



California Dental Hygienists' Association
The Voice of Dental Hygiene

California Dental Hygienists' Association

BYLAWS

Amended June 2018 (HOD)

TABLE OF CONTENTS

ARTICLE I: TITLE.....	5
SECTION 1.01: NAME	5
SECTION 1.02: PRINCIPAL OFFICE	5
ARTICLE II: PURPOSE.....	5
SECTION 2.01: PURPOSE	5
SECTION 2.02: MISSION	5
ARTICLE III: MEMBERSHIP.....	5
SECTION 3.01: CLASSIFICATION	5
SECTION 3.02: VOTING MEMBERS	5
PROFESSIONAL MEMBERS:	5
LIFE MEMBERS:	6
SENIOR STATUS:	6
MEMBERS WITH DISABILITIES:	6
SECTION 3.03: NON-VOTING MEMBERS	6
ALLIED MEMBERS:	6
STUDENT MEMBERS:	6
HONORARY MEMBERS:	7
SUPPORTING MEMBERS:	7
INTERNATIONAL MEMBERS:	7
CORPORATE MEMBERS:	7
SECTION 3.04: PRIVILEGES OF MEMBERS	7
SECTION 3.05: IN GOOD STANDING	7
SECTION 3.06: RESIGNATIONS	7
SECTION 3.07: SUSPENSION/TERMINATION	7
ARTICLE IV: FINANCE.....	8
SECTION 4.01: DUES AND ASSESSMENTS	8
SECTION 4.02: NON-PAYMENT OF DUES	8
SECTION 4.03: REFUNDS	8
SECTION 4.04: REINSTATEMENT	8
SECTION 4.05: FISCAL YEAR	8
SECTION 4.06: FUNDS	9
SECTION 4.07: GENERAL FUNDS	9
ARTICLE V: COMPONENT SOCIETIES.....	9
SECTION 5.01: ORGANIZATION	9
SECTION 5.02: POWERS	9
SECTION 5.03: CHOICE OF COMPONENT TRANSFER	9
SECTION 5.04: REPRESENTATION	9
ARTICLE VI: OFFICERS.....	10
SECTION 6.01: ELECTED OFFICERS	10
SECTION 6.02: QUALIFICATIONS	10
SECTION 6.03: TERM OF OFFICE	10
SECTION 6.04: NOMINATIONS	10
SECTION 6.05: DUTIES	10
SECTION 6.06: PRESIDENT-ELECT	10
SECTION 6.07: VACANCIES	11

SECTION 6.08: REMOVAL	11
SECTION 6.09: COMPENSATION	11
ARTICLE VII: HOUSE OF DELEGATES.....	11
SECTION 7.01: COMPOSITION	11
Voting Members:	11
Non-Voting Members:	11
Delegate Count:	11
SECTION 7.02: CERTIFICATION OF DELEGATES AND ALTERNATE DELEGATES	12
SECTION 7.03: POWERS	12
SECTION 7.04: DUTIES	12
SECTION 7.05: ANNUAL MEETINGS	13
SECTION 7.06: OFFICIAL CALL	13
SECTION 7.07: SPECIAL SESSIONS	13
SECTION 7.08: QUORUM	13
Loss of Quorum:	13
Adjournment for Lack of Quorum:	13
SECTION 7.09: ABSENTEE VOTING	13
SECTION 7.10: OFFICERS	14
Duties:	14
Vacancies:	14
SECTION 7.11: COMMITTEES	14
ARTICLE VIII: BOARD OF TRUSTEES.....	15
SECTION 8.01: COMPOSITION	15
SECTION 8.02: POWERS	15
SECTION 8.03: DUTIES	15
SECTION 8.04: MEETINGS	16
SECTION 8.05: QUORUM	16
SECTION 8.06: OFFICERS	16
SECTION 8.07: ABSENTEE VOTING	16
SECTION 8.08: EXECUTIVE ADMINISTRATOR	17
ARTICLE IX: EXECUTIVE COMMITTEE.....	17
SECTION 9.01: COMPOSITION	17
SECTION 9.02: POWERS AND DUTIES	17
SECTION 9.03: MEETINGS	17
ARTICLE X: COUNCILS, COMMITTEES AND APPOINTMENTS.....	17
SECTION 10.01: GENERAL	17
SECTION 10.02: STANDING COUNCILS AND COMMITTEES	17
SECTION 10.03: SPECIAL COMMITTEES	18
SECTION 10.04: APPOINTMENTS	18
ARTICLE XI: VOLUNTEER NON-DISCLOSURE AND PROPRIETARY INTEREST POLICY AND STATEMENT OF DISCLOSURE INTERESTS.....	18
ARTICLE XII: ANNUAL MEETINGS.....	18
SECTION 12.01: BUSINESS MEETING	18
SECTION 12.02: SCIENTIFIC MEETING	19
ARTICLE XIII: ELECTRONIC COMMUNICATIONS AND E-MEETINGS COMMUNICATIONS.....	19
ARTICLE XIV: PUBLICATIONS.....	19

SECTION 14.01: OFFICIAL PUBLICATION 19
SECTION 14.02: ADDITIONAL PUBLICATIONS 19
ARTICLE XV: FOUNDATIONS AND SUBSIDIARY ORGANIZATIONS..... 19
ARTICLE XVI: PARLIAMENTARY AUTHORITY..... 19
ARTICLE XVII: AMENDMENTS AND REVISIONS..... 20
ARTICLE XVIII: DISSOLUTION..... 20
ARTICLE XIX: SUPREMACY CLAUSE..... 20

ARTICLE I: TITLE

SECTION 1.01: NAME

The name of this organization shall be the California Dental Hygienists' Association, hereinafter referred to as the Association.

This Association is a California Mutual Benefits Corporation.

The California Dental Hygienists' Association is the only entity that shall use the name, logo or brand "California Dental Hygienists' Association" unless authorized by the Association.

SECTION 1.02: PRINCIPAL OFFICE

The principal office of the Association shall be at a location designated by the Board of Trustees. The Association may have such other offices as may from time to time be designated by the Board of Trustees.

ARTICLE II: PURPOSE

SECTION 2.01: PURPOSE

This association exists for Dental Hygienists to share common interests, activities, education, and institutions in fellowship with their professional colleagues.

SECTION 2.02: MISSION

To improve the public's total health, the mission of the California Dental Hygienists' Association is to advance the art and science of dental hygiene by increasing awareness of the cost effective benefits of prevention and ensuring access to quality oral health care; promoting the highest standards of dental hygiene education, licensure, practice, and research; and promoting the interests of dental hygienists.

ARTICLE III: MEMBERSHIP

SECTION 3.01: CLASSIFICATION

The members of this Association shall be classified as either Voting or Non-Voting.

SECTION 3.02: VOTING MEMBERS

Membership in the CDHA and a component shall be required.

PROFESSIONAL MEMBERS:

Professional membership may be granted to any individual who (i) has either earned a certificate or professional degree in dental hygiene granted pursuant to a dental hygiene program offered by an accredited college or institution of higher education, or is licensed to practice dental hygiene in the United States under the provision of a "grandfather clause"; and (ii) is licensed to practice in any state, territory or possession of the United States if such license is required for the

practice of dental hygiene; and (iii) agrees to maintain membership in a Constituent as well as a Component (if such exist where the member is licensed, practices or resides).

LIFE MEMBERS:

Any voting member in good standing, who meets the Life Membership Guidelines/Criteria with a minimum of thirty (30) years CDHA membership, shall be eligible for Life Membership.

Upon nomination to the Board of Trustees by a component trustee or a CDHA member, the Board of Trustees may then recommend candidates for Life Membership to the House of Delegates. Approved candidate(s) shall be presented to the House of Delegates for election by a $\frac{3}{4}$ vote of approval by ballot of those present and voting.

Life members of the Northern California State Dental Hygienists' Association (NCSDDHA) and the Southern California Dental Hygienists' Association (SCDDHA) shall retain their current status. Any CDHA member who is elected and serves as ADHA President will automatically be granted CDHA Life Membership status upon completion of their term.

SENIOR STATUS:

Professional members who have reached the full retirement age as set by the Social Security Administration and have either been an Professional member of the Association for an aggregate total of thirty (30) years, or twenty-five (25) consecutive years may apply for Senior status.

MEMBERS WITH DISABILITIES:

Professional members, who are unable to work due to a verified disability, may apply for Disabled status. All applicants must be verified by the California Dental Hygienists' Association and must be accompanied by proof of eligibility each year.

SECTION 3.03: NON-VOTING MEMBERS

ALLIED MEMBERS:

Allied membership may be granted to any individual who supports the purposes and mission of the Association and who is not otherwise qualified for any other class of membership.

STUDENT MEMBERS:

Student membership may be granted to any student (i) currently enrolled in an accredited dental hygiene program; or (ii) who has graduated from an accredited dental hygiene program and is currently pursuing a baccalaureate or graduate degree complementary to a career in dental hygiene in an accredited college or institution of higher education.

HONORARY MEMBERS:

Honorary membership may be granted by the House of Delegates to any individual who (i) is not a dental hygienist; (ii) has made outstanding contributions to dental hygiene or dental health; and (iii) has been nominated by the Board of Trustees.

SUPPORTING MEMBERS:

Supporting membership may be granted to any licensed dental hygienist who (i) is not employed in a dental hygiene-related career; and (ii) agrees to maintain membership in a Constituent as well as a Component (if such exist where the member is licensed or resides).

INTERNATIONAL MEMBERS:

International membership may be granted to any individual who (i) resides outside of the United States; and (ii) holds a valid license to practice as a dental hygienist.

CORPORATE MEMBERS:

Corporate membership may be granted to any corporation, partnership, institution or organization that supports the Associations' mission.

SECTION 3.04: PRIVILEGES OF MEMBERS

Voting members shall have the right to vote, hold office, to be elected a delegate or alternate to the House of Delegates, be elected or appointed to any office, board, council or committee of the Association and of the one component to which the member belongs and to such other privileges as the House of Delegates may determine.

Non-voting members shall have such privileges as the House of Delegates shall determine, but may not serve as a delegate or alternate delegate to the House of Delegates. They shall not have the right to vote or hold office, with the exception of two voting student delegates at the House of Delegates.

SECTION 3.05: IN GOOD STANDING

A member of this Association is in good standing within the meaning of these Bylaws: who is not under final sentence of suspension or expulsion because of being found guilty of violating these Bylaws, and /or Principles of Ethics of this association or who has not been suspended or expelled by a component.

SECTION 3.06: RESIGNATIONS

Any member in good standing may resign by submitting a written statement to the Secretary-Treasurer. No member's resignation shall be accepted until all prior dues, fees, and assessments are paid.

SECTION 3.07: SUSPENSION/TERMINATION

Membership in the Association may be suspended or terminated by the Board of Trustees for cause. Sufficient cause for such suspension or termination of membership may be a violation of these bylaws, the Code of Ethics or any lawful rule of practice

adopted by the Association, or other conduct deemed by the House of Delegates to be prejudicial to the best interest of the Association. A statement of the charges shall be sent by registered mail to the last recorded address of the member, accompanied by notice of the time and place of the meeting at which the charges are to be considered. At least thirty days' notice shall be given and the member shall have the opportunity to appear in person or to be represented by counsel and to present any defense to such charges before action is taken by the Board of Trustees. The House of Delegates may adopt such rules as may be necessary to assure due process to the member. The decision for suspension or expulsion shall be by a two-thirds vote of the Board of Trustees.

ARTICLE IV: FINANCE

SECTION 4.01: DUES AND ASSESSMENTS

All dues and assessments of the Association shall be payable in advance on or before the anniversary of the membership due date to the Headquarters of the California Dental Hygienists' Association.

Dues and assessments for Professional, Allied, Senior, Members with Disabilities, Student and Supporting members shall be determined by the House of Delegates by a two-thirds affirmative vote of those present and voting.

All components dues shall be set at the same dollar amount to be determined by the HOD by a two-thirds affirmative vote of those present and voting.

Life and Honorary members shall be exempt from payment of all dues and assessments of this Association.

SECTION 4.02: NON-PAYMENT OF DUES

A member whose dues or assessments are in arrears for more than three (3) months ceases to be a member of the CDHA.

SECTION 4.03: REFUNDS

No dues shall be refunded to any member whose membership terminates for any reason.

SECTION 4.04: REINSTATEMENT

Members who have resigned or whose membership has been terminated for non-payment of dues or assessments, may be reinstated upon payment of dues or assessments, according to the CDHA Bylaws.

SECTION 4.05: FISCAL YEAR

The fiscal year of this Association shall begin July 1 of each calendar year and end June 30 of the succeeding year.

SECTION 4.06: FUNDS

The funds of this Association shall be deposited, invested and managed in accordance with policies established by the Board of Trustees and the House of Delegates.

SECTION 4.07: GENERAL FUNDS

The general fund shall consist of all monies received other than those specifically allocated to other funds by these Bylaws. This fund shall be used for defraying all expenses incurred by this Association not otherwise provided for in these Bylaws.

ARTICLE V: COMPONENT SOCIETIES

SECTION 5.01: ORGANIZATION

Component societies, as defined by the California Dental Hygienists' Association, shall be chartered by this Association. Any group of 35 Professional members, within a geographic territory may petition the Board and, upon approval, receive a charter from and become a component of this Association: except that, without regard to numbers, all component societies of the NCSDDHA and the SCDHA, as of January 1, 1984, shall be component societies of this Association until such status is relinquished voluntarily or by Board action, for cause. The Board may at any time, for good cause, revoke the charter of any component.

SECTION 5.02: POWERS

A component shall have the power to provide for its financial support, adopt Bylaws, and make rules and regulations, which do not conflict with the CDHA Bylaws.

SECTION 5.03: CHOICE OF COMPONENT TRANSFER

A member shall be eligible for membership in only one component. A member may transfer to another component by written notification to CDHA, who shall effect the transfer and shall notify both components. Full membership privileges shall be granted to the transferred member without payment of current dues provided current dues have been paid to the previous component.

SECTION 5.04: REPRESENTATION

Trustee: Each component association shall elect a Trustee as a voting member of the Board of Trustees for a period of two (2) years, according to their component number; even number on even years and odd numbers on odd years. In the occurrence of the resignation of the elected Trustee, a new Trustee shall be elected or appointed by the component president for the remainder of the unexpired term as defined by their component number.

Delegates and Alternate Delegates: Each component shall elect delegates and alternates for representation at the Annual Business Session.

ARTICLE VI: OFFICERS

SECTION 6.01: ELECTED OFFICERS

The elected officers of this Association shall be President, President-Elect, Two Vice Presidents, Secretary-Treasurer and Immediate Past President.

SECTION 6.02: QUALIFICATIONS

Any voting member in good standing of this Association shall be eligible to serve as an officer.

SECTION 6.03: TERM OF OFFICE

All elected officers shall take office upon the conclusion of the House of Delegates meeting. All elected officers shall serve a term of two (2) years except the President-Elect, President, and Immediate Past-President, who shall serve one-year terms; with succession to office as provided for in Section 6.06 of these bylaws.

- A. No elected officer shall serve more than two (2) consecutive terms.
- B. No elected officer shall serve in more than one office at a time.
- C. No elected officer shall serve as a Council Chair.
- D. No elected officer or Board of Trustees member shall serve as a Delegate or Alternate Delegate to the annual meeting of the House of Delegates.

SECTION 6.04: NOMINATIONS

The Slate of Officers to be elected shall be presented by the Nominations Committee. The report shall be read at the first meeting of the House of Delegates at which time nominations from the floor are in order. Voting shall be by secret ballot of certified Delegates. The person receiving the majority of votes shall be declared elected. In the event that a candidate does not receive a majority of votes cast on the first ballot, the two candidates receiving the highest number of votes shall be voted upon again by ballot. If there is no candidate on the ballot, a write-in candidate can be elected by a majority vote of those present and eligible to vote.

SECTION 6.05: DUTIES

The officers shall perform those duties regularly and customarily considered to be appropriate. The officers shall also perform those duties assigned by the Board of Trustees or the Executive Committee and such other duties as indicated in the Scopes, Procedures and Protocol Manual. The Secretary-Treasurer shall be the chief financial officer of this Association.

To uphold the Dental Hygiene Code of Ethics as stated in the CDHA Policy Manual.

SECTION 6.06: PRESIDENT-ELECT

The President-Elect, upon completion of the term of office, shall succeed sequentially to the office of President and Immediate Past President without election.

SECTION 6.07: VACANCIES

In the event the office of President becomes vacant, the President-Elect shall become President for the unexpired term. If the unexpired term is less than six months, the President-Elect shall serve a full term immediately following. In the event that both offices of President and President-Elect are vacant, a special election shall be held by the House of Delegates in accordance with Robert's Rules of Order Newly Revised or as is provided for in these Bylaws. In the event of a vacancy in the office of President-Elect, such duties shall be performed by a member appointed by the President with the approval of the Board of Trustees and then, both President and President-Elect shall be elected at the following House of Delegates. In the event the office of the Immediate Past President becomes vacant, the previous Immediate Past President shall serve the unexpired term. In the event of a vacancy in the office of a Vice-President or Secretary-Treasurer, such vacancy shall be filled by appointment of the President with the approval of the Board of Trustees.

SECTION 6.08: REMOVAL

Removal from office may occur for the failure to fulfill duties. A two-thirds vote by the Board of Trustees is required for removal. The Board of Trustees shall adopt such rules as set forth by Robert's Rules of Order Newly Revised.

SECTION 6.09: COMPENSATION

Elected officers of this association may receive compensation from CDHA.

ARTICLE VII: HOUSE OF DELEGATES

SECTION 7.01: COMPOSITION

The House shall be composed of officially certified Delegates from the components, the Trustees and elected officers of this Association, and one student Delegate from each California Dental Hygiene Program as outlined in the Operating Manual of CDHA (Scopes).

Voting Members:

The voting members of the House of Delegates consists of the officially-certified Delegates or seated alternates from the components, the Elected Officers, the Trustees, the Speaker of the House and two Student Delegates elected by the CDHA sponsored student representatives to the CDHA House of Delegates. To maintain the impartiality of the Speaker of the House position, the Speaker may exercise the right to vote by ballot or when the vote would affect the outcome.

Non-Voting Members:

The non-voting members of the House of Delegates shall be the non-credentialed appointees.

Delegate Count:

The total number of delegates allowed to each component will be based on membership figures as of September 30 and the component's percentage of

CDHA membership on that date. A component shall be assured of at least one delegate. The component may have one alternate for each delegate allocated to a component.

SECTION 7.02: CERTIFICATION OF DELEGATES AND ALTERNATE DELEGATES

The Secretary of each component shall file with the Secretary-Treasurer of this Association at least 45 days prior to the first day of the annual meeting of the House of Delegates, the names of Delegates and Alternates duly elected. Upon receipt, the Secretary-Treasurer of this Association shall certify and provide each Delegate or Alternate with proper credentials which shall be presented for registration and admission to sessions of the meeting.

The certified delegates and alternated delegates must remain on the CDHA membership roster through the month of the House of Delegates

SECTION 7.03: POWERS

The House shall:

Be the supreme authoritative body of this Association.

Possess the legislative powers of this Association.

Determine the policies which shall govern this Association in all of its activities.

Determine dues and assessments by a vote of two-thirds of the members.

Enact, amend, and repeal the Bylaws of this Association.

Adopt and amend the Principles of Ethics for governing the professional conduct of the members of this Association.

Elect Honorary and Life members of this Association.

Create standing or special committees of this Association, the members of these committees to be appointed by the President with the approval of the Board of Trustees.

SECTION 7.04: DUTIES

It shall be the annual duty of the House:

To elect officers.

To adopt a budget which ensures a fiscally sound organization.

To receive and act upon all annual reports and activities.

SECTION 7.05: ANNUAL MEETINGS

The House of Delegates shall convene annually at the time determined by the Board of Trustees. The services of a professional registered parliamentarian shall be used for the House of Delegates.

SECTION 7.06: OFFICIAL CALL

The Secretary-Treasurer shall cause to be published in the official publication of the Association an official notice of the time and place of each session of the House of Delegates 30 days prior to the annual meeting, 15 days prior to a special session. The Secretary-Treasurer shall cause to be sent to each Delegate and Alternate Delegate a copy of such notice together with official credentials.

SECTION 7.07: SPECIAL SESSIONS

A special session of the House may be called: by the President with the concurrence of the Board; by three-fourths vote of the members of the Board; on written request of a majority of the officially certified Delegates who comprised the last House. The Special Session may consider only such business as shall be mentioned in the call. The time and place or any special session shall be determined by the President with the approval of the Board of Trustees.

SECTION 7.08: QUORUM

A majority of the maximum possible voting members of the House as defined in section 7.01 shall constitute a quorum for the transaction of business at any meeting of the House of Delegates.

Loss of Quorum:

The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to have less than a quorum, if such action taken, other than adjournment, is approved by at least a majority of members required to constitute a quorum.

Adjournment for Lack of Quorum:

In the absence of a quorum, any meeting of the House may be adjourned from time to time by vote of a majority of the members then present, but no other business may be transacted except as provided in Section 7.08 of these Bylaws.

SECTION 7.09: ABSENTEE VOTING

An action required or permitted to be taken by the House of Delegates may be taken without a meeting if all members of the House of Delegates shall individually or collectively consent in writing to that action.

Written consent now includes facsimile, telegraphic and other electronic communication as defined in the California Corporations Code, Section 7211(b) and Section 5079.

The action by written consent requires a unanimous vote of every member entitled to

vote on the action and those consents shall be verified and filed with the minutes of the next meeting of the House of Delegates.

Should the vote not be unanimous, then the action shall be postponed until the next meeting of the House of Delegates.

The Association shall distribute a ballot to every member entitled to vote on the action.

The proposed action shall be clearly understandable, include a justification and sufficient time shall be provided to ask questions and return the ballot.

SECTION 7.10: OFFICERS

There shall be:

A Speaker of the House shall be elected for a two-year term and shall serve not more than two consecutive terms. The Speaker of the House shall be a member in good standing of this Association. The term shall start upon the adjournment of the House session at which the election occurs. The Speaker of the House shall not be an elected officer or a component Trustee of the Association and shall have such other duties as determined by the Board of Trustees.

Duties:

The Speaker of the House shall preside at all meetings of the House, appoint judges and tellers to assist in determining the results of any action taken by ballot, and appoint members to perform such other duties as custom and parliamentary procedure requires. The Speaker may consult a parliamentarian when a question of order arises.

Vacancies:

In the event of the office of the Speaker becoming vacant it shall be filled by appointment of the President with approval of the Board of Trustees.

The Secretary-Treasurer shall serve as secretary of the House.

SECTION 7.11: COMMITTEES

The Committees of the House shall be:

Credentials Committee: A credentials committee, consisting of three officially certified Delegates, shall be appointed by the President no less than thirty days in advance of each meeting.

Reference Committees: Reference committees consisting of five officially certified Delegates shall be appointed by the President not less than thirty days prior to the annual business session.

Special Committees: Special committees of the House may be appointed by the Speaker for the purpose of performing any duties not otherwise assigned in these

Bylaws to a committee of the House. Such special committees shall serve until adjournment of the meeting at which they were appointed.

ARTICLE VIII: BOARD OF TRUSTEES

SECTION 8.01: COMPOSITION

The voting members of the Board shall consist of one Trustee from each component, the elected officers of the Association and the Immediate Past President.

SECTION 8.02: POWERS

The Board shall:

Be the managing body of this Association vested with the full power to conduct all business of this Association, and subject to the laws of the State of California, the Articles of Incorporation, these Bylaws and mandates of the House of Delegates.

Establish rules and regulations, not inconsistent with these Bylaws, to govern its organization, procedure and conduct.

Approve all proposals for contracts entered into by the Association.

SECTION 8.03: DUTIES

It shall be the duty of the Board:

To approve the appointment of a qualified member of the Association to the office of *editor* and any other appointed office as provided in these Bylaws.

To determine the time for convening each business session of the House within the limits of these Bylaws.

To take steps necessary to indemnify association funds.

To ensure a fiscally sound organization.

To approve and submit an annual budget as prepared by the Secretary-Treasurer.

To have an independent certified public accountant provide a financial review annually.

To provide for the publication and distribution of all official publications.

To approve the appointment of all council/committee members and chairs.

To review the annual written reports of all councils and committees and make recommendations concerning same to the House.

To cause to be published in the official publication of the Association all policies

adopted by the House.

To select the meeting place for the annual business session.

To recommend to the House nominees for Life and Honorary membership.

To annually review and adopt a strategic plan.

To perform duties as are designated by these Bylaws and such other duties as indicated in the Scopes, Procedures and Protocol Manual.

SECTION 8.04: MEETINGS

Regular meetings: There shall be not less than three regular meetings of the Board each year.

Special Meetings: Special meetings shall be called by the President on the request of eight (8) voting members of the Board. Due notice of any meeting shall be given each member of the Board at least ten days in advance of the time scheduled for holding such meeting.

SECTION 8.05: QUORUM

A majority of the voting members of the Board of Trustees shall constitute a quorum for the transaction of business at any meeting.

SECTION 8.06: OFFICERS

The President shall serve as Chairman of the Board. To maintain the impartiality of the Chair position the President may exercise the right to vote by ballot or when the vote would affect the outcome. The Secretary-Treasurer shall serve as the Secretary of the Board.

SECTION 8.07: ABSENTEE VOTING

An action required or permitted to be taken by the Board of Trustees, (except approval of a contract) may be taken without a meeting if all members of the Board of Trustees shall individually or collectively consent in writing to that action.

Written consent now includes facsimile, telegraphic and other electronic communication as defined in the California Corporations Code, Section 7211(b) and Section 5079.

The action by written consent requires a unanimous vote of every member entitled to vote on the action and those consents shall be verified and filed with the minutes of the next Board of Trustees meeting.

Should the vote not be unanimous, then the action shall be postponed until the next meeting of the Board of Trustees.

The Association shall distribute a ballot to every member entitled to vote on the action.

The proposed action shall be clearly understandable, include a justification and sufficient time shall be provided to ask questions and return the ballot.

SECTION 8.08: EXECUTIVE ADMINISTRATOR

The Board may engage the services of an Executive Administrator, whose term of office shall be at the discretion of the Board, and whose contract shall be approved by the Board.

ARTICLE IX: EXECUTIVE COMMITTEE

SECTION 9.01: COMPOSITION

There shall be established an Executive Committee, the membership of which shall include the President, the President-Elect, two Vice Presidents, the Secretary-Treasurer, and the Immediate Past President. An Executive Director when retained by the Board may serve as a consultant to the Executive Committee.

SECTION 9.02: POWERS AND DUTIES

The Executive Committee shall carry out programs determined by the Board in accordance with policies established by the House and within the limitations of the Articles of Incorporation, these Bylaws and those prescribed by statute. The Executive Committee shall report all of its actions taken on behalf of the Association in written form to the Board at its regular meetings. The actions of the Executive Committee, as described above, shall be interpreted as official acts of the Board unless such written actions reported to the Board are changed or rescinded by the Board.

SECTION 9.03: MEETINGS

The Executive Committee shall hold such meetings as may be deemed necessary by the President at times other than the regular meetings of the Board and regular and special meetings of the membership.

ARTICLE X: COUNCILS, COMMITTEES AND APPOINTMENTS

SECTION 10.01: GENERAL

The councils and committees of this Association shall be unlimited in number and shall be established by either the House of Delegates or the Board of Trustees. These, with the exception of Nominations Committee, shall be appointed from the membership by the President, with the approval of the Board. One member of each committee shall be appointed to serve as chairman. Each council and committee shall submit a written Annual Report to the Secretary-Treasurer at least thirty (30) days prior to the annual meeting of this Association.

SECTION 10.02: STANDING COUNCILS AND COMMITTEES

The following Standing Councils and Committees shall be appointed annually.

Administration Council
Alternative Practice Council

Finance Advisory Committee
Government Relations Council
Information Technology Council
Membership Council
Professional Development Council
Public Health Council
Public Relations Council
Student Relations Council

SECTION 10.03: SPECIAL COMMITTEES

Special Committees of this Association may include Ad Hoc or Task Forces. Special Committees may be created at any meeting of the House of Delegates or Board of Trustees to perform any duty not otherwise assigned in the Bylaws. Special Committees shall serve until the assigned task is completed and a final report is submitted to the appropriate body.

SECTION 10.04: APPOINTMENTS

The appointments of this association shall be made by the President and approved by the Board of Trustees. A majority vote will be required.

Tenure of Office and Compensation: The Board of Trustees shall determine the tenure and compensation, if any, of each appointment.

Duties: Duties of each appointee and others shall be defined by the Board of Trustees and such other duties as indicated in the Scopes, Procedures and Protocol Manual.

Vacancies: Should a vacancy occur, the appointment to the position shall be filled by the President and approved by a majority vote of the Board of Trustees.

ARTICLE XI: VOLUNTEER NON-DISCLOSURE AND PROPRIETARY INTEREST POLICY AND STATEMENT OF DISCLOSURE INTERESTS

Any CDHA member or individual involved in decision-making processes of this association shall complete and sign annually the written CDHA Volunteer Non-Disclosure and Proprietary Interest Policy and Statement of Disclosure Interests form.

ARTICLE XII: ANNUAL MEETINGS

SECTION 12.01: BUSINESS MEETING

The Annual Business Meeting of this Association shall be the annual meeting of the House of Delegates and shall be at a time and place as determined by the Board of Trustees.

SECTION 12.02: SCIENTIFIC MEETING

This Association may hold such meetings from time to time as scheduled by the Board of Trustees.

ARTICLE XIII: ELECTRONIC COMMUNICATIONS AND E-MEETINGS COMMUNICATIONS

Any action to be taken at an Executive Committee, Board of Trustees, House of Delegates, standing council, committee or task force meeting may be taken through the use of a conference telephone or other communications equipment where all persons participating in the meeting can communicate with each other simultaneously. Participation in such a meeting shall constitute presence in person at the meeting. Notwithstanding anything to the contrary in these Bylaws, notice of an electronic meeting must be delivered at least seventy-two (72) hours prior to the meeting.

Unless otherwise prohibited by law, (i) any action to be taken or notice delivered under these Bylaws may be taken or transmitted by electronic mail or other electronic means; and (ii) any action or approval required to be written or in writing may be transmitted or received by electronic mail or other electronic means.

ARTICLE XIV: PUBLICATIONS

SECTION 14.01: OFFICIAL PUBLICATION

There shall be an official publication the name of which shall be determined by the Board of Trustees.

SECTION 14.02: ADDITIONAL PUBLICATIONS

The Board of Trustees may authorize such additional publications as may be deemed appropriate in furthering the best interest of this Association.

ARTICLE XV: FOUNDATIONS AND SUBSIDIARY ORGANIZATIONS

The House of Delegates may establish, administer, operate, or dissolve a Foundation or subsidiary organizations as separate entities to perform or engage in functions or activities deemed necessary or appropriate by the House of Delegates and in express terms and conditions established by the House of Delegates.

ARTICLE XVI: PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of this Association in all cases not provided for in the Articles of Incorporation or Bylaws except when in conflict with laws of the State of California.

ARTICLE XVII: AMENDMENTS AND REVISIONS

These Bylaws may be amended or revised by a two-thirds affirmative vote of the members of the House of Delegates, provided that the proposed amendments or revision have been presented in writing to the members of the House of Delegates, at least thirty (30) days in advance of the meeting of the House of Delegates. These Bylaws may also be amended or revised at any session of the House of Delegates by a three-fourths affirmative vote of the members of the House present and voting, provided the proposed amendments have been presented in writing at a previous meeting of said session and unanimous consent has been given for their consideration.

ARTICLE XVIII: DISSOLUTION

After payment of all of the Association's obligations to further the purposes, goals and objectives of CDHA. No funds shall inure or be distributed to members of the Association

ARTICLE XIX: SUPREMACY CLAUSE

Unless prohibited by California Law or the CDHA Articles of Incorporation, the Bylaws of this Association shall be the supreme law of the Association and all members shall be bound hereby.

Bylaw history:

Amended June 2018 (at HOD)

2017 House of Delegates (HOD). No changes.

Amended June 2016 (at HOD)

Amended May 2015 (at HOD)

Amended June 2014 (at HOD and to comply with ADHA updates)

Amended (editorial to ADHA) April 2014

Amended June 2013

Amended October 2012

Amended October 2011

Amended August 2011

Amended April 2010

Amended August 2009

Amended July 2008