the chief operating officer of this Society. In this
29 capacity, the Executive Director shall: 1) preserve and
30 protect the Bylaws, protocols and standing rules of this
31 Society, 2) facilitate the activities of the Executive Board
32 and Executive Committee, 3) engage the staff of this
33 Society, direct and coordinate staff activities, 4)
34 provide input in the formulation and recommendation of
35 new policies, 5) act as ex officio member of all of the
36 Society's committees in providing supervision,
37 monitoring, and guidance, 6) maintain effective
38 relationships with other organizations that interact with
39 the Society, and 7) perform other duties as prescribed by
40 these Bylaws, Executive Board and Executive
41 Committee.

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43 (e) Vacancy: Upon vacancy of the Executive
44 Director's office, the Executive Board will appoint a
45 replacement.

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PROPOSED REVISION, 2019

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57 Members that are found guilty of unethical conduct as
58 prescribed by the American Dental Association
59 Principles of Ethics and Code of Professional Conduct or
60 any codes of ethics of the component (i.e. SNDS) are
61 subject to the penalties set forth in the ADA Bylaws.

62
63 **CHAPTER IV APPOINTED OFFICER**

64 (a) Title: The appointed officer of this Society shall be
65 the Executive Director

66 (b) Appointment: While any active, life or retired
67 member in good standing may be appointed to the office
68 of Executive Director, the Executive Board may appoint
69 a qualified individual who is not eligible for membership
70 in this Society.

71 (c) Term of office: The Executive Board shall determine
72 the salary and tenure of the Executive Director.
73 Completion of the full term of any appointment shall be
74 at the discretion of the Executive Board.

75 (d) Duties: The Executive Director shall be the principal
76 agent of the Executive Board and the Executive
77 Committee. As agent under the direction Executive
78 Board and Executive Committee, the Executive Director
79 shall be the chief operating officer of this Society. In this
80 capacity, the Executive Director shall:

- 81 1) preserve and protect the Bylaws, protocols and
- 82 standing rules of this Society,
- 83 2) facilitate the activities of the Executive Board and
- 84 Executive Committee,
- 85 3) engage the staff of this Society, direct and coordinate
- 86 staff activities,
- 87 4) provide input in the formulation and recommendation
- 88 of new policies,
- 89 5) act as ex officio member of all the Society's
- 90 committees in providing supervision, monitoring, and
- 91 guidance,
- 92 6) maintain effective relationships with other
- 93 organizations that interact with the Society,
- 94 7) perform other duties as prescribed by these Bylaws,
- 95 Executive Board and Executive Committee.

96 a. Prepare a budget for the coming year and submit
97 a budget for approval of

98 b. Perform those further duties as may be assigned
99 by the SNDS Executive Board.

100 c. Attend all business and dinner meetings of the
101 SNDS.

102 d. Keep the minutes of all meetings of SNDS and
103 keep a complete digital record of the workings of the
104 Society.

105 e. To hire, terminate and supervise additional
106 employees, both full and part time. The Executive
107 Director shall provide compensation and description of
108 duties and perform annual evaluations of all employees

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

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3	56 (Appointed Officer, Cont.)
4	57 under his/her direct supervision. These shall be
5	58 presented to the Executive Board each calendar year.
6	59 f. Fulfill the requirements expressed in the job
7	60 description for the Executive Director in the personnel
8	61 policy manual.
9	62 (e) Vacancy: Upon vacancy of the Executive Director's
10	63 office, the Executive Board will appoint a replacement.
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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****CHAPTER V GENERAL MEETINGS**

(a) General Meetings: The Society shall hold general meetings as the Executive Committee may designate, at such time and place as the Executive Committee may determine. The President of the Society shall preside at all general meetings of the Society.

(b) Annual Meeting: The regular annual meeting of the Society shall be held in April. At this meeting officers shall be elected for the ensuing year as provided in the Bylaws, and the President shall announce the result of the election.

(c) In addition to the business and procedures already provided for, such other addresses, reports and procedures as the Executive Committee may deem desirable shall be considered.

(d) Special Meetings: Special Meetings of the Society may be called at any time by the President, and shall be called by the President on the request of any two officers, or on the written request of a majority of the members of the Society entitled to vote. At least seven days written notice of all special meetings called shall be given by the Secretary or Executive Director to each member of the Society. Such notice shall state the time and place of the special meeting, the purpose of the meeting. No other matters shall be considered or acted upon at the Special meeting

(e) Quorum: Any action taken at any of the aforesaid meetings, to-wit: general, special or annual, shall be valid for all purposes, if the notice required herein is given to all voting members of the Society, upon the vote of the majority of the active members present at such meeting. Voting procedures will follow in order of precedence, the Bylaws, Standard Code of Parliamentary Procedure and the Protocol Manual of the Southern Nevada Dental Society.

CHAPTER VI**FUNDS, PROPERTY AND ASSESSMENTS****Section 1 Annual Assessments of Dues**

(a) Funds shall be raised by annual per capita assessment of dues upon the Active, Associate, Retired, Life and Student members of the Society. The assessment of dues upon the Associate, Retired, Life and Student members shall be less than that upon the Active member.

(b) The Executive Committee shall determine the assessments of dues.

CHAPTER V GENERAL MEETINGS

(a) General Meetings: The Society shall hold general meetings as the Executive Committee may designate, at such time and place as the Executive Committee may determine. The President of the Society shall preside at all general meetings of the Society.

(b) Annual Meeting: The regular annual meeting of the Society shall be held in April. At this meeting officers shall be elected for the ensuing year as provided in the Bylaws, and the President shall announce the result of the election.

(c) In addition to the business and procedures already provided for, such other addresses, reports and procedures as the Executive Committee may deem desirable shall be considered.

(d) Special Meetings: Special Meetings of the Society may be called at any time by the President, or shall be called by the President on the request of any two officers, or on the written request of a majority of the members of the Society entitled to vote. At least seven days written notice of all special meetings called shall be given by the Secretary or Executive Director to each member of the Society. Such notice shall state the time and place of the special meeting, the purpose of the meeting. No other matters shall be considered or acted upon at the Special meeting

(e) Quorum: Any action taken at any of the aforesaid meetings, to-wit: general, special or annual, shall be valid for all purposes, if the notice required herein is given to all voting members of the Society, upon the vote of the majority of the active members present at such meeting. Voting procedures will follow in order of precedence, the Bylaws, Standard Code of Parliamentary Procedure and the Protocol Manual of the Southern Nevada Dental Society.

CHAPTER VI**FUNDS, PROPERTY AND ASSESSMENTS****Section 1 Annual Assessments of Dues**

(a) Funds shall be raised by annual per capita assessment of dues upon the membership of the Society as per Chapter II Section 6 of these bylaws.

(b) The Executive Committee shall determine the actual dues based on the proposed budget for the year. The Executive Committee shall have authority to fix, at a lesser rate than the regular dues, the annual dues upon members who are unable to engage in the private practice of dentistry as a result of disability due to old age or protracted illness, and when such period of disability is concluded such members shall pay full dues.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

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3 (c) The Executive Committee shall have authority
4 to fix, at a lesser rate than the regular dues, the annual
5 dues upon members who are unable to engage in the
6 private practice of dentistry as a result of disability due
7 to old age or protracted illness, and when such period of
8 disability is concluded such members shall pay full dues.
9 (d) Members elected after the first month of the
10 fiscal year shall pay dues prorated according to the
11 number of remaining months in the calendar year, plus
12 the per capita assessment to the NDA and ADA
13 (e) The fiscal year shall be the calendar year.
14

Section 2 Payment and Dues

15
16 (a) Annual dues shall be due and payable on
17 January 1st of each year and must be paid on or before
18 February 28th. Any member whose dues have not been
19 paid by February 28th of the current year shall cease to
20 be a member in good standing of this Society and shall
21 be classified as delinquent and dropped from
22 membership on March 31st. Members who elect to make
23 dues payments in installments (two equal payments
24 January 1st and June 1st) will, in addition to the above,
25 cease to be a member in good standing if dues are not
26 current by July 31st of the current year and classified as
27 delinquent and dropped from membership August 31st.
28 (b) Any member whose payment becomes
29 delinquent is no longer in good standing or entitled to
30 the rights, privileges and benefits of membership in this
31 Society.
32

Section 3 Funds

33
34 (a) Funds may be raised by the assessment of dues
35 or received by voluntary contributions, through bequests,
36 legacies, devises and gifts, and from the
37 Society's publications, by special assessments and in any
38 other manner approved by a majority vote of the
39 Executive Committee.
40
41 (b) Funds shall be withdrawn only by check or
42 voucher signed by any one of the officers. The Executive
43 Committee may require two signatures for check or
44 vouchers over an amount determined by them.
45
46 (c) Funds may be expended only for such purposes
47 as the Executive Committee or majority vote of the
48 general membership shall determine.
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57 (c) Members elected after the first month of the fiscal
58 year shall pay dues prorated according to the number of
59 remaining months in the calendar year, plus the per
60 capita assessment to the NDA and ADA
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69 classified as delinquent and dropped from membership
70 on March 31st. Members who elect to make dues
71 payments in installments (2,4,6,8,12) will, in addition to
72 the above, cease to be a member in good standing in the
73 month their dues are not current based on the installment
74 plan and classified as delinquent and dropped from
75 membership at the end of the following month.
76 (b) Any member whose payment becomes delinquent is
77 no longer in good standing or entitled to the rights,
78 privileges and benefits of membership in this Society.
79

Section 3 Funds

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81 (a) Funds may be raised by the assessment of dues or
82 received by voluntary contributions, through bequests,
83 legacies, devises and gifts, and from the Society's
84 publications, by special assessments and in any other
85 manner approved by a majority vote of the Executive
86 Committee.
87 (b) Funds shall be withdrawn only by check or voucher
88 signed by any one of the officers. The Executive
89 Committee may require two signatures for check or
90 vouchers over an amount determined by them.
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92 the Executive Committee or majority vote of the general
93 membership shall determine.
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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****Section 4 Membership Interest in Society Property**

(a) No person other than an active member in good standing shall have any interest in the property of the Society and the interests of any active member therein shall cease when he ceases to be an active member in good standing of the Society.

(b) If any active member shall resign or they cease to be a member of the Society, all of his/her interest in and to all property and funds of the Society shall terminate and such termination of membership shall operate as a release and assignment to the Society of all the rights, title and interest of such member in and to all the property of the Society. Further, the interest of such active member in the property and assets of this society shall not be subject to assignment. Any attempted assignment to such member's proprietary interest in this Society and such interest shall revert to this Society for payment of services rendered.

CHAPTER VII REFERENDUM**Section 1**

(a) The Executive Committee at any meeting thereof may by a majority vote of all its members submit by mail any question(s), matter(s) or proposition(s) to the members of the Society entitled to vote and a majority of all votes cast by mail by the members of the Society entitled to vote shall be final and binding to the membership; provided, however, that not less than one-third of the members entitled to vote, vote upon such question(s), matter(s) or proposition(s).

(b) A referendum shall be directed to [by] the Executive Committee at the first meeting thereof held after the filing with the Secretary-Treasurer/ Executive Director of a written request signed by twenty (20) members of the Society entitled to vote.

Section 2 Phrasing and Ballot

The Executive Committee shall prescribe, fix and determine the form of the question, matter or proposition so referred to the voting members and the time within which such vote shall be cast. Each vote must be in writing and the same must be placed in a sealed envelope, bearing on the corner thereof the signature of the voter. The envelope shall be mailed or delivered to the office of the Executive Director. The canvass thereof shall be made under the direction of the Executive Committee.

Section 4 Membership Interest in Society Property

(a) No person other than an active member in good standing shall have any interest in the property of the Society and the interests of any active member therein shall cease when he ceases to be an active member in good standing of the Society.

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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****CHAPTER VIII COMMITTEES**

Committees: The President of the Southern Nevada Dental Society, with the advice and consent of the Executive Committee shall appoint those committees as they feel necessary.

CHAPTER IX ELECTIONS**Section 1 Conduct of Elections**

The Executive Committee shall conduct all elections, both regular and special, and shall have charge of all matters pertaining thereto.

Section 2 Nominations for Office

(a) A Nominating Committee, composed of three members of the Executive Committee and/or past presidents of the Southern Nevada Dental Society, shall be appointed by the President with the advice and consent of the Executive Committee by November 1st. The term of the Nominating Committee will be November 1st to October 31st.

(b) The Committee will nominate, as needed one or more names each for SNDS President-Elect, Secretary, Treasurer open delegate positions and officer positions to the NDA for the Annual SNDS Meeting. The Nominating Committee will inform the SNDS Executive Leadership of the SNDS nominees at or prior to the March general meeting. Additional nominations may be received by the SNDS Executive Director up to thirty (30) days prior to the April meeting from the General Membership. Additional nominations must be accompanied with a signed document by two (2) active or life members certifying the nominee has agreed to the nomination and will serve in the office if elected. Official ballots will be prepared and available for absentee voting at the SNDS office two weeks prior to the April meeting.

(c) The Committee will nominate SNDS members for NDA officer positions and other elected NDA positions. The Committee will inform the SNDS Delegates of the NDA nominees prior to the election. The SNDS delegates to the NDA will nominate the SNDS candidates for NDA positions at the NDA House of Delegates meetings. Additional nominations may be received by the NDA Executive Director up to thirty (30) days prior to the April meeting from the General Membership. Additional nominations must be accompanied with a signed document by two (2) active or life members certifying the nominee has agreed to the nomination and will serve in the office if elected.

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CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019****Section 3 Date of Election**

The annual election shall be held in April at the annual meeting of the Society.

Section 4 Official Ballot

(a) There shall be no other ballot than the official Ballot as provided by the Secretary with assistance by the Executive Director as required.

(b) On each ballot shall be printed, in alphabetical order, the name of the nominees for each office to be voted upon by the Society. Each ballot shall be printed on security paper, folded and fit inside a blank envelope which is unsealed and place in an additional unsealed envelope. The ballot will be maintained in a secure manner by the Secretary and staff as required for absentee balloting. When a voting member wishes to cast his ballot, the ballot will be verified and the name and ID number of the voting member will be written on the upper left hand corner of the outer ballot, refolded and seal it in the inner envelope. The inner envelope will be reinserted in the outer envelope and sealed and place in a box to hold separate from the ballots yet to be completed.

(c) Absentee Ballots may be cast at the SNDS office beginning two weeks prior to the April annual meeting. Absentee ballots will be certified by the Secretary, Executive Director or other appointed office staff or members of the Election Committee.

(d) The election committee shall be 3 or 5 voting members selected by the President with the advice and consent of the Executive Committee. The chairman should be the chairman of the ethics committee and the remaining members should be selected from Past-Presidents or Executive Committee members. The Election Committee should be appointed and announced at the SNDS General meeting in March. At the annual meeting in April, the chairman of the election committee shall receive the ballots from the secretary and according to assignments the election committee members will verify voting eligibility and mark the outer envelope prior to giving the ballot to the voting member. The ballot box will be monitored by a member of the election committee and each ballot will be checked by the election committee member to assure that the outer envelope contains the appropriate verification, that the outer envelope has been sealed and that the person depositing the ballot is the voting member. The ballots may be deposited in the ballot box once the meeting has been called to order.

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(c) Absentee Ballots may be cast at the SNDS office beginning two weeks prior to the April annual meeting. Absentee ballots will be certified by the Executive Director or other appointed office staff or members of the Election Committee.

(d) The election committee shall be 3 voting members selected by the President with the advice and consent of the Executive Committee. The chairman may be the chairman of the ethics committee and the remaining members may be either past Society Officers or Past Executive Committee members or members at large. The Election Committee should be appointed and announced at the SNDS General meeting in March. At the annual meeting in April, the chairman of the election committee shall receive the ballots from the Executive Director and according to assignments the election committee members will verify voting eligibility and mark the outer envelope prior to giving the ballot to the voting member. The ballot box will be monitored by a member of the election committee and each ballot will be checked by the election committee member to assure that the outer envelope contains the appropriate verification, that the outer envelope has been sealed and that the person depositing the ballot is the voting member. The ballots may be deposited in the ballot box once the meeting has been called to order.

CURRENT SNDS BYLAWS**PROPOSED REVISION, 2019**

(e) Balloting will end five minutes after any speeches or statements from the candidates upon announcement by the SNDS President. The election committee representative will present the ballot box to the Chief Teller who will open the ballot box and the counting table.

Section 5 Procedure of Counting Votes

(a) Three tellers, including the chief teller, will be selected by the SNDS President and the election committee chairman and the tellers will be in order of precedent Past Presidents, Executive Committee members and voting members. Each candidate in a contested election may have a voting member other than the candidate observe the counting process.

(b) The ballots will be divided into thirds among the tellers and the sealed outer envelopes will be opened and the sealed inner envelopes place in separate piles.

The chief teller will count the outer envelopes and verify that there are a number equal to or less than the issued ballots. This number must also match the total ballots cast. The outer envelopes shall be opened and the ballots placed into three piles, one in front of each teller will independently count the ballots in each pile and write the number on a piece of paper place face down on the counting table. The three numbers will be totaled by each teller and if all three totals are the same, the result will be entered on to the tally sheet and the process repeated for any additional contested elections. If all numbers are not the same, the process will be repeated. Once the tally sheet is completed, it is given to the SNDS President and read to the membership. The ballots and tally sheet shall be kept on file for one year in the office of the society and the tally sheet shall be open to inspection by any member entitled to vote.

(c) This outline is not all inclusive and further guidance in the process is in the Standard Code of Parliamentary Procedure.

(d) All activities relative to the election process including but not limited to nominating committee reports, sample ballot, meeting dates and deadlines shall be distributed in publications such as prezfax, or the leader and be featured on websites or other social media as appropriate.

Section 6 Tie Vote

In case of two or more candidates receiving an equal number of votes, election shall be determined by lot in such manner as the Executive Committee shall determine, and the person in whose favor it shall result shall be declared duly elected.

(e) Balloting will end five minutes after any speeches or statements from the candidates upon announcement by the SNDS President. The election committee representative will present the ballot box to the Chief Teller who will open the ballot box and the counting table.

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The chief teller will count the outer envelopes and verify that there are a number equal to or less than the issued ballots. This number must also match the total ballots cast. The inner envelopes shall be opened, and the ballots placed into three piles, one in front of each teller will independently count the ballots in each pile and write the number on a piece of paper place face down on the counting table. The three numbers will be totaled by each teller and if all three totals are the same, the result will be entered on to the tally sheet and the process repeated for any additional contested elections. If all numbers are not the same, the process will be repeated. Once the tally sheet is completed, it is given to the SNDS President and read to the membership. The ballots and tally sheet shall be kept on file for one year in the office of the society and the tally sheet shall be open to inspection by any member entitled to vote.

(c) This outline is not all inclusive and further guidance in the process is in the Standard Code of Parliamentary Procedure.

(d) All activities relative to the election process including but not limited to nominating committee reports, sample ballot, meeting dates and deadlines shall be distributed via email distribution, Facebook or the Society's Website as appropriate.

Section 6 Tie Vote

In case of two or more candidates receiving an equal number of votes, election shall be determined by lot in such manner as the Executive Committee shall determine, and the person in whose favor it shall result shall be declared duly elected.

CURRENT SNDS BYLAWS**CHAPTER X PARLIAMENTARY RULES****Section 1 Rules of Order**

All meetings of the Society, Executive Committee, and Committees shall be governed by the parliamentary rules and usages contained in the current edition of American Institute of Parliamentarians Standard Code of Parliamentary Procedure, when not in conflict with the Bylaws of the Society.

Section 2 Order of Business

(a) The order of business for meetings of the Executive Committee shall be:

1. Roll Call
2. Reading of Minutes of the Previous Meeting.
3. Reports of:
 - a. NDA (NDA reps) They can depart after their report
 - b. Officers
 - c. Executive Director
 - d. Committees
4. Old Business
5. New Business
6. Announcements
7. Adjournment

(b) Roll call may be omitted at Society General Membership Meetings.

Section 3 Suspension of Rules

Rules of order may be suspended only on affirmative vote of $\frac{3}{4}$ of the members present at the meeting.

Section 4 Roll Call

Vote by roll call shall be had upon demand of any member, excluding elections and/or nominations.

CHAPTER XI CODE OF ETHICS**Section 1 Professional Conduct**

The Principles of Ethics and Code of Professional Conduct of the American Dental Association, and such other rules of ethics as may be provided by the Bylaws, or by the laws of the State of Nevada regulating the practice of Dentistry shall govern the professional conduct of the [their governing] association.

PROPOSED REVISION, 2019**PARLIAMENTARY RULES****Section 1 Rules of Order**

All meetings of the Society, Executive Committee, and Committees shall be governed by the parliamentary rules and usages contained in the current edition of American Institute of Parliamentarians Standard Code of Parliamentary Procedure, when not in conflict with the Bylaws of the Society.

Section 2 Order of Business

(a) The order of business for meetings of the Executive Committee shall be:

1. Roll Call
2. Reading of Minutes of the Previous Meeting.
3. Reports of:
 - a. NDA Executive Director or its Representative They can depart after their report
 - b. Officers
 - c. Executive Director
 - d. Committees
4. Old Business
5. New Business
6. Announcements
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CURRENT SNDS BYLAWS

Section 2 Enforcement and Discipline

Any breach, violation or infraction by any member of this Society of any of these aforementioned ethics as hereby adopted, or hereafter amended, shall be sufficient cause for, and shall subject the member to discipline as provided for in the Bylaws of the Southern Nevada Dental Society.

CHAPTER XII AMENDMENTS

(a) These Bylaws [and any Chapters or section thereof, or any part of any thereof,] may be amended or repealed or new Bylaws adopted by an affirmative vote of [a majority of] the members of the Society entitled to vote.

(b) Any such amendments or changes to these Bylaws may be proposed by a resolution of the Executive Committee or by a written proposal/resolution submitted to the Secretary-Treasurer, signed by twenty (20) members of the Society entitled to vote.

(c) The Executive Committee shall distribute said resolution to the membership and cause said resolution to be presented for discussion at two successive General membership meetings of the Society. If a majority of the votes cast at the second meeting are in favor of the proposed resolution, these Bylaws shall thereupon be amended accordingly.

(d) These Bylaws shall be automatically amended to conform to the American Dental Association and Nevada Dental Association Bylaws.

CHAPTER XIII REPEAL OF EXISTING BYLAWS

All chapters and all sections and all parts of all chapters and all parts of all sections of any Bylaws of this Society existing at the time of the adoption of these Bylaws are hereby repealed.

PROPOSED REVISION, 2019

Section 2 Enforcement and Discipline

Any breach, violation or infraction by any member of this Society of any of these ethics as hereby adopted, or hereafter amended, shall be sufficient cause for, and shall subject the member to discipline as provided for in the Bylaws of the Southern Nevada Dental Society.

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