

**BYLAWS OF
FLORIDA ALLIED DENTAL EDUCATORS, INC.
Amended 2020
Reviewed August 2023**

ARTICLE I - NAME

The name of the Association shall be “Florida Allied Dental Educators, Inc.”, hereinafter referred to as the/this Association.

ARTICLE II – OBJECT

The object of this Association shall be to:

1. Facilitate communication among Florida’s Dental Assisting, Dental Hygiene, and Dental Laboratory Technology programs and their educators.
2. Maintain liaison with various dental related organizations.
3. Promote dental assisting, dental hygiene, and dental laboratory technology as career options.
4. Provide information to the legislators of Florida.
5. Provide support for attendance at various meetings deemed of importance to the Association.

ARTICLE III– ASSOCIATION AND SECTION GOALS

1. The association’s goal shall be in accordance with keeping to the objectives as outlined in Article II.
2. Each section may approve of and act upon its own goals and objectives. These shall not be in conflict with the objectives contained in Article II, nor in direct opposition to the Association goals.

ARTICLE IV– PARLIAMENTARY AUTHORITY

The parliamentary authority of this Association shall be ROBERT’S RULES OF ORDER, NEWLY REVISED and shall be procedurally adhered to as closely as possible.

ARTICLE V – MEMBERSHIP

Membership in the Association shall be open to full-time, adjunct, part-time faculty members, program coordinators / directors and/or any interested party of any Florida Dental Assisting, Dental Hygiene, or Dental Laboratory Technology programs.

SECTION 1. MEMBERS:

- A. **Voting Member** – A member who is full time, adjunct, part-time faculty member, or program coordinator or director of any Florida Dental Assisting, Dental Hygiene, or Dental Laboratory Technology Program.
- B. **Guest Member** – A member who pays dues, has no voting privileges and is not affiliated with an allied dental program.
- C. **Membership** shall be granted to those who meet the membership criteria in Article V,

Section 1, A and pay current dues.

D. **Application** for membership may be secured from the website at <https://fade-educators.org/>

SECTION 2. DUES:

- A. Determined by 2/3 vote of The Association.
- B. Payable on the date determined by a 2/3 vote of the voting members present at any regular or special meeting of the Association.
- C. Effective for a year and are renewed on annual meeting dates.
- D. A member whose dues are paid may resign at any time by written request to the Executive Director and Treasurer without reimbursement of dues.
- E. A member who has been dropped for non-payment of dues, or has resigned, may be reinstated by completing a membership application and paying current dues for the year.

SECTION 3. ASSESSMENTS:

- A. All members may be required to pay such assessments as may be determined by the Association in addition to the yearly dues.

ARTICLE VI – OFFICERS

SECTION 1. OFFICES:

A. The elected or appointed officers of this Association shall be:

- 1. Executive Director
- 2. Executive Director – Elect
- 3. Immediate Past Executive Director (per Article VII, Section 1 A)
- 4. Two Presidents, one from each section
- 5. Two Secretaries, one from each section
- 6. Treasurer
- 7. Immediate Past Treasurer
- 8. Appointed officer: There shall be one officer, the Executive Secretary, who shall be appointed by the Executive Director and shall serve a term of two (2) years.

SECTION 2. QUALIFICATIONS:

- A. Only a voting member in good standing shall be eligible to serve as an elected or appointed officer.
- B. The Executive Director is required to be a current member of the Association and in good standing.
- C. The selection of the Executive Director shall alternate between both DH and DA/DLT sections.

SECTION 3. TERMS OF OFFICE:

- A. The Executive Director, Presidents of the assisting/lab technology section and hygiene sections, Secretaries and Treasurer shall be elected to serve a term of two (2) years or until their successors are elected.
- B. The Executive Director Elect shall serve a term of one (1) year and then shall assume the office of Executive Director for a term of two (2) years.
 - 1. The Executive Director Elect shall be elected during the annual meeting one (1)

- year prior to the year they are to assume office.
- C. Treasurer and Executive Director shall be elected in odd-numbered years. Presidents, Secretaries and Executive Director Elect shall be elected in even-numbered years.
 - D. No officer shall serve more than 2 consecutive terms in the same office.

SECTION 4. NOMINATIONS, APPOINTMENTS AND SELECTION PROCESS:

- A. Selection of the Executive Director Elect will be from alternating sections of DH and DA/DLT bi-annually and brought before the general membership at the joint meeting for appointment.
- B. Nominations for the office of Treasurer will be generated from the semi-annual DA/DLT and DH section meetings and brought to the annual meeting for presentation to the members for voting.
- C. The nominees will supply credentials for review to the membership prior to the annual meeting and will present themselves to the membership at the annual session for consideration to the office nominated for.
- D. Section Presidents and Secretaries shall be nominated by the sections at the annual session.

SECTION 5. ELECTIONS AND APPOINTMENTS PROCESS:

- A. The election of officers shall be by secret ballot.
- B. A majority of the voting members present shall confirm the selection and appointment of the Executive Director Elect and Executive Director.
- C. Counting the voting ballots for the office of Treasurer will be done by the Executive Director.
- D. Election of the Section Presidents and other section officers shall be conducted by the individual sections with the current Presidents conducting the elections.
- E. Elected officers shall assume duties at the close of the annual meeting.
- F. In the event there is only one (1) nominee for each office, the Presiding Officer may declare each nominee duly elected by unanimous consent.

SECTION 6. DUTIES OF OFFICERS: (See Association Policy & Procedure Manual for specifics)

A. Executive Director: It shall be the duty of the Executive Director to:

- 1. Preside over the annual meeting and special meetings of this Association.
- 2. Schedule and preside over meetings of the Executive Board.
- 3. Handle the administrative duties of the Association.
- 4. Appoint committees to function within the Association.
- 5. Act as the official spokesperson for either section as directed by the Section President.

B. Executive Director Elect: It shall be the duty of the Executive Director Elect to:

- 1. Assist the current Executive Director as requested and work closely with the Executive Director in all aspects of this Association.
- 2. Study all issues relative to the Association in preparation for assuming the office of Executive Director.
- 3. Be familiar with the bylaws and policies of this Association.

4. Assume the office of Executive Director of the Association once the previous Executive Director's term has expired or in accordance with Article VII.

C. Section Presidents: It shall be the duty of the Section Presidents to:

1. Preside over meetings of their respective sections.
2. Serve jointly in the absence of the elected Association Executive Director.
3. Assist the Association's Executive Director as requested.
4. Be the official spokesperson for their respective sections.
5. Schedule, attend and preside over the semi-annual and annual section meetings.

D. Section Secretaries: It shall be the duty of the Secretaries to:

1. Record and maintain records of the minutes of the meetings of their respective sections.
2. Send out the correspondence of the respective sections.
3. Assist the Executive Director, Executive Secretary and Section President of this Association as requested.

E. Treasurer: It shall be the duty of the Treasurer to:

1. Act as custodian of all moneys of the Association.
2. Maintain the membership roster of the Association and provide up to date membership information to the section Secretaries and the Association Executive Secretary as necessary.
3. Assist the Executive Director and Presidents of this Association as requested.
4. Provide members of the Association at the annual meeting with a copy of the current year expenditures for review and a proposed budget for an accepted vote.
5. Within 30 days after the annual meeting provide the executive board with an official copy of the proposed budget voted on at the annual meeting.

F. Executive Secretary: It shall be the duty of the Executive Secretary to:

1. Record and maintain records of the minutes of all joint meetings of this Association.
2. Assist the Executive Director as requested.
3. Communicate with the Section Presidents, Section Secretaries and the Association Treasurer in order to maintain an up-to-date communication.
4. Communicate with the Association Treasurer in order to maintain an up-to-date roster of all members for joint communication purposes.
5. Send correspondence regarding joint issues to all members.

SECTION 7. VACANCIES:

A. Executive Director:

1. In the event of the Executive Director's death, resignation, or the inability to perform the duties as Executive Director, the Executive Director-Elect shall immediately assume the office of Executive Director for the unexpired portion of the term and then complete a full term as Executive Director.

2. In the event the office of Executive Director Elect is vacant, the Section Presidents will serve jointly until a new Executive Director can be elected.

B. Section President:

1. In the event of death, resignation, or the inability to perform the duties as Section President, the Executive Director shall ask the section for a nominee from the section as replacement.
2. Consent of the section Secretary, Association Treasurer and nominee should occur.
3. The newly selected Section President will serve for the remainder of the unexpired term.

C. Treasurer:

1. In the event of death, resignation or the inability to perform the duties as Treasurer, the Executive Director shall ask both sections for a nominee to act as a replacement for the remainder of the unexpired term.
2. In the event two nominees are selected, the Executive Board will select the Treasurer replacement.
3. The newly selected Association Treasurer will serve for the remainder of the unexpired term.

D. Section Secretary:

1. In the event of death, resignation or the inability to perform the duties of Section Secretary, the President of the section shall ask for a nominee to serve as a replacement for the remainder of the unexpired term.

ARTICLE VII – EXECUTIVE BOARD

SECTION 1. COMPOSITION

- A. The Executive Board of this Association shall be the Executive Director, the Executive Director Elect, the Section Presidents, all Secretaries, Treasurer, and Immediate Past Executive Director
- B. A quorum of the executive board shall consist of four executive board members.

SECTION 2. DUTIES

- A. Perform an annual financial review of the treasury records within 90 days following the annual meeting.
- B. To provide leadership and further the objective for each section of the association.
- C. Appoint committees as needed.

ARTICLE VIII – VOTING AND QUORUM

SECTION 1. VOTING

- A. Voting will be by secret ballot and conducted at the section or joint annual meetings.
- B. Votes will be tallied by the President of each section for the position of Executive Director

- and all other positions.
- C. Votes for the President of each section will be tallied by the secretary of each section.

SECTION 2. QUORUM

- A. Quorum for the Joint meetings will be established by having 45 members present from the total of the association membership.
- B. Quorum for the Dental Hygiene section meetings will be established by having 10 members present from the total of the dental hygiene section membership.
- C. Quorum for the Dental Assisting/Dental Laboratory Technology section meeting will be established by having 6 members present from the total of the dental assisting and dental laboratory section membership.

ARTICLE IX – MEETINGS

1. Meetings of the Association shall be held at least annually at a mutually agreed upon time and place unless the Executive Board votes to postpone or suspend the annual meeting.
2. Additional meetings may be held at the request of either section or, either section may hold its own meetings in addition to the scheduled annual meeting of this Association.
3. A semi-annual Executive Board meeting will be held at a mutually agreed upon place.

ARTICLE X – COMMITTEES

1. Committees of the Association shall be appointed by the Executive Director or Executive Board as deemed necessary to conduct the annual activities of the Association.
2. Committees of the section shall be appointed by the Section President as deemed necessary to conduct activities within the respective section.

ARTICLE XI- FINANCE

Section 1. Fiscal Year. The fiscal year of this Association shall be January 1-December 31.

Section 2. Financial Review. The financial records of the Association shall be reviewed not less than annually by the Executive board, within ninety (90) days following the end of each fiscal year.

Section 3. Financial Report. A financial report for the year just completed shall be made available to the membership, by the Executive Director, within 30 days after the Executive Board's review. The Executive Director will present a full financial report to the membership at every annual meeting.

Section 4. The Association shall secure and pay the cost of trust or surety bonds for the Association's designated fiscal officers.

Section 5. Budget:

- A. The Executive Director will submit a copy of current budget and operating expenses as well as projected expenses to the executive board prior to the annual meeting.
- B. The Executive Board will review and adjust the proposed budget prior to the annual meeting.

C. No earlier than ninety (90) days prior to the next fiscal year, the voting members at the annual meeting of the Association shall adopt an annual balanced operating budget covering all activities of the Association for the next fiscal year.

1. In the event the Annual Meeting cannot be held within ninety (90) days prior to the next fiscal year, the Executive Board shall have the authority to adopt a balanced budget for the next fiscal year.

D. This Association shall only adopt an annual operating budget that is equal to or less than 55% of the Association's reserve fund.

1. The Executive Director and Treasurer shall assure that the Association reserve funds are appropriately maintained and increased as additional revenue becomes available.

Section 3. Expenses:

A. The Association funds will be used to support the objectives stated in Article II.

B. Expenses will be based on the adopted yearly budget and any changes or alterations will be approved by the Executive Director after consultation with the Executive Board.

C. The Association's *Reserve Fund* shall be established in the event the Association is unable to meet its budgeted financial obligations or an unbudgeted emergency expenditure is warranted.

1. The Association's reserve funds shall be maintained separately from general operating funds. The Executive Director and Treasurer shall assure the funds are maintained in an appropriate account or fund administered by a financial institution insured by the FDIC.

2. Reserve funds may be accessed to meet budgeted financial obligations upon 2/3 vote of the Executive Board.

3. Reserve funds may be accessed for an unbudgeted emergency expenditure upon recommendation of the majority of the Executive Board and 2/3 vote of the general membership of the Association.

D. The Association shall have the option to establish other separate fund accounts for the purpose of administering special projects (i.e.: relief funds, legislative funds, etc.) that do not always recur on a regular annual basis.

1. These accounts may be accessed, and funds dispersed as designated by a special committee appointed to oversee the use of the funds.
2. Guidelines for dispersing funds from these special accounts shall be established by the voting members of the Association.

ARTICLE XII – AMENDMENTS AND/OR REVISIONS

SECTION 1. AMENDMENTS: These Bylaws may be amended at the Annual Meeting of the Association as follows:

- A. By a two-thirds (2/3) vote provided that the proposed amendments, after recommendation by the Bylaws Committee and the Executive Board, have been presented to the association membership in writing at least thirty (30) days prior to voting.
- B. By unanimous vote, provided that previous notice of the amendment has been given at an earlier meeting of the Association.

SECTION 2. REVISIONS: These bylaws may be revised as follows:

- A. The general membership in attendance at the annual meeting authorize the appointment of a special committee for revision.
- B. A revision of these Bylaws may be ordered on the recommendation of the Executive Board and a majority vote of the General Membership in attendance at the Annual meeting.
- C. When a revision of the Bylaws is brought before the general membership for a vote, a two-thirds (2/3) vote is necessary to adopt the proposed revision and a majority vote is necessary to adopt an amendment to the to the proposed revision.
- D. By a two-thirds (2/3) vote provided that the proposed revision, after recommendation by the Bylaws Committee and the Executive Board, have been presented to the Association membership in writing at least thirty (30) days prior to voting at the annual meeting.

ARTICLE XIII – DISSOLUTION

This Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of this Association. If at any time this Association shall be dissolved, any funds remaining shall be distributed to one (1) or more regularly organized and qualified charitable education, scientific or philanthropic organizations to be selected by the Executive Board.