

**The BYLAWS of the  
RHODE ISLAND ORAL HEALTH COMMISSION**

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## ARTICLE I – NAME AND PURPOSE

### **Section 1.1 – Name**

The name of the organization shall be the Rhode Island Oral Health Commission (RIOHC).

### **Section 1.2 – Purpose**

The RIOHC is a voluntary organization representing oral health interests throughout Rhode Island. The RIOHC provides leadership to (1) formulate and promote sound oral health policy, (2) increase awareness of oral health issues, and (3) assist in promotion of initiatives for the prevention and control of oral diseases.

### **Section 1.3 – Mission**

The mission of the RIOHC is to promote life-long optimum oral health through primary prevention at the community, healthcare professional and family levels; through accessible, comprehensive and culturally competent community-based oral health care provided through a variety of financing mechanisms; through educational opportunities throughout life that will allow individuals to make better decisions for their health; and through informed and compassionate policy decisions at all levels of government.

### **Section 1.4 – Guiding Principles**

In support of the organization mission and the *Rhode Island Oral Health Plan*, the RIOHC believes in the following principles:

- Universal access to oral health care;
- Promoting oral health services that are community-based, preventive and culturally appropriate;
- Creating partnerships with public, private, and community-based stakeholders, decision-makers, and the public regarding oral health issues;
- Clear and open communication with all stakeholders to facilitate mutual goals and objectives;
- Both the right and responsibility of individuals to participate on decisions affecting their own oral health;
- Encouraging creative approaches to oral health issues;
- Advocating for and promoting oral health intervention strategies which are based upon sound scientific principles;
- Recognizing the value and strength of the current dental delivery system; and
- Accomplishing our mission through teamwork and continuous improvement.

## ARTICLE II – MEMBERSHIP

### **Section 2.1 – Eligibility**

The Commission shall be open to any agency, organization or individual, residing or working in Rhode Island, which demonstrates affirmative interest and concern to improve the oral health of Rhode Island residents.

## **Section 2.2 – Selection of Members**

Any agency, organization or individual can apply for membership and will be selected by a vote of the Steering Committee for membership. It shall be the policy of this Commission to include representative public and private entities, such as:

- a. A mix of urban and rural areas and parents or consumer involvement;
- b. Business and professional associations;
- c. Children's and low income advocacy organizations;
- d. Community health centers;
- e. Consumer and parent groups;
- f. Dental and health care insurers;
- g. Dentists, dental hygienists and dental assistants;
- h. Educational institutions;
- i. Elected government officials;
- j. Health and charitable foundations;
- k. Health and dental clinics and hospitals;
- l. Health care oversight groups;
- m. Health referral and access programs;
- n. Minority and underserved groups;
- o. People with special health care needs;
- p. Public health and social service agencies and departments;
- q. Schools and school clinics; and
- r. WIC and Head Start organizations.

## **Section 2.3 – Governing Body**

The membership shall be the governing and legislative body of the Commission. All members are entitled to participate in all activities of the Commission. They may vote on all matters that may come before the membership. Members may be nominated for election to any appropriate office.

## **Section 2.4 – Duties**

Members must (a) have a bonafide interest in oral health and subscribe to the RIOHC mission statement; (b) agree to participate in an annual summit to set and implement goals, objectives, activities, outcome measures, and determine progress; (c) agree to participate actively on at least one RIOHC committee, as needed; (d) agree to attend 50% of scheduled meetings during each twelve (12) month period; and (e) sign & return Letter of Commitment to Communications Coordinator.

## **Section 2.5 – Dues**

Membership dues shall not be established at this time. Future establishment of membership dues shall be at the discretion of the Steering Committee.

## **Section 2.6 – Member in Good Standing Defined**

A member in good standing is a member that has completed and returned the RIOHC commitment letter to the Communications Coordinator, and has attended 50% of RIOHC meetings in the previous twelve (12) months.

### **Section 2.7 – Removal**

Any member may be removed by a vote of two-thirds (2/3) of the voting membership. The Steering Committee will give 30-days notice of such vote and specify the reasons for such action.

## **ARTICLE III – VOTING**

### **Section 3.1 – Eligibility for voting**

A member in good standing will be eligible to vote on issues at meetings or as they arise. Only one representative per organizational unit is eligible to vote and is considered a voting member. An organization can send a proxy voter in the case of an absent voting member. The Steering Committee shall give notice on the agenda, if possible, if a vote needs to be taken.

### **Section 3.2 – Quorum**

A minimum of 51% of voting members represents a quorum.

### **Section 3.3 – Nonvoting issues**

It shall be the policy of the RIOHC not to take a vote on issues that are controversial, divisive or unrelated to the goals and objectives of the Commission. Thirty-three percent (33%) of voting members could table a proposal and define it as a non-voting issue.

### **Section 3.4 – Voting Issues**

A vote shall be carried by sixty-six percent (66%) of eligible voting members in attendance.

## **ARTICLE IV – RIOHC LEADERSHIP**

### **Section 4.1 – Officers**

The Officers shall consist of two Co-Chairs and a Co-Chair Elect. The Lt. Governor shall be a Co-Chair; the second Co-Chair and Co-Chair Elect shall be selected from members of the Oral Health Commission who are in good standing.

### **Section 4.2 - Officers' Duties**

The Co-Chairs shall: (a) preside at Commission meetings, all special meetings and all meetings of the Steering Committee; (b) appoint the chairpersons of all committees; (c) administer the operating policies established by the Commission; and (d) represent the Commission at public events as necessary.

The Co-Chair Elect shall assist the Co-Chairs in their duties.

### **Section 4.3 – Nominations and Elections**

At the third meeting in odd-numbered calendar years, members shall nominate one or more nominees from their voting membership to serve as the Co-Chair Elect. At or

before the fourth meeting in odd-numbered calendar years, members shall elect from their voting membership the Co-Chair Elect from the slate of nominees. The candidate receiving the highest number of votes of the voting members present shall be deemed elected to the position of Co-Chair Elect.

#### **Section 4.4 – Succession**

Following the election of the new Co-Chair Elect, the term of the elected Co-Chair shall end and the previously elected Co-Chair Elect shall become Co-Chair.

Should the elected Co-Chair be unable to serve the full two-year term, the Co-Chair Elect shall become Co-Chair. If the position of Co-Chair Elect is vacant, nominations to fill that position shall be accepted at the next full Commission meeting, or at any such time or in any such manner as determined by the Steering Committee, so long as the full body of the Commission is notified of the opportunity to present nominations. E-mail is an acceptable form of communication for this purpose. Elections for the Co-Chair Elect will occur at the following full Commission meeting.

Should there be concurrent vacancies in the positions of Co-Chair and Co-Chair Elect, nominations may be accepted and an election held for each position.

#### **Section 4.5 – Treasurer**

This position will be established at the discretion of the Steering Committee.

#### **Section 4.6 – Communications Coordinator**

The Communications Coordinator shall be appointed by the Co-Chairs and shall: (a) keep accurate minutes of any Commission meetings and arrange for their distribution; (b) give notices of Commission meetings including Steering Committee meetings; (c) keep a current list of RIOHC members; and (d) notify individual RIOHC members if attendance falls below 50% of quarterly meetings during the previous twelve (12) months.

#### **Section 4.7 – Steering Committee**

The Steering Committee shall consist of the Co-Chairs, Co-Chair Elect, Treasurer, Communications Coordinator, Workgroup Chairs, designee of the Department of Health, and other representatives as deemed appropriate by the Co-Chairs. Members of the Steering Committee shall be removed from the Steering Committee if they are not members in good standing of the Oral Health Commission.

## **ARTICLE V – COMMITTEES**

#### **Section 5.1 – General Conditions**

A majority of the members of a committee present at a meeting shall constitute a quorum for the transaction of business. Each committee chairperson shall (a) report committee activities at Steering Committee meetings or general membership meetings; (b) obtain Steering Committee and, if established, Finance Committee approval of projects and budget requests; and (c) maintain committee files to pass on to new members. The

Commission may establish additional committees, in addition to the Steering and Finance Committees for the purpose of supporting the mission and purpose of the RIOHC.

### **Section 5.2 – Steering Committee**

The Steering Committee shall (a) meet monthly and as needed to assist the Co-Chairs with agenda development and Commission direction; and (b) meet upon call by the Co-Chairs for the purpose of performing urgent business that can not wait or that can not be handled by a functioning standing committee of the Commission. Any action of the Steering Committee shall be reported for ratification at the next Commission meeting. A simple majority of the Steering Committee members shall constitute a quorum for the transaction of business. The Steering Committee shall have the authority to establish and approve policies and procedures for all committees.

### **Section 5.3 – Membership Committee**

Members of the Membership committee may be appointed at the discretion of the Steering Committee to serve for a specified period of time. The committee shall: (a) nominate officers and candidates for membership on the Steering Committee; (b) recommend the criteria for the selection of new members; (c) provide orientation to new members; (d) analyze regularly the attendance of members; (e) consult with those who are not attending regularly or fail to attend the minimum number of committee meetings; (f) recommend to the officers action regarding inactive members; and (g) recommend to general membership the schedule of meeting dates.

### **Section 5.4 – Finance Committee**

The Finance Committee shall be established at the discretion of the Steering Committee. The Finance Committee shall be composed of the Treasurer as the chair of the committee and at least two other members to be appointed by the Commission in consultation with the Treasurer. The Finance Committee shall report to the Steering Committee quarterly, and a report of the Commission's finances shall be sent annually to each member of the Steering Committee. The committee shall (a) prepare an annual budget for approval by the Steering Committee; (b) serve as a resource to other committees on budget planning; and (c) research and develop additional and alternative funding sources for the Commission. The Finance Committee shall have the power to reinvest and invest any funds of the agency.

### **Section 5.5 – Ad-Hoc Workgroups**

Ad-Hoc Workgroups shall be established at the discretion of the Steering Committee on an as-needed basis. Any Ad-Hoc Workgroup shall be (a) time-limited; (b) reviewed annually prior to the last Steering Committee meeting of each calendar year; and (c) dedicated to applicable, specific topics established by the Steering Committee. Each Workgroup Chair shall be appointed by the Steering Committee.

## **ARTICLE VI – AMENDMENTS TO BYLAWS**

### **Section 6.1 – Additions, Deletions, Revisions**

The Steering Committee may recommend alterations and amendments of, and repeal or add provisions to the Bylaws, or make additional provisions to the bylaws, provided that the voting membership shall be notified in advance of any intent to review the Bylaws and that amendments proposed for adoption are circulated by the Steering Committee at least ten days in advance. Alteration, amendment, repeal, or addition to the Bylaws shall be adopted by the affirmative vote of at least two-thirds of the voting membership in attendance at a regularly scheduled meeting.