AMENDED BYLAWS OF

NEBRASKA DENTAL HYGIENISTS' ASSOCIATION, INC.

ARTICLE I

OFFICES AND REGISTERED AGENT

The principal office of the Nebraska Dental Hygienists' Association, Inc. (herein after referred to as the "Association") is in the state of Nebraska. The Association shall maintain in the state of Nebraska, a registered office and a registered agent, whose office is identical with such registered office, as required by the Nebraska Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office in the state of Nebraska, and the registered agent and address of the registered office may be changed from time-to-time by the Board of Directors.

ARTICLE II

PURPOSES

The purposes of the Association, as set forth in its Articles of Incorporation, are more specifically defined to include:

- 1. To encourage and promote principles and programs designed to provide Nebraska with direct access to a dental hygienist.
- 2. To function as a state organization to serve the best interest of the members and the dental hygienist profession.
- 3. To promote professionally recognized standards of quality which relate to dental hygienists, and to encourage adoption of these high standards by all members of the Association.
- 4. To work effectively with governmental agencies, professional associations, universities, institutions, and private enterprise, wherever there is an area of mutual interest.
- 5. To establish and maintain an effective public relations program.
- 6. To encourage, support and promote programs of continuing education and training for dental hygienists which programs are directed toward individual professional growth.
- 7. To conduct or engage in all lawful activities and furtherance of the foregoing purposes, or incidental hereto.
- 8. To work with and be a constituent of the American Dental Hygienist Association.

ARTICLE III

MEMBERSHIP

- Section 1.0: Membership Qualifications. Membership may be granted to any individual who:
 - 1. Meets the criteria as set forth for each category of membership;
 - 2. Shares interest in and supports the purposes of the Association; and
 - 3. Abides by these bylaws, the code of ethics for dental hygienists, and such other policies, rules and regulations as the Association may adopt.
- Section 2.0: <u>Membership Categories</u>. Membership of the Association shall be composed of the following categories:
 - A. Voting Members.
 - 1. 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 this Association.
 - 2. Retired Members. Professional members who have reached the age of 62 and are either (i) fully retired from the dental hygiene profession; or (ii) working less than 10 hours per week in the dental hygiene profession may apply for Retired Member status.
 - 3. Members with Disabilities. Professional members who are unable to work due to a verified disability may apply for Disabled status. All such applications must be verified by the Board of Directors, and must be accompanied by proof of eligibility each year.
 - 4. Life Members. Life membership may be granted by the Board of Directors to any Professional member who meets criteria as determined by the Board of Directors from time to time.
- B. Non-voting Members.

- 1. International Members. International membership may be granted to any individual who:
 - i. Reside outside of the United States; and
 - ii. Holds a valid license to practice as a dental hygienist.
- 2. 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.
- 3. 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 this Association.
- 4. Honorary Members. Honorary membership may be granted by the membership 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 Directors.
- 5. 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.
- 6. Corporate Members. Corporate membership may be granted to any corporation, partnership, institution or organization that supports the purposes and mission of the Association.

Section 3.0: Rights and Duties.

- A. Voting and supporting members must be members of this Association.
- B. All members shall be entitled to attend the member meetings and social functions of the Association.
- C. Only Voting Members may hold office in the Association, serve on the Board of Directors and vote.
- D. The initial and annual dues for all members of the Association, and the time for paying such dues and other assessments, if any, shall be determined by the Board of Directors. Under special

circumstances, the Board of Directors, or its designee, may waive or reduce the annual dues and/or assessments for any member.

Section 4.0: <u>Disciplinary Action/Termination of Membership.</u>

- A. Grounds for Discipline. The Association may discipline a member for any of the following reasons:
 - 1. Failure to comply with these Bylaws, the Association's Code of Ethics for Dental Hygienists, or any other rules or regulations of the Association;
 - 2. Conviction of a felony or a crime related to, or arising out of, the practice of dental hygiene or involving moral turpitude;
 - 3. Suspension, revocation, or forfeiture by any state, province, or country of the member's right to practice as a dental hygienist; or
 - 4. Unprofessional conduct considered prejudicial to the best interests of, or inconsistent with, the purposes of the Association.
- B. Procedures. Discipline may include, but not be limited to, censure, suspension, probation, and expulsion. Disciplinary action may be taken provided that a statement of the charges shall have been sent by certified mail to the last recorded address of the member at least fifteen (15) days before final action is to be taken. This statement shall be accompanied by a notice of the time and place of the meeting at which the charges shall be considered, and the member shall have the opportunity to appear in person and/or to be represented by counsel and to present any defense to such charges before action is taken by the Association. Such disciplinary actions shall be conducted in accordance with procedures established by the Board of Directors.
- C. Non-Payment of Dues. The membership of any member who is in default of payment of dues or assessments for more than three (3) months, ceases to be a member of the Association, or otherwise becomes ineligible for membership, shall be terminated automatically, according to such rules or procedures as the Board of Directors or its designee shall establish, unless such termination is delayed by the Board of Directors.

Section 5.0: <u>Reinstatement</u>. Members who have resigned or whose membership has been terminated for non-payment of dues or assessments may be reinstated upon:

- 1. Payment of dues and any assessments;
- 2. Application to the Board of Directors; and
- 3. Meeting such additional terms and conditions as may be established by the Board of Directors.

MEMBERSHIP MEETINGS

Section 1.0: <u>Bi-Annual Meetings</u>. Bi-annual meetings of the voting members of the Association shall be held at such time and place as shall be determined by the Board of Directors. Generally, one meeting is held in the spring and one in the fall.

Section 2.0: <u>Special Meetings</u>. Special meetings of the voting members of the Association may be called at the request of the Board of Directors, or at the written request of two-thirds (2/3) of the Association's voting members. The time and place for holding special meetings shall be determined by the Board of Directors.

Section 3.0: Notice of Meetings.

A. Formal notice of all bi-annual meetings shall be given not less than thirty (30) days and not more than sixty (60) days before the meeting. Formal notice will specify the purposes of the meeting, including agenda items. Formal notice of all special membership meetings shall specify the purpose of the meeting and be given not less than five (5) days before the meeting. All notices required by this section shall be delivered by written notice delivered personally, sent by regular United States Mail, by facsimile or electronic transmission. When sent by mail, the notice shall be deemed to be delivered when deposited in the United States Mail, postage prepaid, addressed to the member as shown on the records of the Association. When sent by facsimile, the notice shall be deemed to be delivered when completion of the facsimile transmission to the facsimile number shown on the records of the Association is confirmed by the telephone carrier. When sent electronically, the notice shall be deemed to be delivered when sent, unless returned from the service provider as undeliverable. The formal notice will not inhibit the Association from publication or dissemination of the dates and places of the biannual meetings.

B. Any member may waive notice of any meeting. Attendance of a member at any meeting shall constitute a waiver of notice of such meeting, except when the member attends the meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 4.0: <u>Quorum</u>. The lesser of: (i) ten percent (10%) of the voting members of the Association; or (ii) one hundred (100) eligible voting members of the Association shall constitute a quorum for the transaction of business at any duly called meeting of the voting members, provided that if less than a quorum is present, a majority of the voting members present may adjourn the meeting to another time without further notice.

Section 5.0: <u>Manner of Acting</u>. The act of a majority or more of the voting members present at a duly called meeting at which a quorum is present shall be the act of the members, unless the act of a greater number is required by law, the Articles of Incorporation, or these Bylaws.

Section 6.0: <u>Vote</u>. Voting by mail or electronic means shall be permitted to the full extent allowed by the laws of the state of Nebraska, as may be amended. A mail or electronic vote may be called by the Board of Directors.

ARTICLE V

UNINCORPORATED COMPONENTS

The membership of this Association shall be divided into five geographical Components. Components shall be drawn by the Board of Directors in such a way as to be reasonably compact. The Board of Directors may change the number and geographical area of the Components as necessary pursuant to the ADHA Charter Agreement.

Section 1.0: <u>Tripartite</u>. The American Dental Hygienists' Association (ADHA) is a tripartite organization. Voting and supporting members must maintain an active membership in ADHA, this association, and a Component.

Section 2.0: <u>Components</u>. Voting members of this association who are licensed, practicing, or residing within the state of Nebraska may organize as a Component of this Association. The Board of Directors of this Association shall determine the geographical boundaries of the Component as well as the name. The name and geographical boundaries are subject to approval of ADHA and other rules and policies as may be adapted by ADHA and this Association Board from time to time.

Section 3.0: <u>Application</u>. The Board of Directors shall adopt an application form and procedures to facilitate the consideration of applicants seeking to be organized as a Component of this Association. Components in existence as of the time of the adoption of these Bylaws shall remain in effect. If there are new applications, the Board of Directors shall review the application and determine, based on the criteria set forth in these Bylaws and such other guidelines as the Board of Directors may prescribe, if applicants meet the qualifications necessary for recognition as a Component.

Section 4.0: <u>Revocation</u>. Charters for the operation of Components may be revoked by this Association at any time and in such manner and after such investigation as this Association may deem necessary. Due notice shall be given by this Association to the Component at the address in its records, and reasonable opportunity shall be allowed for the Component to meet the requirements or correct infractions before final action is taken to revoke any authority to operate.

Section 5.0: <u>Name</u>. Every Component will have a name, and no Component will use the name of ADHA or this Association in any manner unless authorized to do so.

Section 6.0: <u>Charter Agreement</u>. Each Component is required to enter into an unincorporated Component charter with ADHA.

Section 7.0: <u>Membership</u>. Members may belong to only one Component and may join the Component of their choice based on where they reside, practice, or hold a license. A member of a Component may transfer to another Component by written request address to the central office of ADHA. The central office shall affect the transfer and promptly notify the effected Components.

Section 8.0: Officers. The officer of each Component shall be the Chairperson and Vice Chairperson, and such officers as the Board of Directors of this Association shall designate.

A. The term of office shall be for one (1) year commencing immediately following the election. The election shall be held at least 30 days prior to the bi-annual election where the President is elected. The first election shall be in 2018. The current make-up of the Association is such that there are Components. The current Component chairs or presidents shall automatically assume the role of Component Chairperson until the next election. The number of years served as a Component Chairperson shall not count toward term limits for the Component Chairperson.

B. The Component Chairperson may designate a person, whether another district officer or not, to take minutes and otherwise assist as required at component meetings.

C. Component officers may be removed by a majority vote of the Board of Directors present at a meeting called for this purpose. A meeting notice must state that its purpose, or one of its purposes, is the removal of the officer. The Component officers may be removed for missing more than 50% of the district meetings in any given twelve (12) month calendar year. If the Component Chairperson is removed from office for any reason, he or she will lose his or her seat on the Association Board of Directors.

Section 9.0: <u>Component Chairperson</u>. The Chairperson of each Component shall serve as a prescribed member of the Board of Directors of this Association. In the event that the office of Component Chairperson is vacated, the Vice Chairperson will assume the duties of the Chairperson. If there is no Vice Chairperson, or he or she is unable or unwilling to serve, a special Component meeting will be called within sixty (60) days for the purpose of electing the new Chairperson.

Section 10.0: <u>Meetings and Quorum</u>. Each Component shall meet at least twice each calendar year at a date and time approved by the Board of Directors. The quorum shall be not less than twenty-five percent (25%) of members unless at least ten (10) days' notice is given to each designated voting member stating the place, time and proposed agenda for the meeting. When the prior notice requirement is met, the presence of five (5) voting persons constitutes a quorum.

Section 11.0: <u>Funds</u>. Monies required for the operation of the Component shall be provided from the general funds held for that specific Component by the Association at the discretion of the Association Board of Directors.

Section 12.0: <u>Rights</u>. Payment of the state dues includes full membership in the Component but gives only voting members component voting privileges.

Section 13.0: <u>Purpose of Components</u>. The components shall conduct business and fulfill the purpose of the Association.

ARTICLE VI

BOARD OF DIRECTORS

Section 1.0: <u>Management of Affairs</u>. The affairs of the Association shall be managed by the Association Board of Directors, subject to the policies adopted by the membership.

Section 2.0: <u>Composition</u>. The Board of Directors shall consist of the President, the immediate Past President, the President Elect, the Vice President, the Secretary, the Treasurer, the immediate 8 past President, the District/Component Chairpersons and the Delegates to the American Dental Hygienists' Association House of Delegates.

Section 3.0: <u>Voting Rights</u>. Each member of the Board of Directors, other than the President, shall have one vote except the President or acting President may vote only to break a tie or when the vote is by secret ballot.

Section 4.0: Meetings and Notice. Regular meetings of the Board of Directors shall be held at least once every three (3) months. Special meetings may be called by or at the request of the President or written request by four (4) members of the Board of Directors. The President may designate location and time for such meetings, so long as the time is reasonable and the location is within the state of Nebraska. Written notice of the place and time of each regular meeting shall be given to the members of the Board of Directors not less than seven (7) days before the meeting in the same manner as notices to members in Article IV, Section 3. Mail, telephonic, electronic or facsimile transmission notice of special meetings shall be given to members of the Board of Directors not less than 24-hours before the meeting. Mail, telephonic, electronic or facsimile notice shall be given in the same manner as notices to members. Telephone notice shall be sufficient if the Board member is personally contacted. Board members may waive notice of any meeting.

Section 5.0: <u>Qualified Person(s)</u>. Only voting members shall be eligible to serve on the Board of Directors.

Section 6.0: <u>Vacancies</u>. The Board of Directors shall have the power to fill vacancies. **The Board has the** authority to appoint Delegates from members of the Board if there is a vacancy in the Delegate position and no eligible members will accept the appointment.

Section 7.0: <u>Removal</u>. Any board member of the Board of Directors may be removed by the members, with or without cause by a majority of those members qualified to vote at a meeting called for the purpose of removing the board member. The meeting notice must state that its purpose, or one of its purposes, is the removal of the board member. A board member may be removed for missing more than fifty percent (50%) of the board meetings in any given twelve (12) month calendar year. A board member elected by the Board of Directors may be removed with or without cause by a vote of two-thirds (2/3) of the remaining board members then in office.

Section 8.0: <u>Quorum</u>. The presence of a simple majority of the entire membership, voting and non-voting, of the Board of Directors shall constitute a quorum for conduct of business.

Section 9.0: <u>Travel Expenses</u>. Reasonable travel and related expenses for members of the Board of Directors to attend board meetings or other Association activities which they are required to attend by

virtue of their office, shall be reimbursed by the Association, in accordance with policies adopted by the Board of Directors.

Section 10.0: <u>Meetings by Teleconference</u>. If authorized by the President or by President Elect in the absence of the President, any regular or special meeting of the Board of Directors may be held by teleconference in which all members participating can hear one another speak. A board member's participation by such means shall constitute presence at the meeting for any and all 9 purposes including, but not limited to, a waiver of notice and the determination of a quorum in voting.

ARTICLE VII

OFFICERS AND THEIR DUTIES

Section 1.0: <u>Composition and Qualifications</u>. The elected officers of this Association shall consist of a President of the board, a President Elect, a Vice President, a Secretary, a Treasurer, and Delegates to the House of Delegates.

Section 2.0: <u>Election</u>. The officers of the Association shall be elected by a simple majority vote of the members present at the election meeting every year, to serve until their successors have been elected and installed at the next bi-annual election business meeting. Except, however, the Secretary and Treasurer will each serve two (2) year term with the Secretary elected in even numbered years and the Treasurer elected in odd numbered years, and the Delegates as elected in Article IX, Section 3.

Section 3.0: <u>President</u>. The President, or his/her designee, shall preside at all business meetings of the Association and of the Board of Directors. He/she shall be responsible for the conduct of the business and for the proper functioning of other officers and members of the Board of Directors. The President shall serve as an ex officio member of all councils and committees, except as otherwise provided by these Bylaws.

Section 4.0: <u>Eligibility as President</u>. No one shall be eligible for election as President of this Association without having first served as an elected board member.

Section 5.0: <u>Unexpired Term</u>. The unexpired term of a President shall be filled by the immediate past President through the end of the term.

Section 6.0: <u>President Elect</u>. The President Elect shall assist the President and shall substitute for the President when required. The President Elect shall serve as an ex officio member on committees and councils as appointed by the President. The President Elect shall succeed to the office of President upon expiration of the President's term of office.

Section 7.0: <u>Vice President</u>. The Vice President shall serve as an ex officio member on committees as assigned by the President. The Vice President shall have such duties as may be assigned by the President.

Section 8.0: <u>Vacated President</u>. In the event of a vacancy in the office of President, the immediate past President shall immediately assume the office of President for the remainder of the vacated term. If the

immediate past President declines to fill such vacancy or if the office of immediate past President is also vacant, the Board of Directors shall have the power to fill the vacancy.

Section 9.0: <u>Vacated President Elect</u>. The Board of Directors shall have the power to fill the vacancy in the office of President Elect for the remainder of the term from within the membership of the Board of Directors excluding the immediate past President.

Section 10.0: <u>Secretary</u>. The responsibilities of the Secretary shall include, but not be limited to, maintaining a current roster of membership; preparing and keeping minutes of general business meetings and Board of Director meetings; notifying members of the time and place of all meetings of the general members; maintaining the records of the Association; and certifying the eligibility of voting representatives at the business meetings.

Section 11.0: <u>Treasurer</u>. The Treasurer shall be responsible for carrying out all fiscal policies and procedures adopted by the Board of Directors and the Association. He/she shall be responsible for the preparation of financial statements in reasonable detail for presentation at each membership meeting.

Section 12.0: <u>Vacancy in Offices of Secretary or Treasurer</u>. The Board of Directors shall have the power to fill any vacancies occurring in the office of Secretary and Treasurer.

ARTICLE VIII

LIMITATION ON TERMS OF OFFICE

Section 1.0: <u>Term Limits</u>. Anyone serving as the President, President Elect, Vice President, or Delegate to the House of Delegates, or any other director, or a member of the Board of Directors, shall be limited to two (2) consecutive one (1) year terms in such office. Secretary and Treasurer shall be limited to two (2) consecutive two (2) year terms. Terms for such offices begin immediately following the annual meeting in which they were elected.

Section 2.0: <u>Partial Terms</u>. If a person is appointed to fill the vacancy of a current officer, the partial term does not constitute a term for purposes of limitation in this Article.

ARTICLE IX

HOUSE OF DELEGATES

- Section 1.0: <u>House of Delegates</u>. This Association shall be represented by Delegates and an Alternate Delegate at the American Dental Hygienists' Association House of Delegates.
- Section 2.0: <u>Qualifications</u>. The Delegates and Alternate Delegate must be a voting member of this Association in good standing.

Section 3.0: <u>Terms</u>. Delegates shall be limited to three (3) and each Delegate will be elected to a three (3) year term. The Delegates will served staggered terms so that one Delegate is elected each year. The current Delegates will be assigned a year so one is elected in 2017, one in 2018, and one in 2019. The alternate Delegate is elected every three (3) years.

Section 4.0: <u>Appointment of Delegate</u>. If there is a vacancy in the Delegate position, the Alternate Delegate will assume the role of Delegate and the Board of Directors will appoint an Alternate Delegate from the voting membership. If there is a vacancy in the role of Delegate and Alternate Delegate, the Board of Directors will appoint a Delegate and Alternate Delegate to fulfill the term. If a Delegate cannot be located from the voting membership, an officer or director may be appointed to serve in a dual role. Delegates take office on the first day of the month following the fall membership meeting.

Section 5.0: <u>Duties</u>. The Delegate and Alternate Delegate shall have the right to attend all sessions of the American Dental Hygienists' Association House of Delegates with only the Delegate having the right to vote. The Alternate Delegate shall have no right to vote, provided, however, in the event the Delegate appointed is absent at any session of the House of Delegates, the Alternate Delegate appointed to represent this Association shall have the right to vote in place of the Delegate.

Section 6.0: <u>American Dental Hygienists' Association Representation</u>. If allowed more than one (1) Delegate and/or Alternate Delegate to the American Dental Hygienists' Association House of Delegates, the Board of Directors will appoint other Delegates from within the members of the Board of Directors or a member in good standing.

ARTICLE X

STANDING COMMITTEES

Section 1.0: Executive Committee. There shall be an Executive Committee consisting of the President, the immediate Past President, the President Elect, Vice President, Secretary and Treasurer. A special meeting of the Executive Committee may be called by the President whenever it is deemed necessary and must be called within fifteen (15) days of having been petitioned to do so, in writing, including electronic communication, by a majority of the members of the Executive Committee. An emergency meeting of the Executive Committee may be called by the President when it is deemed necessary. Notice of special or emergency meetings of the Executive Committee shall be given in the same manner as specified for a notice of a special meeting of the Board of Directors, except upon not less than fifteen (15) days' notice for a regular meeting and not less than 24-hours' notice for a special meeting, and not less than one (1) hour notice for an emergency meeting. The presence of a simple majority of the entire Committee shall constitute a quorum for conduct of business. If authorized by the President of the Executive Committee or the Vice President in the absence of the President, any regular or special meeting of the Executive Committee may be held by teleconference in which all members participating can hear one another speak. A Committee member's participation by such means shall constitute presence at the meeting for any and all purposes including, but not limited to, the determination of a quorum and voting. The Executive Committee shall keep minutes and the minutes shall be presented to the Board of Directors at the next meeting of the Board.

Section 2.0: <u>Duties</u>. Under authority of the Board of Directors, the Executive Committee shall have charge of the property and shall have the responsibility to control and manage affairs and funds, and subject to the restrictions of the Nebraska Non-Profit Corporation Act, to:

- a. Make policy decisions on financial matters, allocate resources and have responsibility for contracting agreements with the approval of the Board of Directors;
- b. Develop and recommend policies to the Board of Directors;
- c. Recommend proposed amendments to the Articles of Incorporation or Bylaws;
- d. Make budget recommendations to the Board of Directors;
- e. Act for the Board of Directors when time or circumstances do not permit a called meeting of the full Board. The Board of Directors shall be notified within ten (10) days of any major policy decision or expenditure by the Executive Committee.
- f. Perform such other activities as directed by the Board of Directors.
- Section 2.0: Committees. Committees shall be established by the Board as necessary.

ARTICLE XI

FUNDS

All monies of the Association shall be deposited in the name of the Nebraska Dental Hygienists' Association in a financial institution and/or financial instrument approved by the Board of Directors.

ARTICLE XII

AMENDMENTS

Section 1.0: <u>Proposed Amendments</u>. The Board of Directors, officers or any voting member of the Association may propose amendments in whole or in part to these Bylaws. The Board of Directors shall provide recommendations for all proposed amendments before a vote by the membership.

Section 2.0: <u>Approval of Amendments</u>. Proposed amendments of these Bylaws shall be forwarded to the membership for consideration. Approval of such proposals shall require the approval of two-thirds (2/3) of the membership at a duly called meeting.

Section 3.0: <u>Notice</u>. Notice of intent to amend the Bylaws must be sent to the members, published in print or online, and circulated to the entire membership; or published on the Association's website at least thirty (30) days prior to the meeting at which such amendments are to be considered. Such notice must include a general description of the proposed amendments.

ARTICLE XIII

DISSOLUTION

In the event of the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, distribute all of the remaining assets of the Association (except any assets held by the Association upon condition requiring return, transfer or other conveyance in the event of dissolution, which assets shall be returned, transferred or conveyed in accordance with such requirements) to the ADHA, or, if the ADHA is no longer in existence, exclusively

for the purposes of the Association in such manner, or to such organization or organizations as shall at the time qualify as a tax-exempt organization or organizations recognized under Sections 501(c)(3) or 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provisions of any future United States Internal Revenue statute, as the (insert governing body) shall determine. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the Association is then located, exclusively for such purposes in such manner, or to such organization or organizations that are organized and operated exclusively for such purposes, as said court shall determine.

ARTICLE XIV

PARLIAMENTARY PROCEDURE

Section 1.0: <u>Procedure</u>. Robert's Rules of Order shall govern all deliberations and procedures of the Association when not inconsistent with the Bylaws of this Association.

Section 2.0: <u>Opinion</u>. When procedural or parliamentary questions or problems arise during sessions of the Board of Directors, or at membership meetings of this Association, they shall be referred to the Executive Committee for study and an opinion.

ARTICLE XV

SUPREMACY CLAUSE

The Constitution and Bylaws of this Association shall not be in conflict with the Constitution and Bylaws of ADHA, which shall be the supreme law of the Association. A current copy of these Bylaws shall be on file with the Executive Director of ADHA.

DATED this day of	, 2017.	
	BY:	
	President	