

**CONSTITUTION AND BYLAWS OF THE
NATIONAL ASSOCIATION OF SEVENTH-DAY ADVENTIST DENTISTS**

STATEMENT OF MISSION

The National Association of Seventh-day Adventist Dentists (NASDAD) is a nonprofit Christian organization composed of Seventh-day Adventist dentists, dental hygienists, and associated members who share a common vision to present Christ and His love to the world through the art and practice of Dentistry, whose purpose is to reflect Him in the pursuit of excellence in professional competence, spiritual endeavors, family relationships, mission endeavors, and community outreach.

BYLAWS

ARTICLE I -- NAME

The name of this organization shall be the National Association of Seventh-day Adventist Dentists. It shall hereinafter be referred to as NASDAD. This is a nonprofit corporation organized under the laws of the State of California.

ARTICLE II -- PURPOSE

The purpose of this organization is to provide a service and social association for all Seventh-day Adventist (SDA) dental professionals and students.

ARTICLE III -- OBJECTIVES

SECTION 1: Spiritual

1. To encourage a deep Christian experience and active participation in activities of the Seventh-day Adventist Church.
2. To share that Christian experience with fellow workers, patients, professional colleagues, and community.

SECTION 2: Missionary

1. To maintain a close working relationship with the General Conference of Seventh-day Adventist Health Department.
2. To foster missionary endeavors by organizing and/or providing support, services, equipment, and supplies to needy patients and clinics.
3. To encourage community outreach through seminars, lectures, and classes in health education.

4. To provide information regarding opportunities for dental mission service to SDA dental professionals and students.
5. To encourage SDA youth to pursue the dental field as a profession, and when possible, to attend Loma Linda University School of Dentistry (LLUSD) where a Christian atmosphere is fostered and missionary endeavors emphasized.
6. To encourage, organize and facilitate NASDAD members and SDA dental professionals and students not attending LLUSD, to participate in missionary activities.
7. To support the mission outreach and Service Learning activities of Loma Linda University School of Dentistry.

SECTION 3: Social

1. To provide opportunities for Christian fellowship through activities of NASDAD.
2. To emphasize the benefits derived from fellowship at Constituency and chapter meetings.
3. To encourage all SDA dentists and dental hygienists, as well as dental hygiene and dental students to become active members of NASDAD.

SECTION 4: Scientific

1. To stimulate interest in current scientific and professional developments.
2. To inspire other members by personal enthusiasm to attain high professional standards, to establish study clubs, to attend postgraduate courses, and to make original contributions to the profession of dentistry.

ARTICLE IV -- MEMBERSHIP

SECTION 1: Types of Membership and Eligibility

Membership in NASDAD shall be of six types, based upon eligibility requirements. The Board of Directors shall determine and define membership requirements.

Regular	Student
Affiliate	Missionary
Life	Honorary

1. Regular Membership
 - A. *Regular membership* shall be granted to dentists and dental hygienists who are members of the Seventh-day Adventist Church and who have graduated from an accredited dental school or dental hygiene program.
 - B. A *regular member* shall be entitled to all rights and privileges of NASDAD, including the right to vote and to hold office.

2. Affiliate Membership
 - A. *Affiliate membership* shall be available to dentists and auxiliary dental professionals, whether members of the SDA Church or not, who support to the principles held by the SDA Church, and who are specifically supportive of the purpose and objectives of NASDAD.
 - B. An *affiliate member* shall be entitled to all rights and privileges of the Association except the right to hold office.
3. Life Membership
 - A. *Life membership* shall be conferred upon any member who has a total of 25 years of membership.
 - B. A *life member* shall be entitled to all rights and privileges of NASDAD including the right to vote and to hold office.
4. Student Membership
 - A. *Student membership* shall be granted to any dental or dental hygiene student who supports the purpose and objectives of NASDAD.
 - B. A *student member* shall be entitled to all rights and privileges of NASDAD except the right to vote and to hold office.
5. Honorary Membership
 - A. *Honorary membership* shall be conferred upon recommendation of the Board of Directors and majority vote of those present at any constituency meeting upon individuals who have demonstrated that they are constructive friends of the dental profession and of NASDAD.
 - B. An *honorary member* shall be entitled to all rights and privileges of NASDAD except the right to vote or to hold office.
6. Missionary Membership
 - A. *Missionary membership* is granted to anyone serving in a missionary capacity as defined by NASDAD.
 - B. A *missionary member* shall be entitled to all rights and privileges of NASDAD including the right to vote and to hold office.

SECTION 2: Admissions

An eligible individual shall become a member of NASDAD upon payment of annual membership dues.

SECTION 3: Dues

1. The annual dues amount shall be determined by the Board of Directors.
2. Life, missionary, and honorary members shall be exempt from paying dues.
3. Dues shall be waived for dental or dental hygiene students until the year after the year of their graduation.
4. All dues are payable to NASDAD.

ARTICLE V -- CHAPTERS

SECTION 1: Establishment

A chapter may be established in connection with any educational institution, region, or group and must be confirmed by the Board of Directors and follow the standard form of Bylaws as recommended by the Board of Directors. Each chapter may choose as many representatives as it feels are appropriate to organize and represent the interests of the chapter. One of the representatives may be chosen each September by each chapter to serve for 1 (one) year, September to September, as a NASDAD board member.

SECTION 2: Activities

Chapters must be actively involved in organizing, promoting, and participating in activities that further the purposes and objectives of NASDAD.

SECTION 2: Deactivation

Any Chapter may be deactivated by action of the Board of Directors when, in its judgment, the Chapter is not large enough or active enough to function as a viable chapter

ARTICLE VI – OFFICERS

SECTION 1: Officer List

The officers of NASDAD are as follows: President, President Elect, Vice President, Secretary, Treasurer, Editor, Membership Chairman, Missions Chairman, and Immediate Past President.

SECTION 2: Eligibility and Election

Any voting NASDAD member in good and regular standing may be considered eligible to be an officer. All officers shall be elected at a constituency meeting and continue in office for one year, or until the next election, with the exception of the Missions Committee chairperson, whose term shall be for five years. Any officer, representative, or chairperson may be re-elected and serve consecutive terms. More than one office may be held by one person i.e. Secretary/Treasurer.

SECTION 3: Term of Office

The regular term of office for all officers and representatives shall commence at the adjournment of the constituency meeting at which they are elected, and shall continue until the next election or as described in SECTION 2 above.

SECTION 4: Vacancies

All vacancies on the Board of Directors occurring between elections may be filled by the Board of Directors as recommended by the Nominating Committee.

SECTION 5: Compensation

The officers and representatives shall receive no compensation for their services. Expense reports for official NASDAD functions may be reimbursed as approved by the Board of Directors.

SECTION 6: Duties of Officers

The duties of officers shall be such as are implied by their respective titles and as specified below:

1. President
 - A. To preside over all meetings of NASDAD and to act as chairperson of the Board of Directors.
 - B. To enforce the Bylaws.
 - C. To see that all resolutions passed by the Board of Directors are implemented.
 - D. To appoint all representatives of NASDAD, committee members, and members of any ad-hoc committee.
 - E. To be an ex-officio member of each committee.
 - F. To guide and oversee the Executive Director on behalf of the Board of Directors as he/she conducts the business of NASDAD and prepares for the constituency meetings.
 - G. To be a signatory of NASDAD accounts.
2. President-elect
 - A. To assume the powers and responsibilities of the President in the absence of the President or upon the inability or refusal of the President to act.
 - B. To succeed to the office of President at the close of the next electing constituency meeting
 - C. To serve as a member of the Missions Committee.

- D. To assist the President and Executive Director with the planning and organization of the constituency meetings.
3. Vice-president
- A. To preside at all officially called meetings in the absence of the President and the President-elect.
 - B. To succeed to the office of President-elect at the close of the next electing constituency meeting
 - C. To serve as a member of the Missions Committee.
 - D. To assist the President and Executive Director with the planning and organization of the constituency meetings.
4. Secretary
- A. To maintain a record of the membership.
 - B. To send the annual membership notices.
 - C. To record the minutes at the meetings of the Board of Directors and to maintain a permanent file of such.
 - D. To notify officers of their election and members of their committee appointments.
 - E. To conduct the Association's general correspondence.
5. Treasurer
- A. To be responsible to the Board of Directors for the financial affairs of NASDAD unless otherwise specified herein.
 - B. To be responsible for all monies collected and for the payment of debts as designated by the Board of Directors.
 - C. To present a financial report at each regular meeting of the Board of Directors.
 - D. To prepare and to present a proposed budget to the Board of Directors at the constituency meetings.
 - E. To safeguard and manage the financial assets of the Association.
 - F. To make certain that NASDAD complies with Federal and State reporting requirements.
 - G. To be responsible for the year-end financial statement which is to be prepared or reviewed by a certified public accountant.
 - H. To be a signatory of NASDAD accounts.

6. Editor
 - A. To communicate to the membership through an official publication.
 - B. To promote NASDAD by creating an awareness of activities through notices, articles, displays and other means approved by the Board of Directors.
 - C. To maintain the historical record of NASDAD.
- 7 Membership Chairperson
 - A. To promote NASDAD membership to all SDA dental professionals and students.
 - B. To make potential students members aware of NASDAD.
 - C. To present the membership report at each regular meeting of the Board of Directors.
8. Missions Chairperson
 - A. To serve as chair of the Missions Committee.
 - B. To act as liaison between the General Conference of Seventh-day Adventists and NASDAD.
 - C. To receive, investigate, and present dental mission requests to the Missions Committee for YAMM (Year Around Mission Money).
 - D. To present actions of the Missions Committee to the Board of Directors.
 - E. To update the general membership of past, current, and future mission projects.
- 9 Immediate Past President
 - A. To be a member and advisor to the Board of Directors.

ARTICLE VII -- REPRESENTATIVES

SECTION 1: Eligibility

- 1; A minimum of twelve (12) United States members in good and regular standing shall be elected to serve as representatives. Student members from active chapters are eligible to be representatives and may be authorized to be reimbursed for actual expenses for attendance of official meetings while they are students.
2. Additional international representative(s) may be nominated and elected under authorization of the Board of Directors.

SECTION 2: Election and term

Representatives shall be nominated by the Nominating Committee and elected by the sitting Board of Directors to serve as a representative for a three-year term. The representatives shall

be elected on a rotating basis with at least four members being elected each year for a three-year term. The Nominating Committee will attempt to nominate representatives from various parts of the country so that the entire geographic membership is represented.

SECTION 3: Duties

1. To elect and support NASDAD officers, other Representatives, and the Executive director.
2. To be an attending member of the Board of Directors meetings and participate in the decision process.

ARTICLE VIII -- BOARD OF DIRECTORS

SECTION 1: Members

1. Voting members:

Voting members shall be the President, President-elect, Vice-President, Secretary, Treasurer, Editor, Membership Chairperson, Missions Chairperson, Immediate Past President, and all representatives.

2. Non-voting ex-officio members :

Non-voting members shall be the Dean of Loma Linda University School of Dentistry, the Associate Director of Dental Affairs of the General Conference of SDA Health Ministries Department, the President of Loma Linda University School of Dentistry Alumni Association, the President of the Loma Linda University School of Dentistry Dental Hygiene Alumni Association, and the Executive Director of NASDAD.

ARTICLE IX – EXECUTIVE DIRECTOR

SECTION 1: Eligibility and Election

The Executive Director shall be nominated by the nominating committee and voted by the Board of Directors. The Executive Director need not be a dentist but must be a member of NASDAD. An officer, Representative or Committee Chairperson of NASDAD may simultaneously serve as the Executive director. The President, President-elect, Vice president, Secretary, or Treasurer may not simultaneously serve as Executive Director.

SECTION 2: Term

The Executive Director's appointment shall be indefinite but must be ratified on a yearly basis at the constituency meeting by the Board of Directors. The Board of Directors, at its discretion, may terminate the existing Executive Director and vote a different Executive Director at any time it meets.

SECTION 3: Duties

1. To plan and make arrangements for the constituency meetings under the guidance of the Board of Directors and President.
2. To manage the office, staff, and affairs of NASDAD under the rules of the organization and according to the wishes of the officers and Board of Directors.
3. To promote, organize, and facilitate the participation of SDA dental professionals and students in mission activities.
4. To actively seek and encourage new members in NASDAD.
5. To seek opportunities to promote NASDAD in all ways and at all times especially at any official school or church functions.
6. To serve as chairperson of the Nominating Committee.
7. To be a signatory of NASDAD accounts.

SECTION 4: Compensation

Expense reports as authorized by the the Board of Directors. The Board of Directors may chose to compensate the Executive Director at any rate it deems appropriate.

ARTICLE X -- MEETINGS

SECTION 1: Constituency Meetings

1. At least one regular constituency meeting shall be held per year. More than one constituency meeting may be held per year if voted by the Board of Directors.
2. Usually (but not necessarily), the annual constituency meeting shall be held in conjunction with the meeting of another organization i.e. the annual meeting of the American Dental Association (ADA), Adventist-laymen Services and Industries (ASI), Southern Union Medical-Dental retreat, General Conference Session etc. Additional meetings may be held at other times and places as voted by the Board of Directors
3. A special constituency meeting may be called by the President or five members of the Board of Directors
4. The call for a special meeting must be made at least ten days in advance, and must state the business to be transacted. No business shall be transacted except that specified in the call.

SECTION 2: Board of Directors Meetings

1. Meetings of the Board of Directors shall be held in conjunction with the annual voting constituency meeting.
2. Interim meetings of the Board of Directors may be held, the time and location of which shall be determined by the Board of Directors but usually scheduled in conjunction with the annual Alumni-Student Convention in Loma Linda, CA.

ARTICLE XI -- QUORUM

SECTION 1: Constituency Meeting

The voting members of NASDAD present shall constitute a quorum at a regular constituency meeting and at least 2/3 of the board of directors at any special meeting called for the purpose of voting.

SECTION 2: Board of Directors Meetings

The members of the Board of Directors present shall constitute a quorum at a regularly called meeting of the Board of Directors. Fifty percent of the members of the Board of Directors shall be necessary for a quorum at a special meeting.

ARTICLE XII -- AMENDMENTS

After being voted by the Board of Directors, these bylaws may be amended at any constituency meeting by a three-fourths vote of the voting members.

ARTICLE XIII -- COMMITTEES

1. The Missions Committee:

The Missions Committee is charged with the responsibility of keeping abreast of the needs of mission dentists or dental hygienists and of available mission appointments. It is to explore and develop, together with the Associate Director for Dental Affairs of the General Conference of SDA Health Ministries Department, new avenues of mission involvement. The recommendations are to be brought before the Board of Directors. The committee shall consist of the Missions Chairperson as chair, the President Elect, Vice-President, the General Conference of SDA Secretary for Dental Affairs, and six representatives as appointed by the President for a three-year term on a rotating basis.

2. Membership Committee:

The Membership Committee is charged with the responsibility of encouraging membership to NASDAD among all SDA dentists and dental hygienists as well as dental

and dental hygiene students. The committee shall be chaired by the Membership Chairperson and shall consist of all representatives and any additional members as appointed by the President.

3. The Bylaws Committee:

The Bylaws Committee is charged with the responsibility to periodically review the Bylaws and present suggested amendments to the Board of Directors. The committee shall be chaired by the Bylaws Chairperson and shall consist of members as appointed by the President.

4. Nominating Committee:

The Nominating Committee is charged with the responsibility of nominating members to fill all elected offices of NASDAD. This committee shall be chaired by the Executive Director and shall consist of members as appointed by the Executive Director.

ARTICLE XIV -- FISCAL YEAR

The fiscal year is from January 1 to December 31.

ARTICLE XV -- SEAL

NASDAD shall have a common seal and shall have inscribed thereon the name of the Association, the date of its incorporation, and the word "California."

ARTICLE XVI -- PARLIAMENTARY AUTHORITY

The rules of parliamentary practice comprised in the latest issue of *Robert's Rules of Order* shall govern in the proceedings of NASDAD, subject to the special rules which have been or may be adopted.

ARTICLE XVII -- INSPECTION OF BYLAWS

NASDAD shall keep in its principal office for the transaction of business the original Articles of Incorporation and the copy of its Bylaws amended or otherwise altered to date, which shall be open to inspection by any member at all reasonable times during business hours.

ARTICLE XVIII -- ADMINISTRATIVE STAFF

The Board of Directors may provide for a paid staff which may include such clerical employees as are sufficient to carry out the affairs of NASDAD.

ARTICLE XIX -- NON-PROFIT STATUS

No part of the activities of NASDAD shall consist of carrying on propaganda, or otherwise

attempting to influence legislation, and shall not participate or intervene in any political campaign, including the publishing or distribution of statements on behalf of any candidate for public office. NASDAD shall not carry on any activity not permitted to be carried on by an association exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE XX -- DISSOLUTION

The property of this corporation is irrevocably dedicated to religions, charitable, scientific, literary, or educational purposes and upon the liquidation, dissolution or abandonment , the assets of this corporation will not inure to the benefit of any private person, but shall be distributed to a fund or funds, foundation or foundations, or corporation or corporations organized or operated exclusively for religious, charitable, scientific, literary or educational purposes exempt under Section 501 (c) (3) to be designated by the Board of Directors.

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