

# **The New Mexico Dental Hygienists' Association Bylaws**

## **ARTICLE I**

### **NAME**

Section 1: Name: The name of the Association shall be, "The New Mexico Dental Hygienists' Association," hereinafter referred to as "the Association."

Section 2: Definition: The Association is a New Mexico incorporated not-for-profit organization and a constituent of the American Dental Hygienists' Association, hereinafter referred to as "the ADHA."

## **ARTICLE II**

### **PURPOSE AND MISSION**

Section 1. The purpose of the Association shall be to improve the oral health of the public; to advance the art and science of dental hygiene; to maintain the highest standards of dental hygiene and practice; to represent and protect the interest of the dental hygiene profession; to improve the professional competence of the dental hygienist; to foster research in oral health; to provide professional communications; and to conduct other activities as may be permitted by the state of New Mexico to carry out the purposes of the Association.

Section 2. The mission of the Association is to represent dental hygienists in continuing to improve the oral health of our community by being innovative in increasing access to quality oral healthcare.

Section 3. The vision of the Association is to elevate the dental hygiene profession by promoting education, expanding the opportunities for practice, and enhancing access to quality oral healthcare.

## **ARTICLE III**

### **MEMBERS**

Section 1. Membership Qualifications: Membership may be granted to any individual who meets the criteria set forth for each category of membership in the Association; shares interest in and supports the purposes of the Association; abides by these Bylaws, the ADHA Code of Ethics for Dental Hygienists, and such other policies, rules and criteria as the Association may adopt.

Section 2. Membership Categories. The membership of the Association shall be composed of the following categories:

#### **A. Voting Members:**

1. Professional Members: Professional membership may be granted to an individual who has either earned a certificate or a 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;" who is licensed to practice in any state, territory or possession of the United States if such a license is required to practice dental hygiene; and who agrees to maintain membership in the ADHA, constituent and a component of the Association if such exist where a member is licensed, practicing or residing.

2. Life Members: NMDHA Life membership may be granted to any professional member who has made outstanding contributions to the profession of dental hygiene and to the Association. The nominee shall be eligible for life membership upon

nomination by the board of trustees and election by a majority vote of the NMDHA members, voting at a duly called meeting of the Association. Life members shall be exempt from state dues but retain all privileges of professional membership in New Mexico.

3. Senior Status: Senior membership may be granted to any professional member who has reached the full retirement age as set by the Social Security Administration and has either been a professional member of the Association for an aggregate total of thirty (30) years, or twenty-five (25) consecutive years may apply for senior status.

4. Members with Disabilities: Professional members who are unable to work due to a verified disability may apply to the ADHA for disabled status. All such applications must be verified by the ADHA and must be accompanied by proof of eligibility each year.

#### B. Non-Voting Members:

1. International Members: International membership may be granted to any dental hygienist residing outside the United States and who holds a valid license to practice as a dental hygienist.

2. Student Members: Student membership may be granted to any student currently enrolled in an accredited dental hygiene program; or 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. Honorary Members: Honorary membership may be granted by ADHA or the Association to any individual who is not a dental hygienist, who has made outstanding contributions to dental hygiene or dental health and upon nomination by the board of trustees and election by the voting membership.

4. Allied Members: Allied membership may be granted to an individual who supports the purposes and mission of the Association and who is not otherwise qualified for any other class of membership.

5. Supporting Members: Supporting membership may be granted to any licensed dental hygienist, who is not employed in a dental hygiene related career and agrees to maintain membership in a constituent and component if a component exists where a member is licensed, practices or resides.

6. Corporate Members: Corporate membership may be granted to any corporation, partnership, institution, or organization that supports the mission of the Association.

#### Section 3. Rights and Duties:

A. Voting members shall have the right to vote, hold office, be elected a delegate or alternate to the ADHA House of Delegates, be elected or appointed to any office, board, council or committee of the Association and of the component to which the member belongs and other such privileges as the voting membership may determine.

B. Non-voting members shall have such privileges as the voting membership shall determine, but shall not have the right to vote or hold office.

Section 4. Dues: The amount of annual dues, fees, and assessments for any class of membership in the Association shall be established by the voting membership. A two-thirds (2/3) vote shall be required for any dues increase.

Section 5. Resignation: A member desiring to resign from the Association shall submit such resignation in writing to the ADHA. Dues are not refundable.

Section 6. Non-Payment: If a member fails to pay dues, fees, or assessments within 45 days from the time they become due, or ceases to be a member of the ADHA, membership shall automatically terminate.

Section 7. Reinstatement: Any member having resigned from membership may be reinstated upon application to the ADHA. Any member who has forfeited membership for non-payment of dues, fees or assessments may be reinstated upon application to the ADHA, upon meeting such additional terms as established by the board of trustees.

#### Section 8. Disciplinary Action/Termination of Professional Membership

- a. Grounds for Discipline: The Association may discipline a professional member for any of the following reasons:
  1. Failure to comply with these Bylaws, the ADHA Code of Ethics for Dental Hygienists, or any other rules or regulations of the Association;
  2. Conviction of a felony or a crime related to, or arising out of, the practice of dental hygiene or involving moral turpitude;
  3. Suspension, revocation, or forfeiture by any state, province, or country of the member's right to practice as a dental hygienist; or
  4. 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. Such disciplinary actions shall be conducted in accordance with procedures established by the Association. The decision for disciplinary actions shall be a two-thirds (2/3) vote of the board of trustees.

### ARTICLE IV

#### ELECTED OFFICERS

Section 1. Officers: The elected officers of the Association shall be the president, president-elect, vice-president, secretary, treasurer, and immediate past-president.

Section 2. Qualification: All elected officers shall be voting members. A component trustee shall also be a member of the component to be represented.

Section 3. Nominations: A nominating committee shall be elected at a meeting of the general membership. The immediate past-president shall chair the committee of at least three (3) voting members of the Association, with representation from each component. A vacancy on the committee shall be filled by the board of trustees. If possible, the committee shall nominate at least two (2) candidates for each office to be elected by the voting membership. Additional nominations may be made from the floor.

Section 4. Elections: The president-elect and the vice-president shall be elected by ballot by the voting membership to serve for one (1) year or until their successors are elected. The president-elect, upon completion of the term of office as president-elect, shall succeed to the office of president without election to serve for a term of one (1) year, or until a successor assumes office. The president, upon completion of the term of office as president, shall succeed to the office of immediate past-president without election; to serve for a term of one (1) year, or until a successor assumes office. The treasurer and secretary shall be elected by ballot by the voting membership to serve for two (2) years or until their successors are elected. The majority of ballots cast shall elect.

Section 5. Limitations on Services: No member shall hold more than one voting office at a time and no member shall be eligible to serve more than two (2) consecutive terms in the same office, except with the board's approval. A member having served more than a half term in an office shall be deemed to have served a term. The term of office shall begin at the close of the annual session or general membership meeting at which they were elected.

Section 6. Officer Vacancies: Should the office of the president become vacant; the president-elect shall become president automatically, to serve as president for the unexpired term and the term immediately following. Should the officers of the president-elect or vice-president become vacant, they shall be filled at the next general membership meeting by the voting membership. Should the offices of president and president-elect become vacant at the same time, the board of trustees shall appoint a president to hold the office until the next meeting of the general membership. Should the office of secretary or treasurer become vacant, they shall be filled by appointment by the president with the approval of the board of trustees to serve until the next meeting of the general membership when the voting membership shall fill the vacancy for any unexpired term. Should the office of immediate past-president become vacant, it shall remain vacant.

Section 7. Resignation: Any elected officer may resign by submitting that resignation in writing to the board of trustees. The resignation is effective immediately.

Section 8. Removal: Any elected officer may be removed for cause. Sufficient cause for such removal may be violation of these bylaws, the principle of ethics, or any lawful rule, practice, or procedure adopted by the Association or other conduct deemed by the voting membership to be prejudicial to the best interest of the Association. For removal of an elected officer for cause, a non-biased disciplinary committee shall conduct a formal hearing and report to the board of trustees for final action. A statement of the charges shall be sent by registered mail to the recorded address of the officer, accompanied by a notice of the time and place of the meeting at which the charges are to be considered. At least thirty (30) days notice shall be given, and the officer 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. The board of trustees shall elect a disciplinary committee and adopt such rules as may be necessary to assure due process.

Section 9. Compensation: No elected officer shall receive compensation for service as an officer; however the board of trustees may authorize reimbursement of expenses incurred in the performance of their duties for the Association, and prescribe procedures for approval and payment of such expenses.

## **ARTICLE V**

### **DUTIES OF OFFICERS**

Section 1. General Duties: Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Association.

Section 2. President: The president shall have general supervision and direction of all officers of the Association, shall submit a written annual report to the general members, shall appoint, with the approval of the board of trustees, all council chairs, council members, standing committees, special committees, and shall be ex-officio member of all councils and committees except the nominating committee; shall serve as second alternate delegate; shall succeed to the office of immediate past-president upon expiration of term of office.

Section 3. President-Elect: The president-elect shall have the powers of and perform the duties of the president during any absence or disability of the president, shall serve as the first alternate delegate to the ADHA, and shall have such other powers and duties as may be determined by the board of trustees or the president; shall, upon completion of the term of office, succeed to the office of president without election.

Section 4. Vice-President: The vice-president shall have such powers and duties as may be determined by the board of trustees or the president.

Section 5. Secretary: The secretary shall serve as the recording officer of the board of trustees and the custodian of its records.

Section 6. Treasurer: The treasurer shall consult with the board of trustees concerning all financial documents in ascertaining the financial condition of the Association; shall be attentive to fiscal matters, and shall have other such powers and duties as may be determined by the board of trustees; and must be bonded.

Section 7. Immediate Past-President: The immediate past-president shall chair the nominating committee and other duties as may be assigned by the board of trustees or the president.

## **ARTICLE VI**

### **GENERAL MEMBERSHIP MEETINGS**

Section 1. Annual Session of the Association: There shall be at least one (1) general membership meeting of the Association each year, which shall be designated by the annual session of the Association. The time and place of each annual session shall be determined by the board of trustees, at which time the general membership shall meet.

Section 2. Official Call: The official call to the annual session, giving the time and place of the meetings of the general membership, shall be published in the official publication of the Association at least forty (40) days in advance of the session.

Section 3. Quorum: Those members present shall constitute a quorum.

Section 4. Special Meetings: Special meetings of the general membership shall be called by the president upon written request of two-thirds (2/3) of the board of trustees. Such special meetings shall be held within sixty (60) days of such request. The time and place of a special meeting shall be determined by the president and published in the official publication of the Association. No less than five (5) days notice of a special meeting shall be given, and only that business specified in the call may be transacted.

## **ARTICLE VII**

### **BOARD OF TRUSTEES**

Section 1. Composition: The board of trustees shall consist of president, president-elect, vice-president, secretary, treasurer, delegates and alternate delegate(s), immediate past-president and component trustees. If the alternate delegate(s) are already voting officers, their vote as alternate delegate(s) will be disallowed.

Section 2. Powers: The board of trustees shall be the administrative body of the Association, vested with full power to conduct all business of the Association, and shall have the power to enact interim policies when the general membership meeting is not in session when such policies are necessary to the proper conduct of the Association affairs. All such policies shall be reported to the general membership at the next annual session for ratification.

Section 3. Duties: To be responsible for all property, real and personal, owned and held by the Association; to establish the fiscal year of the Association; to oversee that the accounts of the Association are reviewed annually; to submit a budget to the voting membership for adoption; to submit to the general membership an annual written report; to review the reports of officers, councils, and committees of the Association and any recommendations and resolutions to come before the voting membership, and to make recommendations thereto; to adopt rules for the conduct of the affairs of the Association; to appoint such agents, attorneys and others it deems necessary; to direct component trustees to provide a proxy to vote or speak in his or her place; to perform such other duties as are prescribed or permitted by the laws of the state of New Mexico or by these bylaws and the policies adopted by the voting membership.

Section 4. Meetings: There shall be at least five (5) regular meetings of the board of trustees each year. These meetings include the pre and post-annual session meetings and three (3) other meetings. Special meetings may be called by the president and shall be called upon the written request of a majority of the voting members of the board of trustees. Five (5) days notice shall be given except for meetings that may be called during an annual session. Business shall be limited to that which is stated in the call.

Section 5. Electronic Meetings: The board of trustees and any committee thereof are authorized to meet by telephone, conference call, or through other electronic communication media provided that all the members may simultaneously hear each other and participate during the meeting. Notice must be delivered at least forty-eight (48) hours prior to the meeting.

Section 6. Quorum: A majority of the voting members of the board of trustees shall constitute a quorum.

Section 7. Voting:

1. Electronic: Actions approved by a majority vote of the voting members of the board of trustees by electronic ballot (i.e. telephone, email or facsimile) shall be as binding and effective as if such action were taken in a regular or special meeting of the board of trustees. Electronic balloting should only be used when time precludes meeting in person. The secretary shall conduct the electronic vote. The votes shall be recorded as to the date and results, and recorded in the minutes of the next meeting of the board of trustees.
2. Proxy Voting: Should any member of the board of trustees be unavailable to attend a meeting and a quorum is lacking, their voting privilege can be transferred to a council or committee member in attendance, in accordance with rules established by the board of trustees.

**ARTICLE VIII**

**COUNCILS AND COMMITTEES**

Section 1. Establishment: Councils and standing committees shall be established by the voting membership. Special committees shall be established by the board of trustees or the voting membership. Councils and committees shall have such duties as designated by the board of trustees or the voting membership, and shall include the preparation and filing of reports.

Section 3. Composition: Councils and committees shall have at least two members. The Board of Trustees may authorize the appointment of a non-member in special circumstances. An elected officer shall be appointed as a non-voting advisor to advise each council and committee.

Section 2. Appointments: Council Chairs and members of the councils, standing committees, and special committees shall be appointed by the president with the approval of board of trustees.

**ARTICLE IX**

**ADHA REPRESENTATION**

Section 1. District Trustees: The Association together with such other designated associations named by the ADHA shall compose the designated district of the ADHA. The qualification, nominations, elections, installation, vacancies and duties of the district trustee shall be those determined by the ADHA bylaws.

Section 2. House of Delegates: The Association shall be represented by delegates and alternate delegates as provided in the ADHA bylaws. The number of association delegates is determined by the ADHA; the number of alternate delegates is determined by the Association. The Association shall provide the ADHA with the names of delegates and alternates no later than thirty (30) days after the Association annual session.

A. Qualifications: Delegates and alternates shall be professional members of the Association. A candidate for the office of the ADHA delegate chair must have served as delegate, alternate delegate, or must have prior approval of the board of trustees.

B. Term of office

1. ADHA delegates are to be elected at a general membership meeting of the Association to serve a term of two (2) years with one delegate being elected every year.
2. The president-elect shall serve as an alternate delegate.
3. The president shall serve as the second alternate delegate, should the budget allow.

C. Nominations: Nominations of the delegates and alternates to the ADHA House of Delegates shall be made in the same manner as provided for in the election of officers of the Association.

- D. Elections: Delegates shall be elected by the voting membership at a general membership meeting. Nominees receiving the highest number of votes shall be declared the ADHA delegates.
- E. Vacancies: In the event of a vacancy among the delegates and/or alternate delegate(s), the president, with the approval of the board of trustees, shall appoint a successor who shall serve until the vacancy is filled by the election for the unexpired term at the next meeting of the general membership.
- F. Duties:
  - 1. Represent the Association at all sessions of ADHA as explained in the ADHA district delegates' orientation given by the District Trustee.
  - 2. Inform the Association of the ADHA activities.

## ARTICLES X

### COMPONENTS

Section 1. Tripartite: the ADHA is a tripartite organization. Voting and supporting members must maintain an active membership in the ADHA, a constituent, and a component if such exists where the member is licensed, practices, or resides.

Section 2. Definition: A component of the Association shall consist of all voting members of the Association who are either practicing or residing within the geographic boundaries in which the component is located, as determined by the Association and approved by ADHA.

A. An incorporated component shall elect officers; hold annual member and regular board meetings and comply with such other requirements and policies established by the Association board of trustees. The component bylaws and any proposed changes to the bylaws must be approved by the board of trustees and be in compliance with the bylaws, rules and policies of the Association and ADHA.

B. An unincorporated component consisting of ADHA members within the same constituent association can organize as a committee to the Association, without legal status apart from the Association. It shall conduct meetings, activities and otherwise promote the interests of the Association and ADHA, and abide by its policies, rules and Bylaws.

Section 3: Application: Applicants seeking to be organized as an incorporated or unincorporated component, each referred to as a "component" of the Association, shall submit an application to the board of trustees. The board will determine if the applicants meet the criteria necessary for recognition as a component and shall be issued a charter by ADHA and the Association.

Section 4. Revocation: The charter of a component may be revoked by a two-thirds vote of the board of trustees of the Association in accordance with the rules established by the board of trustees. Reasonable opportunity shall be allowed for the component to meet the requirements or correct infractions before final action is taken to revoke its charter. Upon revocation, the component shall immediately remit all its funds and records to the Association's treasurer.

Section 5. Membership:

A. Members may belong to only one component, and may join the component of their choice based on where they reside or practice.

B. A member of a component may transfer to another component by written request to ADHA. Full membership privileges shall be granted to the transferred members without payment of current dues provided current dues have been paid to the previous component.

Section 6. Name: No component or other entity shall use the name of the ADHA or the Association in any manner whatsoever unless duly authorized to do so by the ADHA or the Association pursuant to the terms of a written agreement.

Section 7. Meetings: The component must coordinate its education, meeting and event calendar with the Association.

Section 8. Representation to the Association Board of Trustees: A component may elect one (1) trustee regardless of the size of its membership. A component with a membership of more than twenty-five (25) may at its discretion, elect one additional trustee for each increment of twenty-five (25) members thereafter. The component trustee(s) shall exercise their powers and duties so as to be in the best interest of the Association. Component trustees shall report to the components such actions taken by the board of trustees.

## **ARTICLE XI**

### **PUBLICATION**

Section 1. The official publication of the Association shall be called "The Journal of the New Mexico Dental Hygienists' Association- *The Discloser*."

Section 2. Additional publications may be authorized by the board of trustees.

Section 3. The editor(s) of these publications shall be appointed by the president.

## **ARTICLE XII**

### **INDEMNIFICATION**

The Association shall indemnify all past and present officers, employees, committee, council, and board of trustee members, and all other volunteers of the Association to the full extent permitted by law, as may be amended, and shall purchase insurance for such indemnification of officers to the full extent as determined by the Association.

## **ARTICLE XIII**

### **DISSOLUTION**

The Association shall use its funds only to accomplish the purposes and mission stated in these bylaws, and no part of its funds shall insure or be distributed to the members of the Association. In the event of the dissolution of the Association, all funds remaining shall, after paying all liabilities of the association, transfer all assets of the association to the ADHA

## **ARTICLE XIV**

### **PARLIAMENTARY AUTHORITY**

The current edition of Robert's Rules of Order, Newly Revised, shall govern all meetings of the Association in all cases to which they are applicable and in which they are not inconsistent with New Mexico law, these bylaws and any special rules of order the Association may adopt.

## **ARTICLE XV**

### **"SUPREMACY CLAUSE"**

The bylaws of the Association shall not be in conflict with the bylaws of the ADHA, which shall be the supreme law of the Association. A current copy of these bylaws shall be on file with the Chief Executive Officer of the ADHA.



## **ARTICLE XVI**

### **AMENDMENTS OF BYLAWS**

These bylaws may be amended at any meeting of the voting membership by a two-thirds (2/3) vote, provided that a written notice of the nature of the proposal has been sent to all members at least thirty (30) days prior to that meeting, or without notice at any meeting of the voting membership by a three-fourths (3/4) vote.

Approved 9/28/2019