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**BYLAWS OF THE OREGON STATE
SOCIETY OF ORTHODONTISTS**

Revised December 10, 1998

ARTICLE I – NAME

The name of this organization shall be the Oregon State Society of Orthodontists, hereinafter referred to as **“the Society”** or **“this Society”**. This Society is a component of the Pacific Coast Society of Orthodontists, hereinafter referred to as **“the PCSO”**, which is recognized as a constituent organization of the American Association of Orthodontists, hereinafter referred to as **“the AAO”**.

ARTICLE II – PURPOSE

The purpose of this Society, consistent with the purposes of the AAO, shall be:

- A. To advance the art, research and science of orthodontics;
- B. To encourage and support orthodontic research;
- C. To strive for and maintain the highest standards of excellence in orthodontic education and practice; and
- D. To make significant contributions to the health of the public.
- E. To serve its members.

ARTICLE III – MEMBERSHIP

- A. **CLASSIFICATION:** The members of this Society shall be classified as follows:
 - 1. Active
 - 2. Affiliate
 - 3. Associate
 - 4. Academic
 - 5. Retired
 - 6. Honorary

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4 **B. ELIGIBILITY:**
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- 6 1. The members of this Society must maintain membership in good standing
7 in the AAO and the PCSO.
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9 2. Membership in this Society shall be available to all members of the AAO
10 and the PCSO who practice in the State of Oregon. The eligibility
11 requirements for active, affiliate, associate, academic and retired
12 members shall be those as specified in the Bylaws of the AAO for the
13 respective categories of membership.
14
15 3. Honorary Member: To be an honorary member of this Society an
16 individual shall have made outstanding contributions to the advancement
17 of the art and science of orthodontics and shall be nominated by the Board
18 of Directors.

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20 A member who becomes an honorary member may retain all of the
21 privileges.
22

- 23 4. Dental Association Membership: Every member of this Society must
24 maintain membership in good standing in the American Dental Association
25 and in the Oregon Dental Association.
26
27 a) A person elected to active, affiliate, associate, or academic
28 membership must retain his membership in his local, state, and
29 representative national dental organizations, unless otherwise provided
30 for by the Board of Directors. If any member of this Society is expelled
31 or suspended from his local, state or representative national dental
32 organizations, such member shall automatically and without further
33 action on the part of this Society be expelled or suspended, as the
34 case may be, from this Society upon receipt by the Board of Directors
35 of an official notice of such suspension or expulsion.
36

37 **C. PRIVILEGES:**
38

- 39 1. Except as set forth elsewhere in these Bylaws and policy statements of
40 this Society, all members shall be entitled to all services and privileges as
41 may be provided by this Society to the applicable classifications of
42 membership.
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- 1 2. Only active and affiliate members in good standing shall be eligible to
2 seek or hold office or other elective or appointive position in this Society,
3 or to vote or otherwise participate in the selection of Society officials or the
4 establishment of Society policies.

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6 **D. DUES AND ASSESSMENTS:**

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8 1. **Payment:**

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10 All dues, application fees, and assessments shall be payable in U.S.
11 currency. All dues shall be due and payable on August 1 of each year.
12 Members failing to pay their annual dues and assessments shall forfeit
13 their membership as provided in these Bylaws.

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15 2. The Annual dues and assessments for members of this Society shall be
16 as recommended by the Budget and Finance committee to the Board of
17 Directors and shall be approved by a three-fourths (3/4) vote of the Board
18 of Directors.

- 19
20 3. **Waiver:** A member who has suffered severe financial hardship due to
21 catastrophe or illness and has been approved by the Board of Directors
22 may be exempt from payment of the current year's dues.

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25 4. **Non-Payment of Dues and/or Assessments:**

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27 On November 1 of each year, the Secretary-Treasurer of this Society shall
28 cause to be terminated the membership of those individuals whose dues
29 and/or assessments for the current year have not been received.

30
31 Provided that such action is taken within three (3) years of the date of
32 termination, an individual whose membership has been terminated in
33 accordance with this section may gain reinstatement by paying all back
34 dues and assessments, as well as all current dues and assessments.

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36 **E. APPLICATION, ELECTION TO MEMBERSHIP AND RE-APPLICATION:**

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38 1. **Application:**

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40 Application for all classes of membership shall be made on the form
41 prescribed by the AAO. In considering applications, this Society shall
42 follow the application and appeal procedures adopted by the AAO and the
43 PCSO.
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1 **2. Nondiscrimination:**

2
3 Nothing contained in the Bylaws of this Society shall operate against
4 eligibility for membership in this Society on the grounds of color, religion,
5 race, gender, age, national origin, political affiliation, or physical disability.
6

7 **3. Re-application:**

8
9 Any applicant for membership whose application is denied may reapply
10 one year following the date on which said rejection becomes final. Should
11 this second application be denied, said applicant may file a final re-
12 application two years after the date on which the rejection of the second
13 application becomes final. Each such re-application shall be considered
14 as an initial application.
15

16 **4. Denial of Membership:**

17
18 Nothing herein contained shall prevent this Society from denying
19 membership in any classification, in its discretion to any person who would
20 not, through his/her membership, contribute to the general welfare of the
21 public, good of the profession, or the reputation of this Society.
22

23 **5. Reclassification:**

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25 The Society reserves the right to reclassify members as a result of any
26 change in the status or type of the practice of such a member.
27

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29 **ARTICLE IV - BOARD OF DIRECTORS**

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32 **A. COMPOSITION:**

33
34 1. The Board of Directors shall consist of eight (8) members: The four (4)
35 officers; the President, Vice President, Secretary Treasurer, PCSO
36 Director; and four (4) elected Board Members. These eight (8) members
37 shall constitute the voting membership of the Board.
38

39 **B. QUALIFICATIONS:**

40
41 A Director shall be an active, associate or academic member in good
42 standing of this Society. Should the status of any Director change in regard to
43 the preceding qualification during his/her term of office, that office shall be
44 declared vacant and such vacancy shall be filled as hereinafter provided.
45
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1 C. NOMINATION AND ELECTION:
2

3 A Director shall be nominated and elected by the Society's membership at its
4 annual meeting, who shall serve until successor Directors are duly elected.
5 The Secretary of the Society shall promptly report the election of such
6 Directors to the Secretary of the PCSO.
7

8 D. TERM OF OFFICE:
9

10 The term of office of a Director shall be two (2) years. The consecutive
11 tenure of a Director shall be limited to eight (8) years.
12

13 E. VACANCY AND ABSENCE:
14

15 In the event of a vacancy in the office of Director, such vacancy shall be filled
16 in accordance with the provisions of these Bylaws
17

18 F. OFFICERS:
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20 The Officers of the Board of Directors shall be the President, Vice President,
21 Secretary Treasurer and the PCSO Director.
22

23 In the absence of the President, the Vice President shall fill the office of Chair
24 and, in his/her absence, a voting member of the Board shall be elected Chair
25 pro tem. In the absence of the Secretary, the Chair shall appoint a Secretary
26 pro tem.
27

28 G. POWERS AND DUTIES:
29

30 1. POWERS: The Board of Directors shall be the managing body of the
31 Society, vested with full power to conduct all business of the Society,
32 subject to the laws of the State of Oregon, the Articles of Incorporation
33 and these Bylaws. The Board of Directors shall have the power to:
34

35 a) Establish rules and regulations not inconsistent with these Bylaws to
36 govern its organization and procedure
37

38 b) Direct the President to call a special meeting of the membership as
39 provided by these Bylaws.
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41 c) Exercise full discretion in effecting publication in, or omission from, any
42 official publication of the Society, in whole or part.
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- d) Establish an Executive Committee composed of three members: The President, the Vice President and the Secretary Treasurer. This Committee shall have the power to act for the full Board of Directors in the interim between sessions of the Board, and it shall report such actions to the Board at its next meeting.
- e) Employ an Executive Director.
- f) Appoint consultants whenever necessary.
- g) Nominate honorary members.

2. DUTIES: It shall be the duty of the Board of Directors to:

- a) Provide for the maintenance and supervision of all of the real and personal property owned or operated by the Society.
- b) Determine the time and place for convening each annual business meeting of the Society and to provide the management and general arrangements for such meetings.
- c) Prepare a budget for carrying on the activities of this Society for each ensuing fiscal year.
- d) Perform such other duties as may be prescribed by these Bylaws.

H. MEETINGS:

- 1. Regular Meetings: This Society shall hold a general business session annually. The Board of Directors shall determine the time and place of meetings. The Board of Directors shall meet during the annual session of the Society and at the call of the President.
- 2. Special Meetings: The members of the Board of Directors may participate in and act at a meeting of the Board of Directors called by the Chair on matters of the Society requiring immediate attention through the use of conferences via telephone and/or other communications equipment. These meetings shall be recorded and made a part of the action of the Board of Directors.
- 3. Quorum: Five (5) of the voting members of the Board of Directors shall constitute a quorum.

1 I. MAIL VOTE:
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3 Through the use of unanimous written consent, the Board of Directors or any
4 committee of the Board of Directors may take any action without convening a
5 meeting. The consent to the action taken must be in writing, must set forth
6 the action so taken, and must be executed by each member of the Board of
7 Directors or the committee taking action.
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10 **ARTICLE V – OFFICERS**
11

12 A. TITLE:
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14 The officers of this Society shall be the President, the Vice-President, the
15 Secretary Treasurer and the PCSO Director.
16

17 B. QUALIFICATIONS:
18

19 Only an active member in good standing of this Society shall be eligible to
20 serve as an officer.
21

22 C. NOMINATIONS AND ELECTIONS:
23

- 24 1. The Nominating Committee shall recommend the officers and publish its
25 report in the announcement of a general meeting. Additional nominations
26 may be made from the floor.
27
- 28 2. Election of officers shall take place at a regular meeting of this Society and
29 shall be by secret ballot if more than one (1) candidate is nominated for
30 any office. Officers are elected by a majority of the members present and
31 voting. In the event no candidate receives a majority on the first ballot, the
32 two candidates receiving the greatest number of votes shall be balloted on
33 again.
34

35 D. TERM OF OFFICE AND INSTALLATION:
36

37 Officers shall be installed and take office at the completion of the annual
38 general meeting, and shall serve for one (1) year or until their successors are
39 elected and installed, except the PCSO Director who shall serve two (2) years
40 or until his successor is elected and installed.
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1 E. VACANCIES:
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3 In the event the office of President becomes vacant the Vice President shall
4 become President for the unexpired portion of the term. A vacancy in the
5 office of Vice President, Secretary Treasurer, or PCSO Director shall be filled
6 by the majority vote of the Board of Directors. A vacancy in the office of
7 PCSO Director shall be temporarily filled by the majority vote of the Board of
8 Directors and a new PCSO Director will be elected at the next annual general
9 meeting. In the event a PCSO Director is to be absent for an entire session
10 of a Pacific Coast Society or Orthodontists Board of Directors meeting, the
11 PCSO Director will name a substitute Director, who meets the President's
12 approval, to serve during such sessions.
13

14 F. DUTIES OF OFFICERS:
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- 16 1. President – The President shall preside at all meetings of the Board of
17 Directors. He shall appoint all committees not otherwise provided for,
18 and fill all vacancies occurring therein. He shall not be a member of
19 the Nominations Committee, but shall be an advisory member of all
20 other committees. The President shall vote only in case of a tie.
21
- 22 2. Vice President – The Vice President shall assist the President in the
23 performance of his duties, and serve during the absence of the
24 President or in case of a forced vacancy. He shall be a member ex
25 officio (without vote) of all committees.
26
- 27 3. Secretary Treasurer – The Secretary Treasurer shall:
28
 - 29 a) Keep the records, securities and funds of the organization and
30 Board of Directors,
31
 - 32 b) Have the books audited at the close of the fiscal year,
33
 - 34 c) Keep a current roster of members classified as to type of
35 membership, in which shall be shown the full name, type of
36 membership and address,
37
 - 38 d) Transmit to the Secretary of the Pacific Coast Society of
39 Orthodontists and the Oregon State Dental Association, the names
40 of newly elected officers.
41
 - 42 e) Keep attendance records and minutes of each meeting of this
43 Society and of the Board of Directors and send promptly a copy of
44 the minutes to the Secretary of the Pacific Coast Society of
45 Orthodontists and of this Society and to the members of the Board
46 of Directors.

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2 f) Notify the membership at least four (4) weeks prior to the regular
3 meetings of the anticipated program.
4
5 g) Conduct the correspondence of this Society and keep copies of all
6 official letters and answers to the same.
7
8 h) At the expiration of his term of officer, he shall deliver to his
9 successor all the effects of the Society in his possession.
10
11 4. PCSO Director – The PCSO Director shall serve on the Board of
12 Directors of the Pacific Coast Society of Orthodontists. He shall
13 represent the Oregon State Society of Orthodontists in all matters that
14 may come before the Board of Directors of the Pacific Coast Society of
15 Orthodontists. Reports shall be made in writing to the Oregon State
16 Society of Orthodontists as necessary, but no less than once a year at
17 the annual general meeting.
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20 **ARTICLE VI – COMMITTEES**

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22 **A. STANDING COMMITTEES:**

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24 1. The standing committees of this Society shall be:
25
26 a) Membership Committee
27 b) Budget Committee
28 c) Nominations Committee
29 d) Peer Review Committee
30 e) Orthodontic Specialty Examination Committee
31
32 2. Composition: Term. Members of all standing committees shall be
33 appointed for a three year term, provided, that the original committee shall
34 have one member for one year, one member for two years and one
35 member for three years. The Nominations Committee shall consist of the
36 three most recent past presidents, with the immediate past president
37 serving as the chairman. The members of the Orthodontic Specialty
38 Examination Committee must be Diplomates of the American Board of
39 Orthodontics and may serve two (2) consecutive three-year terms.
40
41 3. Number of Members: No standing committee shall consist of less than a
42 Chairman and two (2) other members. Where practicable, the members
43 shall be appointed on a geographically equitable basis. The President
44 may increase the number of members on a committee during his term.
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4. **Quorum:** A majority of the members of any committee shall constitute a quorum.

5. **Annual Report:** Each committee shall submit through the Secretary an annual report.

6. **Duties of Committee:**

a) **Membership Committee:** The duties of the Membership Committee shall be to contact all new orthodontists practicing in the State of Oregon and provide them with information on OSSO, ODA and PCSO policy, and a current prepayment manual. This committee will maintain a current list of all orthodontists practicing in the State of Oregon.

b) **Budget Committee:** The duties of the Budget Committee shall be to review the reports of the Secretary Treasurer and the audit of the books, and to report its findings to the Society membership as a whole at the next annual meeting. This committee will make recommendations for the next year's budget.

c) **Nominations Committee:** The Nominations Committee shall recommend a slate of candidates who have indicated their willingness to serve for each office and notify the Secretary of such recommendations at least seventy (70) days prior to the annual general meeting.

d) **Peer Review Committee:** The Peer Review Committee shall:

- 1) Act at the request of the Oregon State Dental Association or Board of Directors of the Society.
- 2) Act as orthodontic Review Board to the ODA Review Boards.
- 3) Follow formal PCSO review procedures in all cases.
- 4) Consist of six (6) members, two (2) appointed annually. Of the two members appointed annually, one shall be the immediate past president of the OSSO.

e) **Orthodontic Specialty Exam Committee:** The Orthodontic Specialty Exam Committee shall administer the Oregon Orthodontic Specialty Examination at such time and place as requested by the Oregon State Board of Dentistry.

1 **B. SPECIAL COMMITTEES:**
2

3 Special Committees of this Society may be created by the membership or by
4 the Board of Directors for the purpose of performing duties not otherwise
5 assigned by these Bylaws. The authority for the appointment of members of
6 a Special Committee and their numbers shall be set forth in the resolution
7 creating such committee.
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10 **ARTICLE VII – RESIGNATION AND REMOVAL**
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12 **A. RESIGNATION**
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14 Any elected official may resign at any time by giving written notification to the
15 President or the Secretary Treasurer of this Society. Such resignation shall
16 take effect at the time specified therein, or immediately, if no time is specified.
17

18 **B. REMOVAL**
19

20 Any elected official representing the Society may be removed for cause at
21 any time by the Board of Directors by a 2/3 vote of the legal votes cast, with
22 the President casting a ballot on this issue provided the he/she is not the
23 subject of the removal proceedings. The member being voted upon shall be
24 prohibited from voting on the issue. This decision may be appealed to the
25 membership, and if so appealed, shall be considered at the next duly
26 scheduled meeting of the membership. A 2/3 vote of the legal votes cast by
27 the membership shall be required to reverse the action taken by the Board of
28 Directors.
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31 **ARTICLE VIII – SCIENTIFIC SESSIONS**
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33 **A. PURPOSE:**
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35 The scientific sessions of this Society are established to foster the
36 presentation and discussion of subjects pertaining to the improvement of the
37 health of the public and the art and science of orthodontics.
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39 **B. TIME AND PLACE:**
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41 The Society shall hold a scientific session annually at a time and place
42 selected by the Board of Directors. The Board of Directors shall have the
43 power to change the time and place of the annual session, or to cancel same
44 in the event of extraordinary emergency.
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