



The Maimonides Dental Society

Washington's Premier Scientific Study Club

Constitution and Bylaws

(Revised 2008)

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Constitution of The Maimonides Dental Society

Article I. Name

The name of this organization shall be “The Maimonides Dental Society,” hereinafter referred to as the “Society.”

Article II. Objectives

The Society shall have as its objectives the promotion of scientific and cultural interests, friendship among its members and the support and advancement of the ideals of the dental community.

Article III. Membership

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

Article IV. Officers

Officers of this Society shall be a President, a President-elect, a Vice President, a Secretary, a Treasurer, an Historian, and a Board Member Emeritus, each of whom shall be elected as provided in Chapter IV of the Bylaws.

Article V. Standing Committees

There shall be an Executive Committee, a Program Committee, a Nominating Committee, a Foundation Committee and a Membership Committee as provided in Chapter V of the Bylaws.

Article VI. Amendments

Amendments to this Constitution may be adopted by a concurrence of two-thirds of the active membership in attendance at a general membership meeting, with at least one-quarter of all active members present.

Amendments must be proposed in writing at the previous general membership meeting and a copy thereof made available to all active members with a notice of the meeting at which their adoption is to be voted upon.

Bylaws of The Maimonides Dental Society

Chapter I. Membership

Sec. 1. Classification:

The members of this Society shall be classified as follows: Active, Associate, Honorary, Retired, Recent Graduate and Emeritus.

Sec. 2. Qualifications:

- A. Active membership shall be limited to ethical dentists, as defined by the American Dental Association, licensed in the Washington Metropolitan area.
- B. Associate membership shall be open to ethical dentists not eligible for active membership or to persons engaged in dental related professions.
- C. Honorary membership shall be open to any individual who has made outstanding contributions to dentistry.
- D. Retired membership shall be open to active members who have retired from the full-time practice of dentistry, from full-time teaching, from any other dental related endeavor, or as approved by the Executive Committee.
- E. Recent Graduate membership shall be open to ethical dentists licensed in the Washington Metropolitan area, who have graduated dental school within the past three years.
- F. Emeritus membership shall be open to active or special members who have been members for 25 or more years, and are a Past President of the Society.

Sec. 3. Duties and Privileges:**A. Active Members:**

1. A candidate for active membership must submit a membership application form accompanied by the payment of one year's dues.
2. Each applicant for active membership must receive approval by a two-thirds majority vote of the members of the Executive Committee present and voting.
3. An active member shall be entitled to attend all meetings, vote and hold office.

B. Associate Members:

1. A candidate for associate membership must submit a membership application form accompanied by the payment of one year's dues.
2. Each applicant for associate membership must receive approval by a two-thirds majority vote of the members of the Executive Committee present and voting.
3. An associate member shall have all privileges of an active member with the exception of voting and holding office.

C. Honorary Members:

1. A candidate for honorary membership shall not be required to submit dues.
2. An honorary member shall be nominated by a two-thirds majority vote of the members of the Executive Committee present and voting.

3. An honorary member shall have all privileges of an active member with the exception of voting and holding office.

D. Retired Members:

1. A candidate for retired membership must apply in writing to the Executive Committee.
2. A retired member shall pay one year's discounted dues to cover the cost of correspondence plus a discounted fee according to the cost of each meeting attended, as determined by the Executive Committee.
3. Each candidate must receive approval by a two-thirds majority vote of the members of the Executive Committee present and voting.
4. A retired member shall have all privileges of an active member with the exception of voting and holding office.

E. Recent Graduate Members:

1. A candidate for recent graduate membership must submit an application with one year's discounted annual dues, as determined by the Executive Committee.
2. Each applicant must receive approval by a two-thirds majority vote of the members of the Executive Committee present and voting.
3. A recent graduate member shall have all privileges of an active member with the exception of voting and holding office.

F. Emeritus Members:

1. A candidate for Emeritus membership must submit an application with one year's dues.
2. Each candidate must meet the criteria for either active or retired membership.
3. Each candidate must be approved by a two-thirds majority vote of the members of the Executive Committee present and voting.

4. An Emeritus member shall have all of the privileges of an active member with the exception of holding office, except as Board Member Emeritus.

Sec. 4. Expulsion:

Specific charges against any member for violation of the Constitution or Bylaws of the Society shall be submitted in writing to, and investigated by, the Executive Committee, which shall give the accused a fair hearing. Any action taken thereon shall be a concurrence of two-thirds of the Executive Committee voting and present. No punishment shall be imposed upon any member except after the foregoing procedure.

Chapter II. Meetings

Sec. 1.

The Society shall hold regular monthly general membership meetings on the fourth Tuesday of each month beginning in September and ending in April, or as determined by the Executive Committee. These meetings are typically not held in November or December. General membership meetings may be held on different days of the week, depending on other meetings or holidays, or as determined by the Executive Committee.

Sec. 2.

Special meetings may be held as ordered by the President or upon the written request of ten percent of the active membership, with the consent of the Executive Committee.

Sec. 3.

Written notice of each regular and special meeting, stating the program or Society information, shall be sent to each member.

Sec. 4.

One-fourth of the active membership shall constitute a quorum for the transaction of business at any general membership meeting.

Sec. 5.

Any member in good standing may bring one or more guests to a general membership meeting. The host member is responsible to the Society for the cost of the visit. This privilege is subject by the discretion of the Executive Committee. Each individual dentist may only be a guest once per year. There is no limitation for non-dentist guests.

Chapter III. Dues

Sec. 1.

The Society's academic year shall begin on June 1 of each calendar year and end on May 31 of the following year.

Sec. 2.

Annual dues shall be paid by each active, associate, retired, recent graduate, and Emeritus member, the amount being determined by the Executive Committee. After due notice, special assessments may be effected by a majority vote of the membership in attendance. Dues and assessments may be reduced upon written request of a member and approval by a two-thirds majority vote of the members of the Executive Committee present and voting.

Sec. 3.

Any member, who has not paid his annual dues by November 1 and assessments within sixty days after they become due, shall, after notice of such delinquency, be disqualified from attending meetings. If dues and assessments are not paid by the end of the academic year, a delinquent shall be automatically dropped from membership in the Society.

Chapter IV. Officers

Sec. 1.

All officers shall be active or Emeritus members nominated prior to and presented to the general membership at the February meeting. The officers shall be elected prior to the last general membership meeting each year. They shall assume office following the last meeting of the academic year and shall serve until the last meeting of the following academic year or until their successors assume office.

Sec. 2.

Whenever a vacancy occurs in any office or elective committee membership, an election for the remainder of the term of office shall be held by the Executive Committee.

Sec. 3.

The President shall preside at the meetings of the Society, authenticate by his signature the papers and disbursement warrants of the Society, call special meetings with the consent of the Executive Committee or at the written request of ten percent of the active membership, be an

ex-officio member of all committees and perform such other duties as may be required of him by the Society, or which, in general, pertain to his office. He shall present the President's award to the Immediate Past President, at the first general membership meeting of the academic year.

Sec. 4.

The President-elect shall assume the duties of the President during his absence or inability to act. He shall become President automatically in case the office of the President should be vacated during his term of office. He shall serve as Chairman of the Program Committee. He shall be a non-voting member of the Nominating Committee.

Sec. 5.

The Vice President shall be a member of the Program Committee, in charge of arrangements and be responsible for planning programs for the following year. He shall maintain AGD accreditation for the Society.

Sec. 6.

The Secretary shall make full records of the proceedings of the Society, including minutes of all executive committee meetings. He shall advise persons concerned of action affecting them taken by the Society and in general conduct the correspondence of the Society. He shall at sufficient time send to all members, and to such others as may be designated, an announcement of each meeting. He shall perform such other duties as may be required of him.

Sec. 7.

The Treasurer shall collect and have charge of all monies due the Society, send bills, deposit monies to the credit of the Society, make all disbursements ordered by the Society on warrants authenticated by the President and keep an accurate record of receipts, disbursements, funds and assets. He shall render a statement of his accounts, with vouchers, at any time he is so ordered by the Society. He shall provide all pertinent information for annual audit and tax returns to the Society's accountant for all Society funds including the Foundation Fund. He shall present a copy of the annual audit and

accounting statement to the Executive Committee each year. He shall perform such other duties as may be required of him.

Sec. 8.

The Historian shall be the custodian of and be responsible for all records, papers and other similar property of the Society, which he shall keep in secure and accessible form. The Historian shall serve a three year term.

Sec. 9.

The Board Member Emeritus shall also be the Chair of the Nominating Committee. He shall notify members and officers of their election. He shall inform committee appointees of their selection and the duties with which they are charged. He shall present the Israel "Sonny" Shulman memorial award. He shall be an ex-officio member of all committees. The Board Member Emeritus shall serve a three year term.

Chapter V. Standing Committees

Sec. 1.

The Society shall maintain the following standing committees: Executive, Program, Nominating, Foundation and Membership.

Sec. 2.

The Executive Committee shall consist of the President, President-elect, Vice President, Secretary, Treasurer, Historian, Board Member Emeritus, Immediate Past President and five elected active members.

- A. The elected members shall be chosen at the same time and in the same manner and shall serve for the same period as the officers.
- B. All elected members of the Executive Committee shall be active or Emeritus members.
- C. Seven voting members shall constitute a quorum for the transaction of business of the Executive Committee.
- D. The President shall serve as Chairman of the Committee.

- E. A minimum of two meetings per year shall be held, the dates of which are to be at the discretion of the Chairman. Special meetings may be called by the Chairman or by any three voting members of the Committee.
- F. The Executive Committee shall keep informed in all matters pertaining to the objectives, interests, policy and conduct of the Society and report to the Society such recommendations as it may deem advisable. It shall receive and investigate all charges against members of regulation violations of the Constitution and Bylaws. It shall endeavor to adjust minor complaints and differences of members, without reporting to the Society. It shall perform such other duties as may be assigned to it.
- G. In emergencies, the Executive Committee may act for the Society, reporting such action to the general membership.

Sec. 3.

The Program Committee shall consist of the President-elect, as Chairman, the Vice President, the Program Advisor and any other members the Chairman may appoint. The Committee shall have the responsibility of planning programs pursuant to the aims of the Society. The Program Advisor shall be an active or retired member appointed by a majority vote of the Executive Committee for a term of three years. The Program Advisor shall maintain a list of hotel contracts, audio-visual contracts, sponsors and speakers.

Sec. 4.

The Nominating Committee shall consist of the President, Board Member Emeritus, five Immediate Past Presidents and two other Past Presidents appointed by the President, all of who shall be active, retired or Emeritus members.

- A. The President shall be responsible for arranging the Nominating Committee meetings.
- B. The Board Member Emeritus shall serve as the Chair of the Nominating Committee.
- C. The Committee shall present a full slate of officers and members of the Executive Committee, including selection of

a new Executive Committee member, to the general membership at the February meeting. The general membership shall vote on the slate of officers at the following meeting.

- D. A list of five general members will be determined, by a majority vote of the Nominating Committee, to be possible new members of the Executive Committee. The Board Member Emeritus will contact these members, in the priority established by the Nominating Committee, to determine who will accept this position.
- E. The Committee may select one or more nominees for the Israel "Sonny" Shulman memorial award each year.

Sec. 5.

The Foundation Committee shall operate as described in Chapter VI of the Bylaws.

Sec. 6.

The Membership Committee shall consist of a member of the Executive Committee appointed by the President, who shall serve as Chairman, and general members of the Society recruited by the Chairman.

- A. The Committee shall be responsible for increasing the membership of the Society and for maintaining current members of the Society.
- B. Prior to the first meeting of the academic year, the Committee shall contact all general members who have not paid dues. The purpose will be to inform those members of the program and to encourage them to register and pay dues for the current year.
- C. The Committee shall recommend ideas to the Executive Committee on how to attract new members to the Society.
- D. The Committee shall recognize all new members at a general membership meeting.

- E. The Committee shall provide a survey to all general members to inquire about the quality of program, speakers, hotel arrangements or any other topics of interest.

Chapter VI. The Maimonides Dental Society Foundation

Sec. 1. Identification

The Maimonides Dental Society Foundation, hereinafter referred to as the “Foundation,” shall be a component of the Society.

Sec. 2. Purpose of the Foundation

- A. To authorize grants to be given to dental schools and other health care institutions. Such grants are to be used for student aid, research, community healthcare or other projects deemed appropriate by the recipient institution.
- B. To maintain a reserve fund for the operating expenses of the Society as needed.
- C. To provide monies for supplementary educational lectures other than the general membership meetings.
- D. To help defray the cost of each 10-year anniversary celebration, as needed.

Sec. 3. Administration of the Foundation

- A. The administrators of the Foundation shall be the six elected officers of the Society; namely, the President, President-Elect, Vice President, Secretary, Treasurer and Historian, the Board Member Emeritus and three Past Presidents of the Society, each of who shall be appointed by the President for a term of one year. These officers shall be known as the Trustees of the Foundation.
- B. The administrative details of the Foundation shall be the responsibility of the Historian and Treasurer of the Society.
- C. The custodians of all assets of the Foundation shall be the President, the Treasurer and the Historian. Two out of three of their signatures will be required to distribute assets of the Foundation.

- D. The assets of the Foundation shall be kept separately from those of the Society, except during distribution.
- E. The Trustees, according to a majority vote of the Trustees, shall determine the amount of grants and their recipients.
- F. The interest, dividends and other earnings of the Foundation will be made available for grants each year. This money will be transferred to the Society's checking account for distribution to the recipient. This money may remain in the Foundation Fund if there is no recipient for the year.
- G. The President shall report on the distributions of the Foundation at one of the general membership meetings and announce the recipient and the amount distributed.
- H. All monies donated to the Society shall be deposited to the Foundation.

Sec. 4. Distribution of the Foundation

- A. Interest, dividends or other earnings from investments may be used to provide grants during the year.
- B. The principal should be reserved as a supplement for operating expenses, to provide supplementary educational lectures or to help defray the costs of each 10-year anniversary celebration of the Society.

Chapter VII. The Israel "Sonny" Shulman Memorial Award

Sec. 1. Purpose

The purpose of the Israel "Sonny" Shulman memorial award is to honor one or more individuals who possess the following attributes:

- A. outstanding leader of the dental community
- B. professional and ethical conduct of the highest order
- C. volunteer activities in the community

Sec. 2. Nominee

The nominee does not have to be a dentist or a member of the Society, but should be affiliated in the field of dentistry. Educators and researchers may be eligible nominees.

Sec. 3. Qualification

A nominee may not have been a past recipient of this award.

Sec. 4. Mailings

The Secretary of the Society shall request nominations twice per year in the general membership mailings. The Board Member Emeritus will then request curriculum vitae, of one page, from the nominee and make them available to the Nominating Committee.

Sec. 5. Nominating Committee

The Nominating Committee, prior to the last meeting of the academic year, shall select the nominee unanimously.

Sec. 6. Selection

A nominee does not need to be selected each year.

Sec. 7. Award

A plaque or certificate shall be presented to the nominee at the first meeting of the following academic year. The Emeritus will present this award. If the Emeritus is unavailable then the President shall present the award.

Chapter VIII. Gender

Except where context otherwise requires, words denoting the singular shall include the plural and words denoting the masculine shall include the feminine.

Chapter IX. Rules of Order

The parliamentary procedure of the Society shall be governed by the most current edition of the Sturgis Standard Code of Parliamentary Procedure.

Chapter X. Amendments

Amendments to these Bylaws may be adopted by a concurrence of two-thirds of the members present and voting, after having been proposed in writing at the previous meeting and a copy thereof made available to all active members with a notice of the meeting at which their adoption is to be voted upon.