



<b>BYLAWS</b>
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ARTICLE I NAME ..... 3

ARTICLE II MISSION AND OBJECTIVES..... 3

ARTICLE III MEMBERSHIP ..... 3

Section 1. Categories ..... 3

Section 2. Membership Privileges ..... 4

Section 3. Ethics..... 4

Section 4. Membership Dues..... 4

Section 5. Resignation..... 4

Section 6. Expulsion ..... 5

ARTICLE IV LEADERSHIP..... 5

Section 1. Officers..... 5

Section 2. District Trustee..... 7

Section 3. National Leader..... 8

Section 4. Eligibility..... 8

Section 5. Term ..... 8

Section 6. Removal from Office ..... 8

ARTICLE V ORGANIZATION ..... 9

Section 1. Incorporation ..... 9

Section 2. Chapters ..... 9

Section 3. District..... 9

ARTICLE VI GOVERNANCE ..... 9

Section 1. House of Delegates ..... 9

Section 2. Board of Trustees..... 11

Section 3. Executive Committee ..... 11

ARTICLE VII ELECTIONS..... 12

Section 1. Candidacy..... 12

Section 2. Voting..... 12

ARTICLE VIII STANDING COMMITTEES ..... 14

ARTICLE IX QUORUM ..... 14

Section 1. House of Delegates ..... 14

Section 2. Board of Trustees..... 15

ARTICLE X	PARLIAMENTARY AUTHORITY.....	15
ARTICLE XI	RESIDUAL AUTHORITY.....	15
ARTICLE XII	AMENDMENTS.....	15

ARTICLE I            NAME

The name of this association is the American Student Dental Association, hereafter referred to as “the association” or “this association.”

ARTICLE II            MISSION AND OBJECTIVES

The American Student Dental Association is a national student-run organization that protects and advances the rights, interests and welfare of dental students. It introduces students to lifelong involvement in organized dentistry and provides services, information, education, representation and advocacy.

The objectives of the association are:

- A. Promote the welfare of dental students by educating and involving them in the social, moral and ethical obligations of the profession of dentistry and the provision of oral healthcare to all people.
- B. Advocate just treatment for dental students and assist them in the event that such treatment is not afforded.
- C. Represent the needs, interests and welfare of dental students to legislative and regulatory bodies and other entities that have influence on these concerns and the profession of dentistry.
- D. Promote, encourage and foster lifelong involvement in organized dentistry.
- E. Research, organize and disseminate information important to dental students and to other organizations and individuals involved in healthcare education, practice and research.
- F. Promote, encourage and provide opportunities for participation in leadership development, community service, dental research and other experiences for professional development and the advancement of dentistry.
- G. Advocate for the improvement of dental care and its delivery to the public.

ARTICLE III            MEMBERSHIP

Section 1.        Categories

A. Predoctoral Membership

Predoctoral membership is available to a dental student enrolled in a predoctoral program accredited by the Commission on Dental Accreditation, beginning with the first full membership year following enrollment in dental school. Upon graduation, a predoctoral member maintains membership status until the end of the membership year.

## B. Predental Membership

Predental membership is available to a person seeking enrollment in a predoctoral program accredited by the Commission on Dental Accreditation, who resides within the United States and its possessions, and who is not eligible for predoctoral membership. Upon enrollment into dental school, a predental member maintains membership status until the end of the membership year.

## C. International Dental Student Membership

International dental student membership is available to dental students currently enrolled in a dental school outside the United States and its possessions that is listed in the World Directory of Dental Schools compiled by the FDI World Federation.

## Section 2. Membership Privileges

### A. Predoctoral Members

A predoctoral member is entitled to all the privileges and benefits of the association, including the right to hold a national leadership position and cast a vote in the House of Delegates if eligible.

### B. Other Members

A member who is not a predoctoral member may be entitled to membership benefits as deemed appropriate by the Board of Trustees. Only predoctoral members may cast a vote in the House of Delegates.

## Section 3. Ethics

Members must abide by the ASDA Code of Ethics.

## Section 4. Membership Dues

Membership dues are determined by the House of Delegates. Membership runs on a calendar year from January 1 through December 31. Dues received after September 1 are applied to the following year's membership. If dues are not processed by December 31, membership is forfeited until dues are paid.

## Section 5. Resignation

A member resigns by tendering a written notice to the Board of Trustees and forfeits all dues paid to the association.

Section 6. Expulsion

A member may be expelled for cause by a two-thirds (2/3) vote of the Board of Trustees. Any member involved in disciplinary proceedings is entitled to present his/her defense in accordance with the Standing Rules of the Board of Trustees.

ARTICLE IV LEADERSHIP

Section 1. Officers

The officers of the association are the president, the two (2) vice presidents, the speaker of the House of Delegates and the executive director.

A. President

i. Duties

The duties of the president include:

- a. Official spokesperson for the association
- b. Chairperson of the Board of Trustees
- c. Chairperson of the Executive Committee
- d. Call a special session of the House of Delegates or Board of Trustees
- e. Immediate past president for a term of office to run concurrently with that of his/her successor
- f. Other duties as may be indicated by the Standing Rules of the House of Delegates

ii. Voting Privileges

The president may vote on the Board of Trustees by secret ballot, to break a tie, to create a tie, or when the president is not serving as chair. The president has full voting privileges on the Executive Committee.

iii. Vacancy

If a vacancy in the office of president arises, the Board of Trustees elects a new president from the vice presidents by a majority vote. The newly elected president serves until a new president is elected at the next Annual Session of the House of Delegates. If the president is temporarily unable to fulfill his/her duties, the president directs a vice president to fulfill the duties of the office.

## B. Vice President

### i. Duties

The duties of the vice president include:

- a. Official spokesperson for the association at the request of the president
- b. Assist the president as requested
- c. Other duties as may be indicated by the Standing Rules of the House of Delegates

### ii. Voting Privileges

The vice president has full voting privileges on the Board of Trustees and the Executive Committee.

### iii. Vacancy

If a vacancy arises in the office of vice president, the Board of Trustees will nominate predoctoral member candidates for the position. Upon notification, the member must submit an application by an established deadline to be considered. The Board of Trustees elects a vice president by majority vote. The newly-elected vice president serves until a new vice president can be elected at Annual Session by the House of Delegates.

## C. Speaker of the House of Delegates

### i. Duties

The duties of the speaker of the house include:

- a. Chairperson of the House of Delegates
- b. Parliamentarian of the association
- c. Review association governance documents
- d. Other duties as may be indicated by the Standing Rules of the House of Delegates

### ii. Voting Privileges

The speaker of the house is a non-voting member of the Board of Trustees and Executive Committee.\*

\*Per adopted resolution 404RC-2020, the speaker of the house was added as a non-voting member of the executive committee. This becomes effective at the conclusion of the 2021 Annual Session.

iii. Vacancy

If a vacancy in the office of speaker of the house arises, the Board of Trustees will nominate predoctoral member candidates for this position. Upon notification, the member must submit an application by the established deadline to be considered. The Board of Trustees elects a speaker of the house by a majority vote. The new speaker serves until one can be elected at the following House of Delegates. If the speaker of the house is temporarily unable to fulfill his/her duties, the remaining Executive Committee members appoint a speaker *pro tem*.

D. Executive Director

i. Duties

The duties of the executive director include:

- a. Chief administrative, operations and financial officer of the association
- b. Secretary of the House of Delegates
- c. Treasurer of the association
- d. Other duties as may be indicated by the Standing Rules of the Board of Trustees

ii. Voting Privileges

The executive director is a non-voting member of both the Board of Trustees and the Executive Committee.

iii. Qualifications

The executive director shall have experience in association management, including personnel and fiscal management.

iv. Vacancy

If a vacancy in the office of executive director arises, the remaining Executive Committee members appoint an executive director, subject to the approval of the Board of Trustees. In the absence of the secretary, the speaker of the house appoints a secretary *pro tem*. If the executive director is temporarily unable to fulfill his/her duties, the remaining Executive Committee members appoint an interim executive director, subject to the approval of the Board of Trustees by a majority vote.

Section 2. District Trustee

A. Duties

The duties of a district trustee include:

- i. Board of Trustees member
- ii. Represent the constituents of his/her district
- iii. Chairperson of the district caucus
- iv. Other duties as may be indicated by the Standing Rules of the Board of Trustees

B. Voting Privileges

A district trustee has full voting privileges on the Board of Trustees.

C. Vacancy

If a district trustee is unable to fulfill his/her term of office, the Executive Committee appoints a member from the same district to fill the vacancy, subject to the approval of the Board of Trustees by a majority vote.

Section 3. National Leader

National leaders are members of the association who serve on the Board of Trustees or any of its standing committees. Standing committee members are appointed by the Board of Trustees in accordance with the Standing Rules of the Board of Trustees.

Section 4. Eligibility

A member is eligible for election or appointment to a national leadership position if they are a member in good standing with their school and chapter, consents to candidacy and submits an application and required materials to the executive director by an established deadline.

Candidates who apply for an officer position may not apply for any other national leadership position during the same application cycle.

Section 5. Term

An elected or appointed leader serves the term specified in leadership application materials.

Members appointed to ADA councils or the ASDA delegation to the ADA House of Delegates serve the terms specified by the ADA.

Section 6. Removal from Office



Any elected or appointed leader may be removed from office by a two-thirds (2/3) vote of the Board of Trustees.

ARTICLE V ORGANIZATION

Section 1. Incorporation

This association is an Illinois non-profit corporation.

Section 2. Chapters

A. Predoctoral Chapter

A chapter may be established at any predoctoral dental school accredited by the Commission on Dental Accreditation in the United States and its territories, subject to the approval of the Board of Trustees as per the Standing Rules of the House of Delegates. A chapter is a separate legal entity. The association is not responsible for debts or obligations of a chapter and a chapter is not responsible for the debts or obligations of the association. A chapter's charter may be suspended or revoked for cause by a two-thirds (2/3) vote of the Board of Trustees.

B. Predental Chapter

A chapter may be established at any undergraduate college or university, subject to the approval of the Board of Trustees as per the Standing Rules of the Board of Trustees. A chapter is a separate legal entity. The association is not responsible for debts or obligations of a chapter and a chapter is not responsible for the debts or obligations of the association. A chapter's charter may be suspended or revoked for cause by a two-thirds (2/3) vote of the Board of Trustees.

Section 3. District

A district is a grouping of chapters which facilitates joint chapter activities. A district is not an internal unit of the association. Chapters of this association are grouped into districts based on geographical distribution.

ARTICLE VI GOVERNANCE

Section 1. House of Delegates

A. Members

The House of Delegates consists of two (2) credentialed delegates from each predoctoral chapter of the association. The chairperson is the speaker of the House of Delegates. The secretary is the executive director. The president, vice presidents, executive director, the immediate past president, trustees, and staff are non-voting ex officio members of the House of Delegates. Access to the floor of the House of Delegates is at the discretion of the Chair.

B. Powers

The House of Delegates is the supreme legislative body of the association and is responsible for determining policies, initiatives and directives for the association.

C. Duties

The duties of the House of Delegates include:

- i. Determine the policies governing the association
- ii. Establish task forces as necessary
- iii. Amend these Bylaws
- iv. Elect the president, vice presidents and speaker of the house
- v. Other duties as may be indicated by the Standing Rules of the House of Delegates

D. Meetings

i. Annual Session

The House of Delegates meets during the association's Annual Session. Dates and location of the Annual Session are determined in accordance with the Standing Rules of the Board of Trustees.

ii. Special Session

The president shall call for a special session of the House of Delegates on three fourths (3/4) affirmative vote of the members of the Board of Trustees or on written request of at least one half (1/2) of all first and second delegates. The time and place of a special session is determined by the president, provided the time selected is not more than forty-five (45) days after the necessary request quota was received. The business of a special session is limited to that stated in the official call except by unanimous consent.

iii. Telephone and Electronic Meetings

Telephone and electronic meetings are permitted as outlined in the Standing Rules of the Board of Trustees.

## Section 2. Board of Trustees

### A. Members

The Board of Trustees consists of the president, the vice presidents, the executive director, the speaker of the House of Delegates, the immediate past president, and district trustees<sup>1</sup>. The executive director, the speaker of the House of Delegates, and the immediate past president are non-voting ex officio members of the Board of Trustees.

### B. Powers

The Board of Trustees is the governing body of the association and is responsible for administration and management of the association.

### C. Duties

The duties of the Board of Trustees include:

- i. Approve the association's budget
- ii. Appoint leaders as indicated by the Standing Rules of the Board of Trustees
- iii. Establish task forces as necessary
- iv. Establish, modify or eliminate councils and/or workgroups
- v. Fulfill the directives of the House of Delegates
- vi. Determine interim association policy by a two-thirds (2/3) vote between meetings of the House of Delegates, subject to House of Delegates approval at its next session
- vii. Other duties as may be indicated by the Standing Rules of the Board of Trustees

### D. Meetings

The Board of Trustees meets no fewer than five (5) times per year. Cancellation of any meeting requires a two-thirds (2/3) vote of the Board of Trustees.

## Section 3. Executive Committee

### A. Members

The Executive Committee consists of the president, the vice presidents, the speaker of the house<sup>2</sup> and the executive director. The executive director and the speaker of the house are non-voting ex-officio members of the Executive Committee.

<sup>1</sup>Per adopted resolution 400RC-2020, the Editor-in-Chief position was removed from the Board of Trustees. This becomes effective at the conclusion of the 2020-21 leadership cycle.

<sup>2</sup>Per adopted resolution 403RC-2020, the speaker of the house was added as a non-voting member of the executive committee. This becomes effective at the conclusion of the 2021 Annual Session.

## B. Powers

The Executive Committee administers and manages association business between meetings of the Board of Trustees. Policy decisions are subject to approval by the Board of Trustees.

## C. Duties

The duties of the Executive Committee include:

- i. Review the association's budget and oversee fiscal planning
- ii. Appoint leaders as indicated by the Standing Rules of the Board of Trustees
- iii. Fulfill the directives of the House of Delegates
- iv. Other duties as may be indicated by the Standing Rules of the House of Delegates and the Standing Rules of the Board of Trustees

## D. Meetings

The Executive Committee determines its own meetings.

## ARTICLE VII ELECTIONS

### Section 1. Candidacy

#### A. Official Candidate

An eligible member wishing to be an official candidate for the Executive Committee or district trustee must submit an application and required materials to the executive director by the established deadline. Official Executive Committee candidates have their applications materials posted on the ASDA website at least three weeks prior to the Annual Session, receive formal district caucusing privileges and have their name printed on ballots.

#### B. Nominations from the Floor

Nominees from the floor must submit application materials electronically to the Executive Director prior to the first meeting of the House of Delegates. These materials will be posted online by the end of the day. Nominees from the floor will be placed on the ballot. Nominees from the floor are not considered official candidates for office and are not entitled to the privileges of official candidates. Nominees from the floor are no longer eligible candidates once they do not advance to a subsequent ballot. Write-in candidates for the Executive Committee are not permitted.

## Section 2. Voting

### A. President and Vice Presidents

The first ballot lists the names of all official candidates for president/vice presidents. Each delegate votes for three different candidates and only ballots with exactly three different candidates selected are valid. The first ballot determines the president/vice presidents and the three candidates receiving the most votes advance to the second ballot. In the case of a tie, more than three candidates will advance to a subsequent ballot containing the remaining candidates' names. Balloting will continue until the president/vice presidents are determined in the same manner as the first ballot.

Once the president/vice presidents are determined, on each subsequent ballot each delegate votes for one candidate for president. Advancing candidates may be asked questions submitted in advance by the district trustees and selected by the chair as per the Standing Rules of the House of Delegates. A candidate for office cannot serve as chair of the House of Delegates during any portion of election proceedings for that office.

The second ballot lists the names of official candidates advancing from the first ballot. Each delegate votes for one candidate. Only ballots with exactly one candidate selected are valid. The candidate with a majority vote is elected president. The two remaining candidates are elected vice presidents. If no candidate receives a majority on the second ballot, the candidate receiving the least votes of the three does not advance and is elected vice president. If the second ballot does not elect a president, delegates cast a third ballot.

The third ballot lists the names of official candidates advancing from the second ballot. Each delegate votes for one candidate. Only ballots with exactly one candidate selected are valid. The candidate with a majority vote is elected president. If the third ballot does not elect a president, the House of Delegates recesses for the purpose of caucusing. The House of Delegates then reconvenes and delegates cast a fourth ballot in the same manner as the third ballot. If the fourth ballot does not elect a president, delegates cast a fifth ballot in the same manner as the third ballot at the beginning of the next business meeting during that Annual Session.

Only advancing candidates are eligible to receive a vote on subsequent ballots.

### B. Speaker of the House of Delegates

The first ballot lists the names of all official candidates for speaker of the house. Each delegate votes for one candidate and only ballots with one candidate selected are valid. The candidate with a majority vote is elected speaker of the house. If the

first ballot does not elect a speaker of the house, the two candidates receiving the most votes advance to a second ballot.

Advancing candidates may be asked questions submitted in advance by the district trustees and selected by the chair as per the Standing Rules. A candidate for office cannot serve as Chair of the House of Delegates during any portion of election proceedings for that office.

The second ballot lists the names of official candidates advancing from the first ballot. Each delegate votes for one candidate. Only ballots with exactly one candidate selected are valid. The candidate with a majority vote is elected house. If the second ballot does not elect a speaker, the House of Delegates recesses for the purpose of caucusing. The House of Delegates then reconvenes and delegates cast a third ballot in the same manner as the second ballot. If the third ballot does not elect a speaker, delegates cast a fourth ballot in the same manner as the third ballot at the beginning of the next business meeting during that Annual Session.

Only advancing candidates are eligible to receive a vote on subsequent ballots.

C. District Trustee

A district elects a trustee at ASDA Annual Session in accordance with the procedures found in the district's caucus rules. Election ballots must be returned to the secretary of the House of Delegates following election.

D. Eligibility for Voting

Only credentialed delegates may cast a ballot. No absentee ballots are accepted.

ARTICLE VIII      STANDING COMMITTEES

Standing committees of the association are councils and the Editorial Board. The Board of Trustees appoints these members. The Executive Committee assigns board members to all standing committees.

ARTICLE IX      QUORUM

Section 1.      House of Delegates

A quorum of the House of Delegates consists of a two-thirds (2/3) majority of the voting members registered at a House of Delegates meeting. No action of the House of Delegates is valid unless a quorum is present.

Section 2. Board of Trustees

A quorum of the Board of Trustees consists of a two-thirds (2/3) majority of voting members. No action of the Board of Trustees is valid unless a quorum is present.

ARTICLE X PARLIAMENTARY AUTHORITY

The most current edition of the American Institute of Parliamentarians Standard Code of Parliamentary Procedure governs this association in all parliamentary situations not provided for by law, these Bylaws or Special Rules of Order.

ARTICLE XI RESIDUAL AUTHORITY

All powers not specified in these Bylaws, Standing Rules of the House of Delegates or the Standing Rules of the Board of Trustees of the association reside with the House of Delegates.

ARTICLE XII AMENDMENTS

An amendment to these Bylaws must be presented in writing to the secretary of the House of Delegates by the established deadline. On receipt of a proposed amendment and subsequent review by the Board of Trustees, the secretary forwards a copy to each chapter before Annual Session. An amendment is ratified by a two-thirds (2/3) affirmative vote of the House of Delegates.

The speaker of the House of Delegates is authorized to make an editorial change to an association governance document, including these Bylaws.

*Revised March 2020*