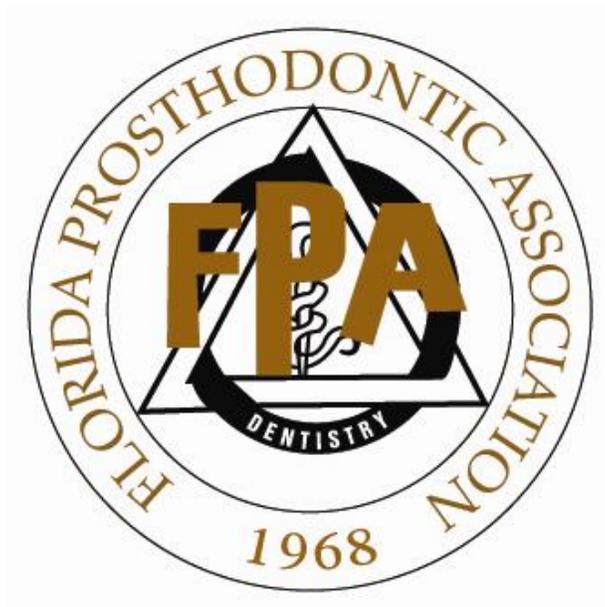


# THE FLORIDA PROSTHODONTIC ASSOCIATION

## Constitution

&

## Bylaws



Revised: October 2001  
Revised: August 27, 2011

# **The Florida Prosthodontic Association**

## **Constitution**

### **ARTICLE I NAME**

The name of this Association shall be: The Florida Prosthodontic Association, hereinafter referred to as the Association, or this Association.

### **ARTICLE II OBJECT**

The object of this association is to advance the science and art of Prosthodontics in Florida, thereby contributing to the health and welfare of its people.

This object shall be accomplished by:

1. A constant effort toward elevating Prosthodontic standards in Florida.
2. Providing educational programs on Prosthodontics.
3. Providing opportunities for exchange of ideas and techniques, through fellowship.
4. Encouraging its members to accept the civil and professional responsibilities educating the public regarding qualifications and functions of Prosthodontics.
5. To encourage other members of the Dental Profession to become diplomats of the American Board of Prosthodontics.

### **ARTICLE III ORGANIZATION**

#### **Section 1 - Incorporation**

This Association is a voluntary, non-profit, professional organization, chartered under the laws of Florida, the registered agent being in Tallahassee, Florida. If this corporation is dissolved at any time, after payment of any indebtedness, its funds or property shall be distributed to the Education Fund of the University of Florida College of Dentistry, Department of Prosthodontics.

Section 2 - Membership

A membership in this association shall consist of five (5) classes: active, associate, student, affiliate and life members.

**ARTICLE IV OFFICERS**

Section 1 - Election

Elective officers shall be: The President, Vice-President, Secretary-Treasurer, Senior Board Member and Junior Board Member.

Section 2 - Executive Committee

The Executive Committee shall consist of the current officers, and two members elected at the Annual Business Meeting.

**ARTICLE V AMENDMENTS TO THE CONSITUTION AND BYLAWS**

Section 1 - Proposals

Amendments may be proposed by the Constitution and Bylaws Committee or in writing by any three active members.

Section 2 - Adoption

The Amendments may be adopted,

- a. at the same regular business meeting at which the proposal is read, provided a unanimous vote is obtained;
- b. at a regular business meeting where the proposal is mailed to the Active Members, and received thirty days prior to the meeting, and a three-quarters majority present approve, or;
- c. at a regular business meeting where the proposal was read at the previous business meeting and a three-quarters majority present approve.

# The Florida Prosthodontic Association

## Bylaws

### CHAPTER I MEMBERSHIP

#### Section 1 Classification

Members of the Association shall be classified as follows:

1. Active Fellows/Active Members
2. Associate Members
3. Student Members
4. Affiliate Members
5. Life Fellows / Life Members

#### Section 2 Qualifications

All members are encouraged to become members of the American Dental Association.

**Active Fellows:** Active Fellows shall consist of diplomats of the American Board of Prosthodontics and

1. Either licensed to practice dentistry in the State of Florida;
2. Fulltime faculty members of any accredited dental school in the State of Florida.
3. Staff members of a Federal Service located in Florida. Can vote and can hold office.

**Active Members:** Active membership shall consist of educationally qualified Prosthodontists and

1. Either licensed to practice dentistry in the State of Florida;
2. Fulltime faculty members of any accredited dental school in the State of Florida.
3. Staff members of a Federal Service located in Florida. Can vote and hold office

**Associate Members:** Associate membership shall consist of diplomates of the American Board of Prosthodontics and

1. Are not licensed to practice dentistry in the State of Florida and/or
2. Staff members of the Federal Service not located in Florida. Do not vote and cannot hold office

**Student Members:** Student membership shall consist of registered residents at an accredited prosthodontic program in the State of Florida. Do not vote, hold office or pay membership dues.

**Affiliate Members:** Affiliate membership shall consist of those individuals who are non-prosthodontists and are licensed dentists with a special interest in Prosthodontics or individuals who have a degree in other health related areas and have a special interest in Prosthodontics. Do not vote and cannot hold office.

**Life Fellows / Life Members:** An active Fellow / Member may apply for the classification of Life Membership in this Association upon attaining the age of sixty-five years and retired from active practice with the approval of the membership of the FPA. Do not pay dues, but pay for ACP Journal.

### Section 3 Election of Active Members

1. Election of all Members shall be by invitation of the Association by majority vote at its Annual Meeting.
2. Candidates rejected for Active Membership may be re-invited for membership after a lapse of two years.

### Section 4 Rights and Privileges

The Association shall assess its members to cover its expenses.

### Section 5 Discipline and Termination of Membership

1. Delinquent Members: A member who fails to pay his/her assessment 60 days from the due date shall be subject to expulsion for non-payment or assessment. Upon expulsion, he/she ceases to be a member and shall have no claims against the Association on account of assessments paid.
  - a. Before a member may be dropped for non-payment of assessment, he/she shall receive notice by registered mail, at least fifteen days prior to the next stated meeting, informing him/her that his/her name will be recommended to the Association for expulsion for non-payment. At said meeting a three-quarters vote of the members present shall be required to expel him/her.
  - b. Members dropped for non-payment of assessment may reapply, and if accepted, shall pay the amount they are delinquent.
2. A member may be expelled from the Association on the basis of written charges showing action by the member of detriment to the interests or honor of the Association. Such charges shall be investigated, however, expulsion, reprimand, or suspension, shall be solely by a three-quarters affirmative vote of those present at any regular meeting of the Association.

## **CHAPTER II OFFICERS**

### Section 1 Elected Officers shall be:

President  
Vice-President  
Secretary-Treasurer  
Senior Board Member  
Junior Board Member

### Section 2 Nominations

A Nominating Committee consisting of three members shall be selected by the Executive Committee. This Committee shall submit the names of candidates for the elective offices and Executive Committee to the Annual Meeting. Nominations may also be made from the floor.

### Section 3 Elections

The election of a President, Vice-President, Secretary-Treasurer, Senior Board Member and Junior Board Member shall be held at the end of the Annual Business Meeting.

Elections shall be by ballot. The winner is he/she who receives a simple majority of the votes cast.

### Section 4 Unanimous Ballot

In the event that not more than one candidate is nominated for any elective office, the President shall direct the Secretary-Treasurer to case a unanimous ballot of behalf of such candidates for office.

### Section 5 Proxy Votes

There shall be no voting by Proxy, nor mailed ballot.

### Section 6 Tenure

A term of office for elected officers shall be one year and the offices may not succeed themselves.

### Section 7 Installation

The elected officers shall be installed at the end of the Annual Business Meeting, after the election.

### Section 8 Vacancies

In the event of a vacancy in any elective office, the President shall appoint a successor to this office for the unexpired term. If the President is unable to perform

his/her duties, the Vice-president, Secretary-Treasurer, shall in that order of succession, act in his/her capacity until the election at the next Annual Meeting.

## Section 9 Duties of the Officers

**President:** The President shall preside at all meetings of the Association. He/she shall act as an ex-officio member of all committees. He/She shall appoint the regular standing committees of the Association and such other committees as the Executive Committee shall authorize. He/she shall perform such other duties as usually pertain to his/her office.

The Vice-President shall be a member of the Executive Committee and assist the President in the performance of his/her duties and serve as Chairman of the Program Committee, Local Arrangements and Publicity Committee.

**Secretary-Treasurer:** The Secretary-Treasurer shall record the Minutes of each Meeting, and shall carry on the official correspondence of the Association. He/she shall notify the membership of all meetings and maintain a file of committee reports, minutes, etc. He/she shall keep an updated master copy of the Constitution and Bylaws, notify new members of their election to membership and furnish them a copy of the Constitution and Bylaws, and shall assist the President and Program Chairman in publishing a newsletter or an official program for each meeting.

The Secretary-Treasurer shall also send statements of assessments and receive all monies of the Association and deposit same for the Association in a reputable bank as designated by the Executive Committee. All disbursements for the Association shall be made with the signature of the Secretary-Treasurer only. He/she shall submit a written report of the financial status of the Association at the Annual Business Meeting. He/she shall report to the Executive Committee. He/she shall submit his/her accounts for examination to an Auditing Committee which is appointed by the President.

The Executive Secretary may assume some or all of the duties of the Secretary-Treasurer.

## **CHAPTER III EXECUTIVE COMMITTEE**

### Section 1 Composition

The Executive Committee will be composed of the President, Vice-President, Secretary-Treasurer, Senior Board Member and Junior Board Member.

### Section 2 Term of Office

At the first annual meeting, two members will be elected to the Executive Committee, one for a term of two years, and one for the term of one year. Thereinafter, one member shall be elected annually for the term of two years.

### Section 3 Installation

The Executive Committee shall be installed in office at the Annual Business Meeting.

#### Section 4 Powers

1. The Executive Committee shall be the managing body of the Association, vested with full power to conduct all business of the Association, subject to the laws of the State of Florida and the Constitution and Bylaws of this Association
2. It shall have the power to establish Rules and Regulations consistent with the Bylaws, to govern this organization's procedure and conduct.
3. It shall conduct all business of the Association during the interval between meetings.

#### Section 5 Duties

1. To report annually to the Association the year's activities of the Executive Committee.
2. To advise the President
3. To review the annual written reports of all committees, and to make recommendations concerning such reports to all members of the Association.
4. To create, or abolish, committees other than those set forth in the Bylaws.
5. To approve all awards, honors, or other special commendations given in the name of the association.
6. To select a bonding company for the officers and employees, if necessary.
7. To select a C.P.A. to audit books as deemed necessary.
8. To manage and invest all monies of the Association.

#### Section 6 Sessions

1. The Executive Committee shall meet at least two times per year, and a majority of the committee shall constitute a quorum.
2. Special Sessions: Special Sessions may be called at any time by the President. He/she shall call such sessions on request of any three members of the Executive Committee at least ten days in advance of the time scheduled for the session.

#### Section 7 Officers

The President and Secretary-Treasurer of the Association shall act as Chairman and Secretary-Treasurer of the Executive Committee.

## CHAPTER IV COMMITTEES

Section 1 Standing Committees of this Association shall be:

1. Nominating
2. Membership
3. Ethics
4. Program Committee
5. Constitution and Bylaws
6. Health Service Plans and Legislative Committee
7. Local Arrangements and Publicity
8. Budget and Finance
9. Auditing

Section 2 Additional Committees

Additional Special Committees may be appointed at the discretion of the President or the Executive Committee

Section 3 Duties of the Committees

1. Duties common to all standing committees:

Each committee shall submit an annual report of committee activities and resolutions deemed appropriate to the Secretary-Treasurer for review by the Executive Committee sixty days prior to each Annual Meeting.

2. Specific Duties:

- a. Nominating - See Chapter II – Section 2.
- b. Membership – The duties of this Committee shall be to carefully investigate the personal and professional qualifications of all applicants for membership and make recommendations to the Executive Committee
- c. Ethics – The Ethics Committee shall consist of three members appointed by the President.
- d. Program Committee – This Committee shall consist of three members appointed by the Executive Committee, one for a three-year term, one for a two-year term and one for a one-year, and thereafter, one member for three years.
- e. Constitution and Bylaws – This Committee shall consist of three members, appointed by the Executive Committee, one for a three-year term, one for a two-year term and one for a one-year, and thereafter, one member for three years.

This committee shall have referred to it, all proposed changes to the Constitution and Bylaws. These proposed changes may come from the Executive Committee, Standing Committee, or by resolutions from the

membership during a regular business session of the Annual Meeting. The Committee shall place in proper and parliamentary correct language such Amendments to the Constitution and Bylaws according to procedures as outlined in Article V – Sections 1 and 2 of the Constitution.

- f. Health Service Plan and Legislative Committee – The Committee shall consist of six members, two appointed for a three-year period, two for two-years, and two for one year, and thereafter two members for a term of two years. All shall be appointed by the Executive Committee.

The duties of the committee shall be to consult, advise and actively participate in the various State Prepayment Plans, and the private insurance carriers in matters pertaining to Prosthetic Services. In addition to the above, they shall advise the Executive Committee and members of problems arising in the areas of Union Welfare funds, Social Security benefits, and other Federal Agencies. The Committee shall keep abreast of State and Federal legislation as it may affect Prosthodontics, and shall work in concert with the Executive Committee in protecting the interests of the members of this Association and their patients.

- g. Local Arrangements and Publicity – This Committee shall consist of three or more members appointed by the President. This Committee shall cooperate with the Program Committee and shall make arrangements for business meetings, scientific sessions and social functions. This Committee shall also see that proper newspaper notices of meetings of the Association are given to the newspapers, together with such other features or publicity as may be deemed of educational value to the public.
- h. Budget and Finance – This committee shall be composed of three members and shall consist of the President-elect, the Secretary-Treasurer, Executive Secretary and one other member elected by the Executive Committee, who shall be the chairman. It shall be the duty of the Committee to set up a budget based on the annual income of the Association, and present said budget for the next year to the Executive Committee for its approval. This budget shall be presented at the first Executive Committee meeting at the Annual session.
- i. Auditing Committee - This Committee shall consist of three members, appointed by the President, the Chairman of which shall be designated by the President. Their duty shall be to audit the books of the Secretary-Treasurer each year.

## **CHAPTER V FINANCE**

The fiscal year of this Association shall being January 1<sup>st</sup> of each year.

## **CHAPTER IV ANNUAL MEETING**

### **Section 1 Time and Place**

The time and place of Meetings shall be determined by the Executive Committee.

## Section 2 Special Meetings

Special Meetings shall be called by the President upon written request of one-third of the members of the Association. All members shall be notified thirty days prior to special meetings and advised of the business to be discussed. Only such business as is stated in the notice shall be transacted at special meetings and such other business as may come before the Association.

## Section 3 Admission to Meetings

With the exception of the business sessions, which are limited to active members, all members and guests of members are welcome to attend every function of the Association.

## Section 4 A Quorum

A quorum shall be constituted by forty percent of the total active membership.

## **CHAPTER VII PARLIAMENTARY AUTHORITY**

The Sturgis Standard Code of Parliamentary Procedure, as most recently revised, shall be parliamentary authority for all activities of the Association, not otherwise governed by the Rules, Bylaws, or Procedures of the Association.

## **CHAPTER VIII CODE OF ETHICS**

Members of the Florida Prosthodontic Association shall be governed in ethical matters by the Code of Ethics of the American Dental Association and/or those rules of conduct established by the American Board of Prosthodontics.

## **CHAPTER IX ADOPTION OF CONSTITUTIONAL AND BYLAWS**

This constitution and these Bylaws shall go into effect immediately following their adoption. All conflicting laws, parts of laws and resolutions are hereby repealed.