Constitution and Bylaws of the American Academy of Pediatric Dentistry

Approved and Adopted - May 27, 1984
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INDEX

<table>
<thead>
<tr>
<th>Section</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constitution</td>
<td>10</td>
</tr>
<tr>
<td>Bylaws</td>
<td>10</td>
</tr>
<tr>
<td>Chapter I: Membership</td>
<td>10</td>
</tr>
<tr>
<td>Chapter II: Annual Session</td>
<td>12</td>
</tr>
<tr>
<td>Chapter III: General Assembly</td>
<td>12</td>
</tr>
<tr>
<td>Chapter IV: Elective Officers</td>
<td>12</td>
</tr>
<tr>
<td>Chapter V: Board of Trustees</td>
<td>13</td>
</tr>
<tr>
<td>Chapter VI: District Organizations</td>
<td>16</td>
</tr>
<tr>
<td>Chapter VII: State Unit Organizations</td>
<td>16</td>
</tr>
<tr>
<td>Chapter VIII: Appointive Officers</td>
<td>17</td>
</tr>
<tr>
<td>Chapter IX: Standing Councils/Committees</td>
<td>17</td>
</tr>
<tr>
<td>Chapter X: Finances</td>
<td>17</td>
</tr>
<tr>
<td>Chapter XI: Elections</td>
<td>18</td>
</tr>
<tr>
<td>Chapter XII: American Board of Pediatric Dentistry</td>
<td>19</td>
</tr>
<tr>
<td>Chapter XIII: Code of Professional Conduct and Judicial Procedures</td>
<td>19</td>
</tr>
<tr>
<td>Chapter XIV: Prohibition of the Use of the Property of the Academy for Private Profit</td>
<td>19</td>
</tr>
<tr>
<td>Chapter XV: Official Academy Publications</td>
<td>19</td>
</tr>
<tr>
<td>Chapter XVI: Rules of Order</td>
<td>19</td>
</tr>
<tr>
<td>Chapter XVII: Amendment of Bylaws</td>
<td>20</td>
</tr>
<tr>
<td>Chapter XVIII: Adoption</td>
<td>20</td>
</tr>
</tbody>
</table>
Constitution and Bylaws of the American Academy of Pediatric Dentistry

ARTICLE I. NAME

The name of this organization shall be the American Academy of Pediatric Dentistry, hereafter referred to as “the Academy,” “this Academy,” or “the AAPD.”

ARTICLE II. PURPOSE AND OBJECTIVES

The AAPD is an organization of individuals whose primary concern is in the area(s) of practice, education and/or research specifically related to the specialty of pediatric dentistry. Its purpose shall be the advancement of the specialty of pediatric dentistry for the benefit of the oral health of the public through the efforts of the dental profession.

The fulfillment of its expressed purpose shall be achieved by dedication to the following objectives:

1. The Academy shall be the symbol of excellence in practice, education, and research in pediatric dentistry.
2. The Academy shall be the official sponsor of the American Board of Pediatric Dentistry, and shall encourage qualified members to become Diplomates of that Board.
3. The Academy, by virtue of its sponsorship of the American Board of Pediatric Dentistry, shall be the official representative of the specialty of pediatric dentistry when liaison is required with other dental organizations, allied health professions, and government and private agencies concerned with the dental health of the public.
4. The Academy shall involve itself actively in the development and implementation of national programs of dental health for children.
5. The Academy shall foster the development and promulgation of sound tenets for pediatric dental procedures through study and research accompanied by constant critical evaluation and review.
6. The Academy shall be the principal vehicle for providing all segments of the specialty an opportunity to improve their knowledge of all facets of the specialty.
7. The Academy shall participate actively in the development and delivery of programs of continuing education in the field of pediatric dentistry for the Academy per se, and for the dental profession as a whole.
8. The Academy shall strive constantly to enhance the quality of graduate training in pediatric dentistry particularly through its availability in a consultative capacity to the Commission on Dental Accreditation of the American Dental Association.
9. The Academy shall be ever alert to its responsibility to the public and the profession in the fulfillment of its obligation in the matter of the prevention and control of oral disease.

DEFINITION OF PEDIATRIC DENTISTRY: Pediatric dentistry is an age-defined specialty that provides both primary and comprehensive preventive and therapeutic oral health care for infants and children through adolescence, including those with special health care needs.

ARTICLE III. ORGANIZATION

Section 1. INCORPORATION: This Academy is a nonprofit corporation, organized and incorporated under the laws of the State of Illinois, July 29, 1947 (as the American Academy of Pedodontics). If this Corporation shall be dissolved at any time, no part of funds or property shall be distributed to, or among, its members, but after payment of all indebtedness of the Corporation, the surplus funds and properties shall be used for dental education and dental research in such a manner as the then governing body of the Academy may determine.

Section 2. OFFICES, AGENTS, AND POWERS: The Corporation shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose office is identical with such registered office and may designate other offices within or without the State of Illinois as the Board of Trustees may from time to time determine. The Corporation has such additional powers as are now or may hereafter be granted by the General-Not-For-Profit Corporation Act of the State of Illinois.

Section 3. MEMBERSHIP: The membership of this Academy shall consist of dentists and other persons whose qualifications and classifications shall be established by Chapter I of the Bylaws.

ARTICLE IV. GOVERNMENT

Section 1. LEGISLATIVE BODY: The legislative and control body of this Academy shall be the voting membership gathered together into what shall be known as the General Assembly, as provided in Chapter III of the Bylaws.

Section 2. ADMINISTRATIVE BODY: The administrative body of this Academy shall be a Board of Trustees, as provided in Chapter V of the Bylaws.

ARTICLE V. OFFICERS

Section 1. ELECTIVE OFFICERS: The elective officers of this Academy shall be the President, President-Elect, Vice-President, President and Secretary-Treasurer, each of whom shall be elected by the General Assembly.

Section 2. APPOINTIVE OFFICERS: Appointive officers may be designated and appointed by the Board of Trustees, as deemed desirable and as provided in Chapter VIII of the Bylaws.

ARTICLE VI. ANNUAL SESSION

The membership of this Academy shall meet at least once each calendar year. The annual session of this Academy shall be conducted in accordance with Chapter II of the Bylaws.

ARTICLE VII. AMENDMENTS

This Constitution may be amended by an affirmative vote of three-fourths (3/4) of the members present, entitled to vote and voting at any regular meeting of the members of this Academy, or at a special meeting called for that purpose, provided notice has been mailed to the membership at least thirty (30) days prior to this action. Minor revisions that do not change the basic subject matter or intent of a proposed amendment as mailed to the members can be made upon recommendation by the Constitution and Bylaws Committee Reference Committee of the General Assembly. A majority vote of the General Assembly will be required to accept minor revisions, but a three-fourths (3/4) vote will be required by the General Assembly to approve the main motion/constitution amendment. This Constitution may be amended at any regular meeting or at any special meeting, called for this purpose, by the unanimous vote of the members present.

BYLAWS

CHAPTER I. MEMBERSHIP

Section 1. CATEGORIES: There shall be twelve (12) categories of membership: Active, International, Life, Inactive, Associate, Retired, Predoctoral Student, Postdoctoral Student, Affiliate, Allied, Friends of Pediatric Dentistry and Honorary.

Section 2. ELIGIBILITY:

A. ACTIVE: An ethical dentist may be considered for Active
Constitution and Bylaws

121 membership provided the applicant:
122 1. Is a member of, and maintains membership in, the American Dental Association, National Dental Association, or a recognized foreign dental association.
123 2. Meets the educational requirements of the American Dental Association for the announcement of ethical practice in pediatric dentistry. An applicant for Active membership who announced ethical practice in pediatric dentistry prior to January 1, 1965, is eligible for consideration for membership without two (2) years of approved advanced education in pediatric dentistry.
124 3. Is approved by the Credentials and Ethics Committee.

B. INTERNATIONAL: This category of membership is available to dentists living and practicing, teaching, or conducting research outside of the United States or Canada who maintain membership in a foreign dental association. Educationally-qualified pediatric dentists, except those in the Federal Services, otherwise eligible for Active membership who live and practice, teach, or conduct research outside of the United States or Canada are also eligible for this membership category, although without the privileges of Active membership.

C. LIFE: This category of membership is available to Active and Retired members who have been members in good standing for a total of thirty (30) years, excluding student years, and have reached the age of sixty-five (65) years. The member must continue to fulfill the provisions set forth in Chapter I, Section 2, and pay dues and assessments through the calendar year in which application for Life membership is made. Members who have left practice or educational careers due to permanent medical disabilities, and fulfill all other criteria except age or membership tenure, will be considered as a Life member.

D. INACTIVE: This category of membership is reserved for members who were previously Active, Life, Associate or Affiliate members who receive no income from dentistry but who wish to maintain an association with the Academy. The member must apply annually for this membership classification.

E. ASSOCIATE: This category of membership is available, upon application, to the following individuals:
1. Dentists who are educationally-qualified in one of the other specialty areas of dentistry recognized by the American Dental Association, and pediatricians and other physicians.

F. RETIRED:
1. Retired membership shall, upon application, be available to Active, Associate, or Affiliate members who have voluntarily and completely retired from dental practice, practice, administration, and/or teaching with the stipulation that the member has been either an Active, Associate, or Affiliate dues paying member for a minimum of fifteen (15) years.
2. Those members engaged in part-time practice or employed in a dental administrative or teaching capacity on a full- or part-time basis for which remuneration is received, shall be ineligible for this category.

G. PREDOCTORAL STUDENT: This category of membership is available, upon application, to predoctoral students enrolled in an educational program in dentistry approved by the Commission on Dental Accreditation of the American Dental Association, or its equivalent in a foreign country.

H. POSTDOCTORAL STUDENT: This category of membership is available, upon formal application, to full and part-time postdoctoral students enrolled in any educational program in pediatric dentistry approved by the Commission on Dental Accreditation of the American Dental Association, or its equivalent in a foreign country.

I. AFFILIATE: This category of membership is available to general dentists who practice in the United States or Canada and maintain membership in the American Dental Association, National Dental Association or a recognized Canadian Dental Association.

J. ALLIED: This category of membership is available to dental and medical allied health professionals, including dental hygienists, dental assistants, pediatric nurses, and physician assistants, whose interests are consistent with the mission of the Academy.

K. FRIENDS OF PEDIATRIC DENTISTRY: This category of membership is available to any individual who does not qualify for other AAPD membership categories but whose interests are consistent with the mission of the Academy.

L. HONORARY: Honorary members may be elected for unusual and outstanding contributions to the profession following nomination by a voting member, who shall submit substantiating evidence of the nominee’s qualification for such membership to the Credentials and Ethics Committee. The unanimous recommendation of the Credentials and Ethics Committee and approval of the Board of Trustees shall be required for consideration for election. An affirmative vote of three-fourths (3/4) of the membership present, eligible to vote and voting at any annual session shall be required for approval.

Section 3. PRIVILEGES:

A. ACTIVE and LIFE: Privileges of Active and Life members shall be:
1. Vote on all issues brought before the General Assembly.
2. Hold office and serve on councils/committees.
3. Attend the annual session of the Academy.
4. Receive copies of all general membership communications and publications, including the Academy journal.
5. Privileges of Student members will terminate on the date of completion of the individual’s advanced educational program.

B. INACTIVE: Privileges of Inactive members shall be:
1. Serve on committees, but not vote or hold office.
2. Attend the annual session of the Academy.
3. Receive copies of all general membership communications and publications, including the Academy journal.

C. INTERNATIONAL and ASSOCIATE: Privileges of International and Associate members shall be:
1. Serve as consultants to councils/committees, but not vote or hold office.
2. Attend the annual session of the Academy.
3. Receive copies of all general membership communications and publications, including the Academy journal.

D. PREDOCTORAL STUDENT: Privileges of Predoctoral Student members shall be:
1. Attend the annual session of the Academy.
2. Receive copies of all general membership communications and publications without charge.
3. Be eligible to apply for Postdoctoral Student category of membership if enrolled in any educational program in pediactic dentistry approved by the Commission on Dental Accreditation of the American Dental Association.
4. Be eligible to apply for the Affiliate category of membership immediately after satisfactory completion of the required educational program.
5. Privileges of Predoctoral Student members will terminate on July 1 following completion of the individual’s predoctoral educational program.

E. POSTDOCTORAL STUDENT: Privileges of Postdoctoral Student members shall be:
1. Serve as consultants to councils/committees, but not vote or hold office.
2. Attend the annual session of the Academy.
3. Receive copies of all general membership communications and publications without charge.
4. Be eligible to apply for Active membership immediately after satisfactory completion of the required educational program.
5. Privileges of Student members will terminate on the date of completion of the individual’s advanced educational program.

F. RETIRED: Privileges of Retired members shall be:
194
1. Serve as consultants to councils/committees, but not vote or hold office.

2. Attend the annual session of the Academy.

3. Receive copies of all general membership communications; and may receive publications and services, including the Academy journal on a fee per item. Fees will be established by the Board of Trustees.

4. In the event a Retired member resumes practice, teaching, or administration, it shall be incumbent upon said member to notify the Headquarters Office for reinstatement to the former category of membership.

G. HONORARY: Honorary members shall have the same privileges as Active members, except the right to vote or hold office.

H. AFFILIATE: Privileges of the Affiliate members shall be to:

1. Elect an Affiliate representative to serve as a full voting member of the AAPD Board of Trustees.

2. Attend the annual session of the Academy.

3. Serve on councils/committees, but not vote in the General Assembly or hold office in the AAPD.

4. Receive copies of all general membership communications and publications, including the Journals.

5. Attend and participate in all AAPD continuing education opportunities.

Affiliate members may not use the Academy name, membership status or logo, or imply special expertise or training in pediatric dentistry.

I. ALLIED: Privileges of Allied members shall be to:

1. Attend the annual session of the Academy.

2. Receive copies of all communications and publications.

Allied members may not use the Academy name, membership status or logo.

J. FRIENDS OF PEDIATRIC DENTISTRY: Privileges of Friends of Pediatric Dentistry shall be:

1. Attend the annual session of the Academy.

2. Receive copies of all communications and publications.

Friends of Pediatric Dentistry members may not use the Academy name, membership status or logo.

Section 4. PROCEDURE FOR APPLICATION:

A. APPLICATION FOR MEMBERSHIP: Applications for all categories of membership in the Academy shall be submitted to the Executive Director in such form as the Academy may designate.

B. APPLICATION REVIEW: Application review will be conducted following receipt of an application for Active, International, Life, Associate, Inactive, Retired, Predoctoral Student, Postdoctoral Student, Affiliate, Allied or Friends of Pediatric Dentistry membership as set forth in Section 2 of this Chapter. Any variance will be reviewed by the Credentials and Ethics Committee and completion of all stipulated requirements, the applicant shall become a member in the appropriate category.

Section 5. LEAVE OF ABSENCE: When extenuating circumstances exist, a member of the Academy, upon application, may be granted a leave of absence for a period of one (1) year by the Credentials and Ethics Committee. A leave of absence may be terminated or extended by the Credentials and Ethics Committee upon written request of the member.

Section 6. REINSTATEMENT: A former member, whose membership has been terminated by resignation or for any other reason under the Bylaws, shall be reinstated upon approval of the Credentials and Ethics Committee, following the payment of the current year’s dues, any assessments currently in effect, and a reinstatement fee as established by the Board of Trustees.

CHAPTER II. ANNUAL SESSION

Section 1. TIME AND PLACE: The Annual meeting of the Academy shall determine the time and place of each annual session of the Academy.
which case the elected individuals shall be considered installed at whatever time the election is certified.

Section 6. VACANCIES: In the event the office of President becomes vacant, the President-Elect shall become President for the unexpired portion of the term. In the event the office of President-Elect becomes vacant, the duties of the office shall be performed by the Vice-President, in addition to other duties, until a President is elected at the next annual session of the General Assembly in the manner described in Chapter XI. In the event the office of Vice-President becomes vacant, the Secretary-Treasurer shall assume the functions of the Vice-President for the unexpired portion of the term, in addition to other duties. In the event the office of Secretary-Treasurer becomes vacant, the office shall be filled for the unexpired portion of the term by nomination by the President, with appointment being subject to approval of the Board of Trustees.

In the event a second vacancy or two or more vacancies occur to the elective office holders between the Annual Sessions of the General Assembly, the vacancies shall be filled by temporary appointment by a majority vote of the voting members of the board of trustees until the next Annual Session of the General Assembly.

Section 7. DUTIES:

A. PRESIDENT: The duties of the President shall be to:

1. Serve as the chief executive officer and official representative of this Academy in its contacts with government, civic, business, and professional organizations for the purpose of advancing the objectives and policies of this Academy.

2. Serve as Chair of the Board of Trustees and the Executive Committee.


4. Present an ad interim and annual report to the Board of Trustees.

5. Present to the General Assembly at its annual session a report on the activities of the Board of Trustees, as well as such matters deemed of importance to the Academy, the specialty of pediatric dentistry, and the dental profession.

6. Present to the General Assembly at its annual session a report on the activities of the Board of Trustees, as well as such matters deemed of importance to the Academy, the specialty of pediatric dentistry, and the dental profession.

7. Nominate and fill all vacancies subject to approval of the Board of Trustees, except as otherwise provided in the Bylaws.

8. Nominate individuals to fill any vacancy on the Board of Trustees, as provided in Chapter V, Section 8, and to fill all other vacancies not provided for in these Bylaws.

9. Nominate a Parliamentarian, subject to approval by the Board of Trustees.

10. Appoint the requisite number of tellers for each session of the General Assembly and designate the chair.

11. Upon expiration of the term of office as President, serve as a member of the Board of Trustees for the following one (1) year, and as a member of the Nominations Committee for three (3) years.

12. Serve as an advisory member of all councils/committees.

13. Perform such other duties as may be provided in these Bylaws, or as directed by the Board of Trustees.

14. Nominate individuals to fill the unexpected vacancy of an appointed officer.

B. PRESIDENT-ELECT: The duties of the President-Elect shall be to:

1. Serve as a member of the Board of Trustees and the Executive Committee.

2. Succeed to the office of President without other election at the next annual session of the Academy following election as President-Elect.

3. Assume the duties of the President in case of the latter’s absence, disability, resignation, or death.

4. Preside when it is necessary for the President to leave the
Section 3. TRUSTEE MEMBERS AT-LARGE. The Board of Trustees shall have three at-large members elected as described in Chapter XI, each for a three (3) year term on a rotating basis of one per year. Starting with the at-large term beginning in 2005 for a three (3) year term, one of the three at-large positions will be designated for and filled by a full time academician.

Qualifications of a full time academician for this at-large position include a full time educator who devotes a majority of professional time, in no case less than two days a week, to educational endeavors in a dental school or graduate pediatric dentistry program accredited by the Commission on Dental Accreditation. Interim vacancies in the position of academician trustee at-large will be filled by presidential nomination as described in Chapter VI. Section 8. and such appointment shall be limited to full time academicians.

Section 4. QUALIFICATIONS: A member of the Board of Trustees shall be an Active or Life member of the Academy in good standing and members of their District Organization and State Unit. The Executive Director may be excluded from these requirements.

Section 5. TERM OF OFFICE: The term of office of the President, President-Elect, Vice-President, and Secretary-Treasurer shall be for one (1) year. The Past President shall serve for one (1) year immediately upon completion of the presidential term. The term of office of an elected trustee shall be three (3) years, or until a successor has been elected and qualified. The consecutive tenure of an elected trustee shall be limited to one (1) complete term of three (3) years. An incumbent trustee who has served less than one (1) full, three (3) year term, shall be eligible for election to a full three (3) year term, irrespective of the number of years served in the incomplete term.

Section 6. NOMINATION: The Nomination Committee shall place into nomination the name of one (1) Active or Life member for each vacancy on the Board of Trustees, except for the offices of District Trustee.

Section 7. ELECTION: Election to the Board of Trustees shall be conducted as described in Chapter XI.

Section 8. INSTALLATION: The Board of Trustees shall be installed at the annual session of the Academy, unless the election is not certified at the annual session, in which case the elected individuals shall be considered installed at whatever time the election is certified.

Section 9. VACANCIES. Vacancies on the Board of Trustees shall be filled by presidential nomination, with appointment made by majority vote of the remaining voting members of the Board of Trustees then in office. If a district trustee relocates to another trustee district, the trustee position filled by the trustee is declared vacant. Vacancies on the Board of Trustees from specific trustee districts shall be filled with eligible members from the appropriate trustee districts. Each person appointed to fill a vacancy shall remain a trustee until a successor has been elected by the members of the Academy at the annual session or by a special session duly called for that purpose held prior to the annual session, except for members of the Board of Trustees from specific trustee districts, who shall be elected as described in Chapter XI, Section 5 of these Bylaws.

Section 10. RECALL. Any trustee of the Academy may be recalled as provided for in the Administrative Policy and Procedure Manual, incorporated herein by reference.

Section 11. POWERS AND DUTIES: The Board of Trustees shall be the managing body of the Academy, subject to the Laws of Illinois, the Articles of Incorporation, the Constitution and Bylaws of the Academy, and the mandate of the General Assembly.

POWERS: The Board of Trustees shall:

A. Have the power to establish rules and regulations consistent with these Bylaws to govern its organization, procedure, and conduct.

B. Have the power to establish administrative procedure for the management of the Academy.

C. Have the power to establish ad interim Academy policies when the General Assembly is not in session and when such policies are deemed to be in the best interests of the Academy, provided that all such policies be presented in the next annual report to the General Assembly for approval.

D. Have the power to designate the officers and agents who shall have the authority to execute any instrument on behalf of the Academy.

E. Have the power to remove any officer or agent whenever the interest of the Academy will be served thereby, following a two-thirds (2/3) vote of the Board of Trustees and in accordance with Chapter XIII.

F. Have the power to establish any compensation of the trustees, officers and other agents not elsewhere provided for in these Bylaws.

G. Have the power to borrow money, as described in Chapter X, Section 8.

H. In instances to be determined by the majority vote of the Board of Trustees, or in instances where the conduct of the business of the General Assembly is jeopardized by unforeseen conditions, the Board of Trustees shall have the power to conduct a mail ballot vote of the membership which, to be valid, shall consist of ballots received from not less than the majority of voting members. A majority of the votes cast (postmarked) within thirty (30) days after the mailing date of the ballots shall decide the vote which shall be announced at the next session of the General Assembly as the first order of business.

DUTIES: The Board of Trustees shall:

A. Review and approve a budget for each ensuing fiscal year.

B. Approve and provide for the dispersal of funds on behalf of the Academy.

C. Appoint all appointive officers of the Academy.

D. Provide for the maintenance and supervision of the Headquarters Office and all property or offices owned or operated by the Academy.

E. Provide for the publication and distribution of all official publications of the Academy.

F. Approve appointments, as provided in these Bylaws.

G. Review the reports of all officers and councils/committees and act upon recommendations.

H. Review all proposed amendments to the Constitution and Bylaws and recommend action to the General Assembly.

I. Create or abolish councils/committees.

J. Approve all awards, honors, or other special commendations given in the name of the Academy.

K. Represent official Academy policy, as appropriate.

L. Maintain liaison with dental, medical and allied health professions.

M. Perform such other duties as prescribed in these Bylaws.

Section 12. MEETINGS:

A. Regular Meetings: There shall be three (3) regular meetings of the Board of Trustees: one (1) immediately prior to the annual session, one (1) within forty-five (45) days following the annual session, and one (1) ad interim meeting as determined by the Board of Trustees.

B. Special Meetings: Special meetings of the Board of Trustees may be called at any time by the President or upon the request of any five (5) voting members of the Board of Trustees, provided notice of any such meeting is given to each member of the Board of Trustees at least twenty (20) days in advance of the time scheduled for the special meeting. Special Board meetings may also be conducted by phone conference or electronic communication and require twenty-four (24) hours
C. Executive Meetings: Executive meetings may be called at any time by the President or by a majority vote of the Board of Trustees. Attendance at Executive Meetings shall be limited to voting members of the Board of Trustees and such other individuals as deemed appropriate by majority approval of the Board. The Secretary-Treasurer shall be responsible for recording these proceedings.

Section 13. ATTENDANCE: Attendance at meetings of the Board of Trustees shall be limited to members of the Board and invited guests. Active and Life members of the Academy may attend as observers on a self-sustaining and space available basis, upon requesting such to the Headquarters Office in advance of the meeting.

Section 14. QUORUM: A majority of the eligible voting members of the Board of Trustees constitutes a quorum for the transaction of business at any meeting.

Section 15. VOTING: Decisions of the Board of Trustees shall be determined by a majority of the votes cast.

Section 16. ACTION BY UNANIMOUS WRITTEN CONSENT: If and when the Board of Trustees, in absence of a meeting, consent by unanimous vote in writing to any action to be taken by the Academy, such action shall be as valid as if it had been authorized at a meeting of the Board of Trustees.

Section 17. OFFICERS: The Officers of the Board of Trustees shall be the President of the Academy, who shall be Chair, and the Secretary-Treasurer of the Academy, who shall be Secretary.

Section 18. COMMITTEES OF THE BOARD OF TRUSTEES: The committees of the Board of Trustees shall be:

A. EXECUTIVE COMMITTEE:

Composition:
The Executive Committee shall consist of the President, President-Elect, Vice-President, Secretary-Treasurer, and immediate Past President. The Parliamentarian and Executive Director shall be ex officio members without the right to vote. The President shall serve as Chair of the Executive Committee.

Duties: The duties of the Executive Committee shall be to:

1. Conduct all interim business of the Academy.
2. Review annually the Headquarters Office budget and submit recommendations to the Board of Trustees.
3. Review the Executive Director’s appraisal of Academy Headquarters Office employees.
4. Conduct an annual performance review of the Executive Director and the Editor.
5. Review and approve contracts of the Executive Director, the Editor-in-Chief, Child Advocate and the Congressional Liaison.

Quorum: A quorum for the transaction of business by the Executive Committee shall consist of four (4) voting members of the committee.

B. BUDGET AND FINANCE COMMITTEE:

Composition:
The Budget and Finance Committee shall consist of five (5) members: three (3) elected members of the Board of Trustees appointed by the President; the Secretary-Treasurer who shall serve as chair; and the Executive Director who shall serve ex officio without a vote. The President shall appoint one (1) newly elected Trustee to serve for three consecutive one year terms so that at the end of each year one (1) Trustee member will have served for a maximum of three years. The committee incumbent Trustee members are subject to reappointment by the incoming President and confirmation by the Board of Trustees. Should a Trustee member desire not to be reappointed or the incoming President decides not to renominate the Trustee member, the incoming President is required to appoint another Trustee member with the same remaining elected term of office.

Duties:
The duties of this committee shall be to review the budget and finances of the Academy and make recommendations to the Board of Trustees for their approval.

C. CONSTITUTION AND BYLAWS COMMITTEE:

Composition:
The Constitution and Bylaws Committee shall consist of four (4) members: one (1) an elected member of the Board of Trustees appointed by the President; one (1) an Active or Life member of the Academy appointed by the President; the Executive Director or other member of the senior staff appointed by the President, who shall serve ex officio without a vote; and the Vice President, who shall serve as chair. Additional consultants with experience or expertise in constitutional and parliamentary procedures may be appointed at the discretion of the Board of Trustees, but do not sit on the committee or hold voting privileges.

Duties: The duties of the committee shall be to:

1. Serve as an advisory committee to the Board of Trustees to facilitate ongoing review of the Articles of the Constitution and Bylaws in order to keep them consistent with the Academy’s operations.
2. Draft suitable language for all proposed amendments to the AAPD Constitution and Bylaws at the request of a council, committee, District Organization, State Unit, Active or Life member, or the Board of Trustees.
3. Recommend editorial changes in the Bylaws to improve their consistency, clarity and style.
4. Notwithstanding paragraph 2 of this subsection, the committee shall have the authority to make corrections in punctuation, grammar and spelling in the Bylaws which do not alter its context or meaning. Such corrections shall be made only by a unanimous vote of the committee members.
5. Forward to the Board of Trustees for their review and recommendation each properly formulated and worded amendment to the AAPD Constitution and Bylaws.
6. Perform such other duties as assigned by the President of the Board of Trustees.

D. CREDENTIALS AND ETHICS COMMITTEE:

Composition:
The Credentials and Ethics Committee shall consist of four (4) members: two (2) of whom shall be elected members of the Board of Trustees appointed by the President, the Executive Director who shall serve ex officio without a vote, and the Vice-President who shall serve as chair.

Duties: The duties of this committee shall be to:

1. Verify the qualifications of candidates for membership, subject to the provisions of the Articles of Incorporation, the Constitution, and the Bylaws of this Academy.
2. Act on applications for leave of absence, according to Chapter I, Section 5.
3. Recommend action on applications for reinstatement to membership, according to Chapter I, Section 6.
4. Recommend censure, suspension, or expulsion of a member for causes stipulated in these Bylaws, provided such action is justified in accordance with the provisions of Chapter XIII.
5. Review annually the American Dental Association Principles of Ethics and Advisory Opinions appended thereto, to ensure that there is no conflict with the practice of pediatric dentistry and recommend to the Board of Trustees variances deemed essential to the governance of the Academy.

E. POLICY AND PROCEDURE COMMITTEE:

Composition:
The Policy and Procedure Committee shall consist of six (6) members: three (3) Trustees; the immediate Past President, the Parliamentarian; and the Executive Director, who shall serve ex officio without a vote. The President shall appoint one (1) newly elected Trustee each year to a three (3) year term so that the term of only one (1) Trustee member expires each year.
A District shall:

A. Hold meetings as necessary to conduct the business of the district.
B. Elect a district board of trustees with at least one member from each State Unit.
C. Elect officers and establish councils and committees necessary to conduct the business of that district.
D. Provide for its financial support.
E. Hold the elected AAPD district trustee as member of the district organization board of trustees.
F. Accept nominees for the AAPD district trustee from the State Units and individuals of the district and forward the names to the Headquarters Office. Nominations must conform with the provisions of the relevant sections of the current Administrative Policy and Procedure Manual of the AAPD.
G. Accept nominees for AAPD Council/Committee appointments from the State Units and forward the names to the Headquarters Office.
H. Elect one (1) member from the district to serve on the Nominations Committee.

CHAPTER VII. STATE UNIT ORGANIZATIONS

Section 1. ORGANIZATION:

A. The AAPD Trustee Districts shall be organized into State Units representing the Active and Life members of each state, foreign unit, and Federal Dental Services as set forth in Chapter V, Section 2 of these Bylaws.
B. State Units shall be duly incorporated, non-profit organizations governed by an adopted constitution and bylaws which shall not be in conflict with or limit the Constitution and Bylaws of the Academy.

Section 2. PURPOSE: A State Unit shall:

A. Facilitate communications between the District Board of Trustees and its membership.
B. Provide educational opportunities for its members.
C. Provide nominees for its district trustee.
D. Assist in advocating and coordinating efforts at the state level for improvement of the oral health of children.

Section 3. DUTIES: A State Unit shall:

A. Hold meetings as necessary to conduct the business of the State Unit.
B. Elect officers and establish councils and committees necessary to conduct the business of the State Unit.
C. Elect at least one State Unit member to the district board of trustees.
D. Provide for its financial support.
E. Consider candidates to submit to the District Trustee for AAPD district trustee nominee.
F. Recommend members to the AAPD District Trustee for consideration for AAPD Council/Committee appointments.
MEMBERSHIP:

A. Voting members of State Units shall meet the eligibility requirements for Active or Life membership in the Academy as set forth in Chapter I, Section 2.

B. Each member of the Academy shall hold voting membership only in the State Unit where the member resides.

PROCEDURE FOR APPLICATION:

A. All state organizations which meet the requirements listed in Section 1 of this chapter as of June 30, 1999 shall be considered State Units of their respective district organizations.

B. An application for State Unit status shall be submitted to their District Trustee in such form as the District may designate.

Section 2. APPOINTMENTS: The Board of Trustees shall designate the appointive officers as follows:

A. Editor: The Editor shall be nominated by a search committee and appointed by a majority of the votes cast by the Board of Trustees for a three (3) year term. The Editor may be reappointed for up to four (4) additional one (1) year terms upon the recommendation of the Executive of the Board of Trustees. The search committee shall consist of five (5) members, two (2) of whom shall be members of the Editorial Board. The President shall appoint the members and designate the chair of the committee with the approval of the Board of Trustees.

B. Executive Director: The Executive Director shall be selected by a majority of the votes cast by the Board of Trustees.

C. Parliamentarian: The Parliamentarian shall be nominated for a one (1) year term by the President and appointed subject to approval by a majority of the votes cast by the Board of Trustees. The Parliamentarian may be reappointed to an unlimited number of additional one (1) year terms.

D. Child Advocate: The Child Advocate shall be nominated for a one (1) year term by the President and appointed subject to approval by a majority of the votes cast by the Board of Trustees. The Child Advocate may be reappointed to an unlimited number of additional one (1) year terms.

E. Congressional Liaison: The Congressional Liaison shall be nominated for a one (1) year term by the President and appointed subject to approval by a majority of the votes cast by the Board of Trustees. The Congressional Liaison may be reappointed to an unlimited number of additional one (1) year terms.

F. Unexpected vacancy by an appointed officer: In the event of an unexpected vacancy by an appointed officer, the office shall be filled for the unexpired portion of the term by nomination by the President, with the appointment being subject to approval by a majority of the votes cast by the Board of Trustees.

DUTIES: The duties of the appointive officers shall be as follows:

A. Editor:

1. To serve as Editor-in-Chief of the journals of the American Academy of Pediatric Dentistry and to exercise editorial privilege over the publications, subject to the policies of the Academy, the directives of the Board of Trustees, and the provisions of these Bylaws.

2. To nominate members of the Editorial Board, Abstract Editors, and Historians subject to the approval of the Editorial Board and the Board of Trustees, and delineate their responsibilities.

3. To present an ad interim and annual report to the Board of Trustees.

4. To perform such other duties as prescribed by the President, the Board of Trustees, or these Bylaws.

B. Executive Director:

1. To serve as the administrative head of the Headquarters Office of the Academy and all its branches.

2. To engage all employees for the Headquarters Office, according to established administrative procedures.

3. To prepare a preliminary budget annually and submit it to the Budget and Finance Committee for review.

4. To present an ad interim and annual report on the activities of the Headquarters Office to the Board of Trustees.

5. To perform such other duties as prescribed by the Board of Trustees and these Bylaws.

C. Parliamentarian:

1. To attend all meetings of the Board of Trustees, the Executive Committee, and the General Assembly.

2. To advise the President, in the position as Chair, in the conduct of the meetings of the Executive Committee, the Board of Trustees, and the General Assembly; the Parliamentarian cannot make rulings, but advises the presiding officer.

3. To give opinion, advise, or explain a procedural problem when requested by the Board of Trustees, councils/committees, members, or Headquarters Office staff.

4. To instruct tellers as to their duties and assist in certification of ballot results.

5. To be responsible for seeing that no procedural details are overlooked, to anticipate parliamentary strategy, and be certain that all parliamentary requirements are observed.

6. To perform such other duties as prescribed by the President.

D. Child Advocate:

1. To serve as an advocate for the oral health issues of children, primarily at the national level, with legislators, federal agencies, and professional health organizations.

2. To assist in advocating and coordinating efforts at the state level for improvement of the oral health of children.

3. To present an ad interim and annual report to the Board of Trustees.

4. To perform such other duties as prescribed by the President.

E. Congressional Liaison:

1. To promote AAPD’s position on legislative and regulatory issues directly with top federal elected legislators and senior appointed officials.

2. To develop and maintain a cadre of AAPD members in other states who have close personal contact with top federal elected legislators from their respective states.

3. To serve as a member of the Task Force on Child Advocacy.

4. To present an ad interim and annual report to the Board of Trustees.

5. To perform such other duties as prescribed by the President.

STANDING COUNCILS/COMMITTEES

The Board of Trustees may appoint and/or dissolve such standing councils/committees as needed to accomplish the mission and activities of the Academy. The composition and duties of such councils/committees are described in the AAPD Policy and Procedure Manual.

FINANCES

Section 1. DUES:

A. The amount of the annual dues of Active members shall be...
Section 2. ASSESSMENTS:

A. All assessments proposed by the Board of Trustees and approved by the General Assembly by an affirmative vote of two-thirds (2/3) of the members present, entitled to vote and voting, shall be considered as binding obligations in conjunction with dues and shall be treated as such.

B. International, Associate, Inactive, Retired, Postdoctoral Student members shall pay no dues.

C. Allied members shall pay annual dues equal to twenty-five percent (25%) of an Active member’s dues.

D. Life members who derive some income from dentistry shall pay annual dues equal to fifty percent (50%) of the Active members’ dues. Life members who derive no income from dentistry shall pay no annual dues.

E. Retired, Inactive, Honorary, and Postdoctoral Student members shall pay no dues.

F. Predoctoral Student Members shall pay annual dues in an amount determined by the Board of Trustees.

G. The full amount of the dues shall be due and payable on the first day of July of each year, and shall be paid in US dollars.

Section 3. DELINQUENCY: Members shall be classified as delinquent when dues are not paid on or before the first day of September, or when assessments are not paid within sixty (60) days of the due date. They shall be notified in writing of their delinquency and, if after notice, such default is not corrected within a period of thirty (30) days, the member shall be dropped from membership. The Board of Trustees may grant leniency or a temporary waiver from payment of dues upon written request.

Section 4. FEES: All application, subscription, and other fees shall be established by the Board of Trustees and shall be payable in US dollars.

Section 5. BUDGET: An annual budget shall be prepared by the Executive Director, reviewed by the Budget and Finance Committee, and submitted, with recommendations, to the Board of Trustees for their final approval.

Section 6. AUDIT: There shall be an annual audit of the Academy accounts by an independent agent.

Section 7. PAYMENTS: Orders for payment of money shall be signed in the name of the Academy by the Executive Director with the approval of the Secretary-Treasurer.

Section 8. POWER OF THE BOARD TO BORROW MONEY:

The Board of Trustees shall have the power and authority to borrow money whenever, in the discretion of the Board, the exercise of this power is required in the general interests of the Academy; and in such instance, the Board of Trustees may authorize on behalf of the Academy such notes, bonds, and other evidence of indebtedness as the Board deem proper. The Board shall have full power to pledge the property of the Academy, or any part thereof, as security for such indebtedness. No action on the part of the membership of this Academy shall be requisite to the validity of any such note, bond, evidence of indebtedness, or pledge of collateral.

Section 9. INDEMNIFICATION OF OFFICERS, TRUSTEES, AGENTS, AND REPRESENTATIVES: The American Academy of Pediatric Dentistry shall indemnify any officer, trustee, agent, or representative who may be threatened by or named in any action, suit or proceeding, arising from their position with the Academy, when authorized by a majority of the Board of Trustees, against any expenses (including attorney fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred beyond the amount or scope of the Academy’s insurance coverage in connection with such action, suit, or proceeding, to the full extent permitted by law.
Chapter XI. Code of Professional Conduct and Judicial Procedures

Section 1. Code of Professional Conduct: The Principles of Ethics of the American Academy of Pediatric Dentistry, as described in Chapter V, Section 17, F., and Chapter XI. Dentistry shall be nominated and elected by the General Assembly, as described in Chapter V, Section 17, F., and Chapter XI.

Section 2. Directors:
A. Election. Directors of the American Board of Pediatric Dentistry may be recalled as provided for in the Administrative Policy and Procedure Manual. (Section X - American Board of Pediatric Dentistry) incorporated herein by reference.

Chapter XII. American Board of Pediatric Dentistry

Section 1. Sponsorship: The American Academy of Pediatric Dentistry shall be the sponsoring organization of the American Board of Pediatric Dentistry.

Section 2. Directors:
A. Election. Directors of the American Board of Pediatric Dentistry shall be nominated and elected by the General Assembly, as described in Chapter V, Section 17, F., and Chapter XI.

B. Recall. Any Director of the American Board of Pediatric Dentistry may be recalled as provided for in the Administrative Policy and Procedure Manual of the Academy. (Section X - American Board of Pediatric Dentistry) incorporated herein by reference.

Chapter XIII. Code of Professional Conduct and Judicial Procedures

Section 1. Code of Professional Conduct: The Principles of Ethics of the American Dental Association and the Advisory Opinions appended thereto shall govern the professional conduct of all members of the Academy, except in those instances requiring a variance in interpretation of a "Principle" or "Advisory Opinion" which is deemed essential to the governance of the Academy. Such variances shall be published with the Bylaws of the Academy.

Section 2. Pledge: Every member of this Academy shall pledge to adhere to the Code of Professional Conduct of the Academy.

Section 3. Discipline: This Academy shall have the right to discipline any of its members who may be adjudged guilty of unethical conduct or violation of its Code of Professional Conduct or its Bylaws, and may impose the following:

A. Censure: Upon conviction of a charge which constitutes a violation of a provision of the Bylaws, the Principles of Ethics of the American Dental Association, or the accepted rules of moral conduct, a member may, at the discretion of the Credentials and Ethics Committee, be censured. Such censure shall be entered in the member's record and shall remain in force until such time that the member submits satisfactory evidence of the institution of acceptable corrective measures, providing such correction shall occur within a period of three (3) months following conviction.

B. Suspension: Failure to institute acceptable corrective measures within the stipulated period of time associated with censure may, at the discretion of the Credentials and Ethics Committee, result in the suspension of all the member's rights and privileges associated with Academy membership. Such suspension shall remain in force for no longer than six (6) months; its termination shall be at the discretion of the Credentials and Ethics Committee pending submission of satisfactory evidence of corrective measures. Failure to submit such evidence shall result in expulsion.

C. Expulsion: A member shall be expelled for failure to comply with the Bylaws provision relative to the payment of dues and assessments; and for such other specifically stipulated violations as are deemed of sufficient gravity by the Credentials and Ethics Committee to warrant expulsion, provided the member has failed to exhaust all avenues of appeal, or after due notice, fails to do so.

Section 4. Judicial Procedure:
A. Adjudication: In the event that the Academy has been advised, directly or indirectly, that a member of the Academy has been found guilty, by a member's component or constituent dental society or a duly authorized licensing agency, of unethical conduct in practice or in other professional relationships, or is accused of such conduct, in writing, by an Academy council/committee or a member, it shall be the duty of the Creden-
CHAPTER XVII. AMENDMENT OF BYLAWS

Amendments to these Bylaws may be proposed by any council, committee, District Organization, State Unit, or Active or Life member, provided that the proposed amendment has been submitted in writing to the Constitution and Bylaws Committee and the Executive Director no later than forty-five (45) days prior to the next winter meeting of the Board of Trustees. Amendments to these Bylaws may be proposed by the Board of Trustees provided that the proposed amendment has been submitted to the Constitution and Bylaws Committee for proper formulation and wording at least ninety (90) days prior to the date of the session of the General Assembly where such action is to be considered.

These Bylaws may be repealed or amended by a two-thirds (2/3) vote of the members present, entitled to vote and voting at any regular session of the General Assembly or at any special session called for such purpose, provided that, as a condition precedent to the presentation of any such amendment, the Constitution and Bylaws Committee shall have properly formulated and worded said amendment and a copy thereof shall have been mailed to each of the members of the General Assembly no later than thirty (30) days prior to such action. Minor revisions that do not change the basic subject matter or intent of a proposed amendment as mailed to the members can be made upon recommendation by the Constitution and Bylaws Committee Reference Committee of the General Assembly. A majority vote of the General Assembly will be required to accept the changes, but a two-thirds (2/3) vote will be required by the General Assembly to approve the main motion/bylaws amendment. Bylaws may be amended or repealed without prior notification at any regular session of the members of the General Assembly, or at any special session called for this purpose, by the unanimous vote of the members present, entitled to vote and voting.

CHAPTER XVIII. ADOPTION

These Bylaws as herewith stated, or as hereafter amended, shall have effect immediately upon adoption, unless otherwise stipulated; all prior conflicting laws, parts of laws, or resolutions shall thereupon be null and shall stand repealed.