

1 Resolution Submitted by the Board of Trustees
2 The HDA Constitution
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5 **Resolution #2019-08:** Adoption of the HDA Constitution
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7 **Background:**

8 During the ongoing process of revising the Hawaii Dental Association Bylaws, the following
9 was noted in the ADA Bylaws:

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11 “Chapter II. CONSTITUENT SOCIETIES

12 Section 70. CONSTITUTION AND BYLAWS: Each constituent society shall adopt and
13 maintain a constitution and bylaws which shall not be in conflict with, or limit, the Constitution
14 and Bylaws of this Association and shall file a copy thereof and any changes which may be made
15 thereafter, with the Executive Director of this Association.”
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17 **Whereas,** because of this mandate of the ADA Bylaws, the BOT had crafted a Constitution. This
18 Constitution was circulated for review at the 2018 HOD and was approved by the BOT.
19

20 Therefore, be it
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22 **Resolved,** in order to be in compliance with the ADA Bylaws, the following Constitution of the
23 Hawaii Dental Association shall be adopted.
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26 **Recommendation of the HOD Reference Task Force on Resolution #2019-08:**

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28 The HOD Reference Task Force recommends that Resolution #2019-08 be adopted.
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30 **Action taken by the House:**
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CONSTITUTION

ARTICLE I NAME

The name of this organization shall be the Hawaii Dental Association (this Association).

ARTICLE II OBJECT

The object of the Association is dedicated to serving the profession of dentistry and the public of the State of Hawaii. The Association preserves the integrity of the dental profession, strengthens the doctor/patient relationship and promotes the *Principles of Ethics and Code of Professional Conduct of the ADA*.

Article III ORGANIZATION

Section 1. INCORPORATION: This Association is a non-profit corporation organized under the laws of the State of Hawaii. If this corporation shall be dissolved at any time, no part of its funds or property shall be distributed to, or among, its members but, after payment of all indebtedness of the corporation, its surplus funds and properties shall be used for dental education and dental research in such manner as the then governing body of this Association may determine.

Section 2. HEADQUARTERS OFFICE: The registered office of this Association shall be known as the Central Office and shall be located in the City of Honolulu, County of Honolulu, State of Hawaii.

Section 3. BRANCH OFFICES: Branch officers of this Association may be established in any city of the United States by a majority vote of the House of Delegates.

Section 4. MEMBERSHIP: The membership of this Association shall consist of dentists and other persons whose qualifications and classifications shall be as established in the Bylaws.

Section 5. COMPONENTS: Component societies of this Association shall be those dental societies or dental associations organized in conformity with the Bylaws of this Association.

ARTICLE IV GOVERNMENT

Section 1. LEGISLATIVE BODY: The legislative and governing body of this Association shall be the House of Delegates.

Section 2. ADMINISTRATIVE BODY: The administrative body of this Association shall be the Board of Trustees.

ARTICLE V OFFICERS

Section 1. ELECTIVE OFFICERS: The elective officers of this Association shall be a President, a President-elect, a Vice President, a Secretary, a Treasurer and a Speaker of the House of Delegates, each of whom shall be elected by the House of Delegates.

Section 2. APPOINTIVE OFFICER: The appointive officer of this Association shall be an Executive Director who shall be appointed by the Board of Trustees.

ARTICLE VI ANNUAL SESSION

The annual session of this Association shall be conducted in accordance with the Bylaws.

ARTICLE VII PRINCIPLES OF ETHICS AND CODE OF PROFESSIONAL CONDUCT

The Principles of Ethics and Code of Professional Conduct of this Association and the codes of ethics of the component which are not in conflict with the Principles of Ethics and Code of Professional Conduct of this Association, shall govern the professional conduct of all members.

ARTICLE VIII AMENDMENTS

This Constitution may be amended by a two-thirds (2/3) affirmative vote of the delegates present and voting, provided that the proposed amendments have presented in writing at any previous session of the House of Delegates. This Constitution may also be amended at any session of the House of Delegates by a unanimous vote, provided the proposed amendments have been presented in writing at a previous meeting of such session.