

**MEMPHIS DENTAL HYGIENISTS'**  
**ASSOCIATION**

**BYLAWS**  
**and**  
**PRINCIPLES OF ETHICS**

2011 Revision

# THE MEMPHIS DENTAL HYGIENISTS' ASSOCIATION BYLAWS AND PRINCIPLES OF ETHICS

## 2011 Revision

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**ARTICLE I**  
**NAME AND DEFINITION**

**Section 1. Name**

The name of this corporation shall be the Memphis Dental Hygienists’ Association (hereinafter referred to as the “Association”), a Tennessee not-for-profit corporation, incorporated under the State of Tennessee, County of Shelby, on April 12, 1951. The logo of this association is a lighted Memphis Bridge with Memphis Dental Hygienists’ Association inscribed on the Bridge.

**Section 2. Definition**

This association is a component of the Tennessee Dental Hygienists’ Association, also referred to as TDHA, which is a constituent of the American Dental Hygienists’ Association, also referred to as ADHA

**ARTICLE II**  
**ORGANIZATION AND JURISDICTION**

**Section 1. Organization**

This association shall adopt and maintain a Bylaws and Principles of Ethics which shall be in agreement with the Bylaws of both TDHA and

ADHA. This association shall also adopt and maintain an Archives, Policies, and Procedures Manual, which shall be in agreement with TDHA and ADHA. A current copy of said documents shall be filed with the Executive Secretary or Director of TDHA and posted on the MDHA website.

The association shall use its funds only to accomplish the purposes and mission stated in these Bylaws. No part of the association's funds shall inure or be distributed to the members of the association. On dissolution of this association, all funds remaining shall be distributed to one or more regularly organized and qualified professional associations, trade associations; or charitable, educational, scientific, or philanthropic organizations to be selected by the association's Executive Board.

The fiscal year for the association shall be July 1 through June 30 of each year.

## **Section 2. Jurisdiction**

The jurisdiction of this association shall be the (9<sup>th</sup>) district of TDHA.

## **ARTICLE III** **MISSION AND PURPOSES**

### **Section 1. Mission**

- a. Improve the public's total health
- b. To advance the art and science of dental hygiene by ensuring access to quality oral health care
- c. To increase awareness of the cost-effective benefits of disease prevention
- d. To promote the highest standards of dental hygiene education, licensure, practice, and research
- e. To position the dental hygienist as a preventive oral health professional
- f. To represent, protect, and promote the interests of dental hygienists.

### **Section 2. Purposes**

- a. Improve the oral health of the public
- b. Increase public access to oral health care through less restrictive supervision

- c. Increase public oral health care delivery through expanded functions by dental hygienists
- d. Maximize the utilization of dental hygiene services and continue consumer advocacy in the healthcare delivery system
- e. Serve as the local authoritative resource on all issues related to dental hygiene
- f. Increase recognition of the dental hygienist as a licensed professional to ensure credibility to the public
- g. Promote the dental hygienist as a primary care provider of preventive and therapeutic services
- h. Advance the art and science of dental hygiene
- i. Maintain the highest standards of dental hygiene education and practice
- j. Represent and protect the interest of the dental hygiene profession
- k. Improve the professional competence of dental hygienists through continuing education
- l. Foster research in oral health
- m. Provide professional communication
- n. Increase membership and participation in ADHA
- o. Encourage dental hygienists to assume a more active role in the regulation of the dental hygiene profession so dental hygienists can ultimately become self-regulating
- p. Promote the development of a governing board of dental hygiene for the self-regulation dental hygiene education and licensure
- q. Provide for a viable financial base
- r. Publish electronically a newsletter at least annually
- s. Conduct other activities as may be permitted by the State of Tennessee to carry out the purposes of this association.

## **ARTICLE IV** **MEMBERSHIP**

### **Section I. Membership Qualifications**

Membership may be granted to any individual who (i) meets the criteria set forth for each category of membership in the Association; (ii) shares interest in and supports the purposes of the Association; (iii) abides by these Bylaws, the Association's code of Ethics for Dental

Hygienists, and such other policies, rules, and regulations as the Association may adopt; and (iv) meets such additional criteria for each category of membership in the Association.

## **Section 2. Membership Categories**

The membership of the Association shall be composed of the following categories:

### **a. Voting members**

1. **Active members.** Active membership may be granted to any individual who (i) has either earned a certificate or professional degree in dental hygiene granted pursuant to a dental hygiene program offered by an accredited college or institution of higher education, or is licensed to practice dental hygiene in the United States under the provision of a “grandfather clause”; and (ii) is licensed to practice in any state, territory or possession of the United States if such license is required for the practice of dental hygiene; and (iii) agrees to maintain membership in a Constituent as well as a Component (if such exist where the member is licensed, practices or resides).
2. **Retired/ Senior Status.** Active members who have reached the full retirement age as set by the Social Security Administration and have either been active members of the Association for an aggregate total of thirty (30) years, or twenty-five (25) consecutive years may apply for retired/ Senior status. They shall be exempt from paying TDHA dues.
3. **Members with Disabilities.** Active members who are unable to work due to a verified disability may apply for Disabled status. All such applications must be verified by such member’s component and must be accompanied by proof of eligibility each year.
4. **Life Members.** Life membership may be granted by the House of Delegates to any active member who (i) has made significant contributions to the association and

the dental hygiene profession; (ii) submitted an application for life membership to the Board of Trustees at least 30 days prior to the fall Board of Trustees meeting (iii) is nominated by the Board of Trustees; and (iv) meets such other criteria as determined by the Board of Trustees from time to time.

**b. Non-Voting Members.**

1. **International Members.** International membership may be granted to any individual who (i) resides outside of the United States and (ii) holds a valid license to practice as a dental hygienist
2. **Student Members.** Student membership may be granted to any student (i) currently enrolled in an accredited dental hygiene program; or (ii) who has graduated from an accredited dental hygiene program and is currently pursuing a baccalaureate or graduate degree complementary to a career in dental hygiene in an accredited college or institution of higher education.
3. **Supporting Members.** Supporting membership may be granted to any licensed dental hygienist who (i) is not employed in a dental hygiene - related career; and (ii) agrees to maintain membership in Tennessee as well as a Component (if such exist where the members is licensed or resides).
4. **Honorary Members.** Honorary membership may be granted by the House of Delegates to any individual who (i) is not a dental Hygienist; (ii) has made outstanding contributions to dental hygiene or dental health; and (iii) has been nominated by the Board of Trustees.

5. **Allied Members.** Allied membership may be granted to any individual who supports the purposes and mission of the Association and who is not otherwise qualified for any other class of membership upon application to the Board of Trustees.
6. **Corporate Members.** Corporate membership may be granted to any corporation, partnership, institution, or organization that supports the Association's mission

### **Section 3. Privileges of Members**

#### **1. Voting Members.**

- i. Shall have the right to vote; hold office; be elected or appointed to any office, board, council, or committee of this association; be elected a delegate or alternate delegate to the TDHA House of Delegates; attend any general meeting of this association; receive the publications of this association; and such other privileges as the Executive Board may determine.

#### **2. Non-Voting members.**

- i. Shall be entitled to attend any general meeting of this association, but without the right to vote or hold office; and such other privileges as the Executive Board may determine.

### **Section 4. Rights and Duties**

- a. Shall pay dues promptly; notify the Secretary of changes in name and/or contact information; encourage non-members to join the association; work for the advancement of dental hygiene on the local, state, and national levels; attend continuing education courses; component meetings and TDHA annual sessions.
- b. Voting and supporting members must be members of both a Constituent and component (if such exist where the member is licensed, practices, or resides).
- c. All members shall be entitled to attend the meetings and social functions of the Association
- d. Only voting members may vote for the election of Officers, delegates to the House of Delegates, hold office in the Association, its component, and serve on the Executive Board and House of Delegates. Notwithstanding anything



set forth to the contrary herein, the voting members 'right to vote is specifically limited to elections of Delegates, and no other matter. Each eligible voting member shall have one (10 vote in the election of delegates

- e. No individual member of the Association shall have the right to vote, without limitation, on the amendment of the Association's Articles of Incorporation, the merger or dissolution of the Association, or the amendment of its Bylaws.

#### **Section 5. Dues and Assessment.**

- a. The Initial and annual dues for all members of the Association, and the time for paying such dues and other assessments, if any, shall be determined by the Executive Board. Under special circumstances, the executive Board, or its designee(s), may waive or reduce the annual dues and/or assessments for any member

**Section 6. Transfer of Membership.** A member of this association may transfer to another component by written request to the Secretary or Director of TDHA, who shall affect the transfer and shall notify both components. Full membership privileges shall be granted to the transferred member without payment of current dues provided current dues have been paid to the previous component. Members may only be part of one component.

#### **Section 7. Disciplinary Action/ Termination of Membership**

##### **a. Disciplinary Action**

- a. **Grounds for Discipline.** The association may discipline a member for any of the following reasons:
  - i. Failure to comply with these Bylaws, the Association's Code of Ethics for Dental Hygienists, or any other rules or regulations of the Association
  - ii. Conviction of a felony or a crime related to, or arising out of, the practice of dental hygiene or involving moral turpitude
  - iii. Suspension, revocation, or forfeiture by any state, province, or country of the members right to practice as a dental hygienist; or

iv. Unprofessional conduct considered prejudicial to the best interests of, or inconsistent with the purposes of the Association

**b. Procedures.**

Discipline may include, but not be limited to, censure, suspension, probation, and expulsion. Disciplinary action may be taken provided that a statement of the charges shall have been sent by certified mail to the last recorded address of the member at least fifteen (15) days before final action is to be taken. This statement shall be accompanied by a notice of the time and place of the meeting at which the charges shall be considered, and the member shall have the opportunity to appear in person and/or to be represented by counsel and to present any defense to such charges before action is taken by the Association. Such disciplinary actions shall be conducted in accordance with procedures established by the Executive Board

**c. Non-payment of dues.**

The membership of any member who is in default of payment of dues or assessments for more than three months, ceases to be a member of the Constituent, Component, or other organization required for membership in the Association, or otherwise becomes ineligible for membership, and shall be terminated automatically, according to such rules or procedures as the Executive Board or the designee(s) shall establish, unless such termination is delayed by the Executive Board

**Section 8: Reinstatement.**

Members who have resigned or whose membership has been terminated for non-payment of dues or assessments may be reinstated upon (i) payment of dues and any assessments; (ii) application to the appropriate component or to the Executive Board; and (iii) meeting such additional terms and conditions as may be established by the Executive Board.

**Section 9: Resignation.**

A member not charged with violation of the Bylaws of this association, TDHA, or ADHA may resign at any time by making written request to the Secretary of this association, the Secretary or Director of

TDHA, and/or to the Executive Director of ADHA, as applicable. No member's resignation shall be accepted until all prior dues, fees, and assessments are paid.

## **ARTICLE V ELECTED OFFICERS**

### **Section 1. Officers**

The Elected officers of this association shall be the President, President-Elect, Vice-President, Immediate Past -President, Secretary, Treasurer and Communications Director. The TDHA Trustee, Delegates, and Alternate Delegates shall be ex-officio officers of this association.

### **Section 2. Qualifications**

All elected officers shall be voting members of this association

### **Section 3. Nominations**

Nominations for office shall be made by the Immediate Past-President. If possible, the Immediate Past-President shall report at least two candidates for each office to be elected by the membership of this association. Additional nominations may be made from the floor. Nominating speeches shall be limited to two minutes in length.

### **Section 4. Elections**

The officers shall be elected by the members of this association; to serve the term designated for each office or until a successor is elected. In the event that there is only one candidate for an office, such candidate shall be declared elected by the Trustee. Elections are to be held at the April association meeting.

### **Section 5. Term of Office**

The President, President-elect, Vice-President and Immediate Past-President shall serve one year terms or until a successor is elected.

The Secretary, Treasurer and Communications Director shall serve two year terms. The term of office begins with the fiscal year.

### **Section 6. Installation**

Officers shall be installed at the May Association meeting

### **Section 7: Limitations on Service**

No member shall hold more than one office at a time. A member having served more than a half term in an office shall be deemed to have served a full term.

### **Section 8. Vacancies**

- a. Should the office of the President become vacant, the President-Elect shall serve as President for the unexpired term and the full term immediately following.
- b. Should the office of President-Elect become vacant, it shall be the responsibility of the Immediate Past-President to present candidates for approval by the executive Board. The Candidate shall then be approved by a majority vote of the membership of this association
- c. Should the office of the President and President elect become vacant, the Vice-President shall serve as President for the unexpired term.
- d. Should the office of Vice-President, Immediate Past-President, Secretary, Treasurer or Communications Director become vacant, such vacancy shall be filled by a majority vote of the Executive Board to serve until the next election of Officers.

### **Section 9. Resignation**

Any elected officer may resign by submitting a resignation written or electronically to the Executive Board

### **Section 10. Removal**

An elected officer may be removed for cause. Sufficient cause for such removal may be:

- a. Violation of these Bylaws and Principles of Ethics
- b. Revocation of licensure by the Board of Dentistry
- c. Any unlawful act or practice
- d. Other conduct deemed by the Executive Board to be prejudicial to the best interest of the association.

For the removal of an elected officer for cause, it shall be necessary for the body which elected that officer to hold a formal hearing. A statement of the charges shall be sent by registered mail to the last recorded address of the officer, accompanied by notice of the time and place of the meeting at which the charges are to be considered. At least thirty days' notice shall be given, and the officer shall have the opportunity to appear in person or to be represented by counsel and to present any defense to such charges before action is taken. The body holding the hearing shall adopt such rules as may be necessary to assure due process to the officer. The decision for removal of an officer from their office shall be by two-thirds vote of the members of this association present at the hearing.

### **Section 11. Compensation**

No elected officer shall receive compensation from this association for service as an office. MDHA is to have no salaried employees. However, the Executive Board may authorize reimbursement of expenses incurred in the performance of the officer's duties for the association and prescribe procedures for approval and payment of such expenses.

## **THE ARTICLE VI DUTIES OF OFFICERS**

### **Section I. General Duties**

Officers shall perform the duties prescribed by these Bylaws and Principles of Ethics; the MDHA Archives, Policies and Procedures manual; and the parliamentary authority adopted by the Association. Officers must; be members of ADHA, represent the general membership to the best of their abilities, review and be familiar with the MDHA Bylaws and Principles of Ethics and parliamentary procedure guidelines of the MDHA Archives, Policies, and Procedures Manual; attend all MDHA Board of Trustees meetings and association meetings.

Upon completion of the term, officers shall pass on the Bylaws and Principles of Ethics, Archives, and Policies and Procedures Manual; allocate time for a one-on-one question and answer session with successor and furnish a file containing a list of all activities during term, any proposed or passed resolutions pertaining to the office, any pertinent correspondence, and a list of suggestions.

### **Section 2. Specific Duties**

**a. President**

**1. Executive Responsibilities**

- i. Have general supervision and direction of all officers of the association
- ii. Be chairman of the Executive Board
- iii. Preside over meetings of the Executive Board and at all association meetings
- iv. Be an ex-officio member of all councils/committees
- v. Be the official MDHA representative at all professional functions
- vi. Call special Board of Trustees meetings whenever necessary

**2. General Responsibilities**

- i. Designate a time and place for all Board of trustees meetings
- ii. Answer all correspondence related to the office, sending copies to related individuals, and keeping a copy on file
- iii. Submit a President's message for the newsletter or association website in the Fall
- iv. Maintain a current listing of all officers, councils/committees/subcommittees, chairs and members, liaisons, and constituent officers including contact information
- v. Appoint (with the approval of the Executive Board) committees, committee chairs and members, subcommittees and members, liaisons, and a historian as directed in the Archives, Policies and Procedures Manual
- vi. Promptly handle correspondence from the TDHA Council on Member services relating to award nominations and promptly handle correspondence from the TDHA President-elect relating to top nominations for council appointments.

**b. President-Elect**

The President-elect shall succeed to the office of President without another election.

- i. Have the powers of and perform the duties of the President during any absence or disability of the President
- ii. Serve as ex-officio member of all MDHA councils/committees
- iii. Have such other powers and duties as may be determined by the Executive Board or the President
- iv. Serve as Chair of the Employment Committee

**c. Vice-President**

1. Serve as program chair and meet with the Executive Board to plan the year's continuing education programs as possible after installation
2. Arrange meeting places, dates, fees and the number of continuing education credits for each meeting of this association
3. Negotiate a written contract with any speaker if payment is to be made
4. Coordinate travel arrangements, lodging, and any necessary equipment for speakers coming out of town if necessary
5. Coordinate registration, activities and clean-up for all continuing education programs
6. Evaluate continuing education courses and make recommendations to the Executive Board as appropriate
7. Work with the District Trustee to provide possible dates for the TDHA President to visit by July 1 and coordinate local arrangements when needed
8. Work with the Communications Director to handle publicity for the component
9. Serve as reporter to the MDHA newsletter

10. Have such powers and duties as may be determined by the Executive Board or the President

**d. Immediate Past-President**

1. Present a slate of candidates for officer positions which will be vacated the ensuing year before the March association meeting after presenting the slate to the Treasurer for certification of current membership in ADHA
2. Have such powers and duties as may be determined by the Executive Board or the President

**e. Secretary**

1. Maintain an accurate membership roster
2. Maintain a current list of MDHA officers, councils/committees/subcommittees including chairs and liaisons, and their contact information and send notice of any contact changes to the Secretary or Director and Treasurer of TDHA
3. Record the minutes of each officer and membership meeting
4. Be responsible for all association correspondence and answer all correspondence promptly
5. Maintain MDHA files
6. Order MDHA stationary as needed
7. Serve as reporter to the TDHA newsletter, sending reports in accordance with deadlines set by the Editor
8. Provide a continuing education verification slips for all eligible credits obtained at any MDHA meetings, programs, or functions ( which include the program title, presenters name, program date, location, and time, number of continuing educations credits awarded and the Secretary's signature
9. Shall have such other powers and duties as may be determined by the Board of Trustees or the President

**f. Treasurer**

**1. General Responsibilities**

- i. Be the principal financial officer of the Association
- ii. Shall have charge of and be responsible for the maintenance of adequate books of account for the Association



- iii. Shall have charge and custody of all funds and securities of the Association and be responsible for the receipt and disbursement thereof
- iv. Shall deposit all funds and securities of the Association in such banks or other depositories as shall be selected in accordance with the provisions of these Bylaws
- v. Provide an oral report of the association's financial status at each monthly meeting
- vi. Maintain an accurate membership roster using the ADHA membership roster
- vii. Shall have such other powers and duties as may be determined by the Executive Board

## **2. Financial Responsibilities**

- i. Have the books reviewed in August of each year to present a balanced budget
- ii. Maintain a file for each line item and keep all correspondence in the treasurer's file
- iii. Provide per diem expenses for TDHA Delegates at TDHA Annual Session, not to exceed \$200.00 total per delegate.
- iv. Reimburse or submit a check to cover travel expenses for the TDHA officers to attend TDHA Board meetings not to exceed \$200.00 per officer
- v. Balance all bank statements monthly
- vi. Contribute 10% of any profit over the first \$250.00 from component continuing education courses ( awarding 3 or more CEU's to the TDHA Treasurer

## **g. Communications Director**

### **1. General Responsibilities**

- i. Serve as circulation editor
- ii. Use the MDHA Executive Board as reporters
- iii. Notify all contributors to the newsletter of deadline dates for each publication for any reports or articles
- iv. Obtain mailing labels of the registered dental hygienists in 9<sup>th</sup> District from the TDHA Secretary for any brochure mailings for special continuing education programs through-out the year
- v. Mail brochures for special continuing education programs to all registered dental hygienists in TDHA 9<sup>th</sup> District, The Hy-Spy

- editor, RDH magazine, Access magazine, and any other periodicals or interested parties
- vi. Create brochures in cooperation with the Vice-President to advertise special continuing education courses of the association
  - vii. Submit an itemized report of all transactions at each Executive Board meeting
  - viii. Sell advertising space as available and contact current/potential advertisers as often as necessary to establish/maintain contracts
  - ix. Serve as reporter to ADHA publications and the Tennessee Dental Association Journal
  - x. Publish a Newsletter annually
  - xi. Have such other powers and duties as may be determined by the Executive Board

**The objective of all association publications shall be to report, chronicle, and evaluate significant activities and developments of scientific and professional interest to the dental hygiene profession.**

**The Newsletter shall be published annually at a time determined by the Executive Board and shall include:**

1. The President's message
2. Name and contact information of MDHA officers and the TDHA Trustee
3. Names of TDHA award recipients and table clinic winners
4. TDHA Annual session activities
5. Legislative news
6. Dates and locations of TDHA Board of Trustees meetings
7. Continuing Education Information
8. Current issues relating to regulations and Practice

**The newsletter shall be electronically mainlined to all association members, each newsletter advertiser, ADHA District VI Trustees, TDHA President and HY-Spy Editor, ADHA President and Editor, Chair of each dental hygiene school with in the**

associations jurisdiction and to the administrative assistant to distribute to second year senior dental hygiene students.

#### H. Component Trustee

1. be elected every even number year by the TDHA House of Delegates
2. Serve a two year term
3. Represent the component at all TDHA Board of Trustees meetings and have one vote
4. Obtain a substitute representative from the component if unable to attend a Board of Trustees meeting and shall be replaced after three consecutive absences
5. Report actions taken by the TDHA Board of trustees to the membership at each meeting and relay information from the component to the TDHA Board of Trustees
6. Discharge her powers and duties on the TDHA Board of Trustees so as to be in the best interest of the entire association
7. Send a list of nominees for vacant TDHA officer positions to the Immediate Past President by March 1 ( Nominations are not limited to the Trustees' component)
8. Send a list of nominee for TDHA Council/committee and liaison appointments to the President-elect by March 1
9. Direct the component to elect all officers and the new president to appoint all committees prior to Annual Session and submit the list to the TDHA Secretary or Director by June 1
10. Urge component officers to attend TDHA Board of Trustees meetings
11. Deliver a copy of the TDHA Bylaws and the Policy and Procedures Manual to the Component President
12. Verify ADHA membership and send names and addresses of elected Delegates and Alternate Delegate to the TDHA Executive Secretary 30 days prior to Annual Session, remembering that any TDHA member seated as a substitute for a Board of trustees member may not serve as a voting member in the House of Delegates during the same association year.

13. Notify the TDHA Secretary or Director immediately of changes regarding any delegate (s) who have resigned or been elected or appointed to the Board of Trustees
14. Sit with the component Delegates in the House of Delegates to advise, but have no vote
15. Hold component caucuses prior to the first meeting of the House of Delegates and at other times during Annual session (if necessary) to review resolutions, recommendations, and reports and review TDHA parliamentary procedures
16. Submit a one page typed annual report of Trustee activities, including any resolutions, to the TDHA Secretary or Director by the deadline determined by the Secretary, Director or President
17. Work with the TDHA President during development of component's schedule to determine a date for the President to visit the component and notify the Vice-President
18. Provide, by March 1, to the Chair of the TDHA Council on Annual Session, the names of the 40 hour CE award recipients from the component, and signify if the person is a first time recipient
19. Provide by March 1, to the TDHA Chair on Annual session, nominations for the TDHA awards including a two page typed synopsis of the nominees qualifications for Outstanding Dental Hygienist and Outstanding Dental health Educator, etc.
20. Submit a written annual report by July 1 of each year to the TDHA Board of Trustees

## **ARTICLE VII** **APPOINTED OFFICERS**

Appointed officers may be established by the Executive Board. Definitions, qualifications, duties, term of employment, termination guidelines, and compensation shall be established by a majority vote of the Executive Board

## **ARTICLE VIII** **COMPONENT RESPONSIBILITIES**

The component shall:

- a. Be familiar with the 9<sup>th</sup> district boundary
- b. Establish Bylaws and Principles of Ethics in accordance with the TDHA Bylaws and Principles of Ethics and place them on file with the TDHA
- c. Establish an Archives, Policies and Procedures Manual in accordance with the TDHA Archives, Policies, and Procedures manual and place it on file with TDHA
- d. Elect officers and report this information to TDHA by June 1 of each year
- e. Maintain a directory of all registered hygienists within the component including their address, home and work phone numbers, email addresses, and fax number if available
- f. Publish an annual newsletter to encourage membership
- g. Obtain a list of non-renewed members from ADHA and contact them via telephone marketing
- h. Attempt to contact new graduates in one or more of the following methods; a personal letter, publications, a directory, a schedule of events, or anew member orientation
- i. Provide continuing education at monthly meetings, free of charge for members and per hour fee for potential members
- j. Keep the membership updated on state legislative issues and Board of Dentistry activities

## **ARTICLE IX** **MEETINGS**

### **Section 1. Parliamentary Authority**

For procedures not covered in the Bylaws and Principles of Ethics or MDHA Policy and Procedures, Robert's Rules of Order Newly revised (RRONR) shall be the authority.

### **Section 2. Voting**

Every question which shall come before a meeting of this association, the Executive Board or a committee shall be decided by a

majority vote of members present unless otherwise provided by these Bylaws and Principles of Ethics

### **Section 3. Quorum**

A majority of the voting members present at any meeting of this association, the Executive Board, or a committee shall constitute a quorum

### **Section 4. Official Call**

The official call, giving the time and place of each meeting of this association, shall be given at the previous meeting of the association and shall be published in the newsletter

### **Section 5. Sessions**

There shall be a meeting of this association monthly, except the months of June and July. August and December meetings are at the discretion of the Executive Board. Members of this association shall be entitled to attend all meetings of this association

### **Section 6. Business**

The membership of this association shall serve as the legislative body, vested with full power to determine all policies which govern this association in all of its activities, subject only to the Bylaws and Principles of Ethics of this association, the Policies and Procedures of this association, TDHA, and ADHA, or the State of Tennessee

### **Section 7. Special meetings**

Special meetings of this association may be called by the President upon request of three-fourths of the Executive Board or two-thirds of the membership in attendance at the previous association meeting. Such special meetings shall be held within thirty days of such request and no sooner than five days. The time, place and purpose of a special meeting shall be determined by the President. Only that business specified in the call may be transacted during the special meeting.

### **Section 8. Scientific Sessions**

This association shall hold a minimum of one scientific session annually for the purpose of presenting scientific, technical, and educational information designed to encourage advancement of the art and science of dental hygiene, to bring about standardization of methods

and materials and to improve the professional competence of the dental hygienist. Additional scientific sessions, in the form of seminars, symposia, and workshops, may be scheduled from time to time by the Executive Board and councils for the purpose of improving scientific and technical communication and encouraging education and training at all levels of the dental hygiene profession

### **Section 9. Annual Meeting**

The annual meeting of TDHA shall be known as the Annual session and shall be held at a time and place determined by the TDHA Board of Trustees. The TDHA House of Delegates shall meet during annual session. The voting members of the House of Delegates shall consist of at least two delegates from this association, selected by the voting members of the association. This association shall be entitled to one additional delegate for every ten members. For each delegate this association may have one alternate delegate. Non-voting members of the TDHA House of Delegates shall be any elected or appointed officers and one student delegate from the dental hygiene school in the district.

## **ARTICLE X** **ABSENTEE VOTING**

### **Section 1. Electronic - Mail Ballot.**

Any question may be submitted by email within an established body of the association for determination in lieu of a meeting of that body. If one-third of the members of any such body challenge an electronic ballot on the grounds that insufficient information is available for proper consideration of the question, the question shall be postponed to the next regular or special meeting of that body. A report of any action taken by email shall be verified by the Secretary and all reports shall be binding and effective as if such action were taken at a regular or special meeting. The report shall be made a part of the minutes of the next meeting of said established body.

### **Section 2. Conference Communications**

Members of the Executive Board or of any council or committee may participate in a meeting through. Participating in the meeting can communicate with each other at the same time, and such participation shall constitute present in person at the meeting.

**ARTICLE XI**  
**EXECUTIVE BOARD**

**Section 1. Composition**

The Executive Board shall consist of the President, President-Elect, Vice-President, Immediate Past-President, Secretary, Treasurer, and Communications Director. The TDHA Trustee, delegates and Alternate delegate shall be ex-officio members.

**Section 2. Powers.**

The Executive Board shall be the administrative body of the Association, vested with full power to conduct all business, and manage all affairs of the association, and shall have the power to enact interim policies when the membership of the association is not in session and when such policies are necessary to the proper conduct of association affairs. All such policies shall be reported to the membership at the next association meeting for ratification.

**Section 3. Duties**

The Executive Board shall:

- a. Be responsible for all property, real and personal, owned or held by the association and establish officers and agents to entrusted with such property
- b. Create special committee as needed
- c. Establish the fiscal year of the association
- d. Review all financial plans, make judgment, and submit to the membership of this association for adoption a budget for each fiscal year
- e. Provide leadership and organizational guidance to the committees and delegates
- f. Develop a strategic plan
- g. Review the reports of officers, councils, and committees of the association and any resolutions to come before the membership, make judgments, and direct them to the appropriate officer, liaison, or committee
- h. Adopt rules and regulations for the conduct of the affairs of the association
- i. Review all contracts before they are signed
- j. Appoint such agents, attorneys and others it deems necessary and



- k. Perform such other duties as are prescribed or permitted by the laws of the State of Tennessee for a Board of Trustees, or by TDHA or ADHA Bylaws, these Bylaws, and the Policies and Procedures adopted by the association membership

#### **Section 4. Vacancies**

In the absence of the President, President-Elect, Vice- President, or Secretary, the Executive Board shall elect one of its voting members to serve as Chairman Pro-Tem of that office for the specified meeting.

## **ARTICLE XII** **COUNCILS/COMMITTEES**

#### **Section 1. Establishment**

Councils/Committees can be established by the membership or the Executive Board. Councils/committees shall have such duties as designated by the membership or the Executive Board and shall conform to the duties mandated in the Association Bylaws and MDHA Policies and Procedures Manual, including the preparation and the filing of reports.

#### **Section2. Composition**

Councils/committees shall have no fewer than three members, including the Chair, who shall be voting members of the association. IF cooperative efforts with other associations make the appointment of a non-member desirable, it shall be made only with the approval of the Executive Board. The President and President-Elect shall serve as ex-officio members of all committees.

#### **Section3. Appointments**

The council/committee Chair and members of councils/committee shall be appointed annually by the President with the approval of the Executive Board.

#### **Section 4. Vacancies**

In the event of a council/committee vacancy, the President shall appoint a successor, with the approval of the Executive Board

#### **Section 5. Subcommittees**

As a need to accomplish the duties of an established council/committee is identified, the council/committee Chair, with the approval of the President, may appoint a subcommittee. The parent council/committee is responsible for the subcommittee. The council/committee Chair is responsible for the continuance of the subcommittee until its duties are completed.

#### **Section 6. Committee Duties**

In the event that there are not enough volunteer members available to form a needed council/committee, the council/committee duties shall be delegated to Executive Board members by the President.

#### **Section 7. Special Councils/Committees**

Special councils/committees shall be established by the Executive Board as necessary, and their duties designated by the Executive Board. Chairs and members shall be appointed by the President and shall serve until their task is completed. Reports shall be presented as designated by the Executive Board.

### **ARTICLE XIII** **LIAISONS**

#### **Section 1. Composition**

MDHA shall develop or sustain coalitions via the President who will maintain and/or establish with appropriate. These organizations shall include:

- a. The dental hygiene schools in the district
- b. Local dental societies
- c. Local dental assistants' society

Quarterly reports of the organizations' activated and appropriate recommendations shall be in writing and given to the Executive Board by the Liaison as appropriate

#### **Section 2. Reporting Procedures**

Liaisons shall initiate action as necessary on recommendations contained within their reports. Recommendations not requiring immediate attention, but requiring Executive Board action, shall be compiled and appear as an agenda item at the next Executive Board meeting and shall include a discussion of the recommendations to

determine appropriate action. Recommendations requiring immediate action shall be evaluated by the President. Referral to the appropriate council/committee, trustee, member, etc., shall be made for the necessary action. This shall be followed by notification and/or ratification by the Executive Board. The liaison representative shall be notified as soon as possible of the action taken by MDHA in response to their recommendations.

#### **ARTICLE XIV** **PUBLICATIONS**

##### **Section 1. Publication**

There shall be an official annual newsletter of this association. This newsletter is to be electronically mailed to all association members and area hygienists in the fall of each year by the Communications' Director.

##### **Section 2. Additional Publications**

Additional publications may be authorized by the Executive Board

#### **ARTICLE XV** **AMENDMENT OF BYLAWS**

These Bylaws and Principles of Ethics may be amended at any meeting of the membership or Executive Board by a two-thirds affirmative vote, provided that a copy of the proposed amendment has been presented in writing at the previous association meeting, or without notice at any association or board meeting by a three-fourths affirmative vote, provided that unanimous consent has been obtained for consideration of the amendments.

**ARTICLE XVI**  
**PRINCIPLES OF ETHICS**

Each member of the association has the ethical obligation to subscribe to the following principles:

- a. Provide oral health care utilizing the highest professional knowledge, judgment and ability
- b. Serve all patient without discrimination
- c. Hold professional patient relationships in confidence
- d. Utilize every opportunity to increase public understanding of oral health practices
- e. Generate public confidence in members of the dental health profession
- f. Cooperate with all health professionals in meeting the health needs of the public
- g. Recognize and uphold the laws and regulations governing this profession
- h. Participate responsibly in this professional association and uphold its purpose
- i. Maintain professional competence through continuing education
- j. Exchange professional knowledge with other health professions
- k. Represent dental hygiene with high standards of personal conduct

**SUPREMACY CLAUSE**

The Constitution and Bylaws of this Association shall not be in conflict with the Constitution and Bylaws of TDHA, which shall be the supreme law of the Association. A current copy of these Bylaws shall be on file with the Secretary and Administrative Assistant of TDHA.