

CDABO BYLAWS
as amended July 2010

ARTICLE I
Name

The name of this organization shall be the College of Diplomates of the American Board of Orthodontics hereinafter referred to as the College.

ARTICLE II
Purposes

The purposes of this organization shall be to stimulate and promote the spirit of self-improvement and research in students, teachers and practitioners of orthodontics/dentofacial orthopedics; to encourage qualified specialists in orthodontics to pursue the educationally and clinically stimulating process of board certification; to educate the dental profession and the public as to the benefits of board certification by the American Board of Orthodontics, and to pursue these purposes in a manner such that the autonomy of the American Board of Orthodontics will not be compromised in either fact or appearance.

ARTICLE III
Members

Section 1. Classification

- A. Active
- B. Retired

Section 2. Eligibility

- A. Active membership in the College shall be limited to active and retired Diplomates of the American Board of Orthodontics.

Section 3. Privileges

- A. Active and retired members shall be entitled to all services and privileges of the College.

Section 4. Application

- A. Membership shall be automatic for eligible applicants as determined from the then current roster of Diplomates of the American Board of Orthodontics, or applicants provisionally-certified by the American Board of Orthodontics, upon receipt of the secretary of a completed application and applicable fees.

Section 5. Dues

- A. Dues for active members shall be one hundred dollars (USD \$100).
- B. Dues for retired members shall be twenty-five dollars (USD \$25).
- C. Dues for excused members shall be waived.
- D. Dues shall be due and payable on or before 1 September of each year. Membership shall be delinquent if dues are not paid by 1 November and forfeited if dues are not received by 1 January. The treasurer will notify members whose dues are not paid by 1 November.
- E. Any member dropped from the roll may be reinstated by paying all past dues and any other applicable fees.

Section 6. Termination

- A. Membership shall terminate automatically upon termination of Diplomate or provisionally-certified status by the American Board of Orthodontics.

**ARTICLE IV
OFFICERS AND EXECUTIVE COUNCIL**

Section 1. Officers

The elected officers of the College shall be a president, president-elect, secretary and treasurer. The appointed officers shall be a historian, editor and parliamentarian, ex-officio members without a vote, appointed by the president subject to the approval of the council. The president shall assign duties of the appointed officers.

Section 2. The Executive Council

- A. The Executive Council should consist of the officers and five councilors. The immediate past President shall be an ex-officio member without vote. The immediate past president is not required to attend council meetings unless requested by the president.
- B. Each AAO constituent shall be represented by an officer or by a councilor. An at-large member, who shall be an international member, may also be elected.

Section 3. Nomination

- A. Nominations shall be made by the Nominating Committee to the Executive Council. The Executive Council will select one nominee to be published in the call for the annual session and for presentation to the first business meeting. Additional nominations may be made from the floor only at the first business meeting.

Section 4. Election

Election shall be held at the final business meeting at the annual meeting. If there is more than one candidate for an office, the election shall be by written ballot.

Section 5. Terms of Office

- A. Terms of office shall begin at the end of the second business meeting at which the election is held with the exception of the term of the treasurer, which begins September 1 and ends August 31 of the following year.
- B. The terms of office for the president, secretary and treasurer shall extend through the second business session or until a successor is elected.
- C. The president-elect shall assume the office of president at the close of the second business session.
- D. The term of office of councilors shall be two years.

Section 6. Vacancy in Office

A vacancy in any elective office shall be filled by the Executive Council until the next annual election.

Section 7. Removal of Officers and Councilors

The Executive Council, by unanimous vote of the remaining members, may remove an officer or councilor from office for cause. (July 2005)

ARTICLE V
Duties of Officers, Councilors and Executive Council

Section 1. General

The officers shall perform the duties prescribed by these bylaws, by the membership and by the parliamentary authority, and such other duties as usually appertain to their office.

Section 2. President

The president shall preside at all meetings of the College and of the Executive Council. The president shall appoint all committees and their chairmen, not otherwise provided for in these bylaws, subject to the approval of the Executive Council.

Section 3. Councilors

Councilors shall serve on the Executive Council, assist the officers in the fulfillment of their duties, and perform such other duties for the benefit of the College as may be assigned by the president or Executive Council.

Section 4. Executive Council

- A. The Executive Council shall conduct all business of the organization between annual meetings, subject to such direction or limitation as may be voted on by the membership.
- B. In the interim between meetings of the Executive Council, a vote by conference call may be taken. Such action shall be reported at the next meeting of the Executive Council and made a part of the minutes of that meeting.
- C. A mail vote may be taken provided that a conference call must be held if requested by one or more members of the Executive Council. Actions taken by mail vote shall be reported at the next meeting of the Executive Council and made a part of the minutes of that meeting.

ARTICLE VI
Meetings

Section 1. Annual Meeting

The annual meeting shall be held at a time and place designated by the Executive Council.

Section 2. Lecturers

Lecturers at any meeting held or sponsored by the College who are qualified specialists in orthodontics must be Diplomates of the American Board of Orthodontics. Provided however, that with a two-thirds affirmative vote by the Executive Council, this requirement may be waived. This limitation does not apply to scientists, experts in related fields or foreign-trained orthodontists.

Section 3. Special Meetings

Special meetings may be called by the Executive Council upon reasonable notice to the membership.

Section 4. Quorum

Twenty-five (25) members present shall constitute a quorum for an annual or special meeting.

**ARTICLE VII
Committees**

Section 1. Nominating Committee

A Nominating Committee consisting of three members shall be appointed annually by the Executive Council.

Section 2. Audit Committee

An Audit Committee consisting of three members shall be appointed by the president promptly after each annual meeting. Its duty shall be to audit the treasurer's account at the close of the fiscal year and report at the next annual meeting

Section 3. Finance and Budget Committee

A finance and budget committee composed of the Treasurer and three other members shall be appointed by the president promptly after each annual meeting. It shall be the duty of this committee to review investments and prepare a budget for the fiscal year and to submit its recommendations at the next annual meeting

Section 4. Special Committees

Additional committees may be appointed and duties prescribed by the president with the approval of the Council and shall serve for a term corresponding to that of the officers or until their successors have been chosen

**ARTICLE VIII
Parliamentary Authority**

The current edition of The Standard Code of Parliamentary Procedure governs this organization in all parliamentary situations that are not provided for in the law, or in its charter, bylaws, or adopted rules.

**ARTICLE IX
Dissolution**

In the event of the dissolution of this organization, all funds remaining after satisfaction of obligations then existing shall be transferred as an unrestricted gift to the Foundation of the College or to its successor.

**ARTICLE X
Amendments**

These bylaws may be amended at any regular or special business meeting of the College by a two-thirds (2/3) affirmative vote of the active members present and voting, provided that written notice of the proposed amendment has been mailed to all members not less than thirty (30) days prior to the meeting.

**ARTICLE XI
Indemnification**

The College shall indemnify to the fullest extent authorized or permitted by the corporate law of the State of Nevada, any person made, or threatened to be made, a party in an action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was an officer, councilor, or a member elected or appointed to any position or responsibility within this College.