

**June 2024-H**

**Amendment to the Constitution and Bylaws Changing the Procedure for the Removal of a Regional Trustee or Trustee-at-Large**

**Resolution No. -24**

**Submitted by: Board of Trustees**

**Financial Implication: None**

**Whereas**, the Massachusetts Dental Society (MDS) strives to maintain governance structure that reflects the highest standards of accountability and transparency;

**Whereas**, it is vital for the members of the MDS to have a clear and fair process for the removal of a Regional Trustee or a Trustee-at-Large when necessary;

**Whereas**, empowering the members of a region to vote on the removal of their Trustee ensures that their voices and concerns are adequately represented and addressed;

**Therefore, be it resolved**, that the delegates of the Massachusetts Dental Society hereby adopt the following procedure for the removal of a Regional Trustee or a Trustee-at-Large:

**1. Initiation of Removal Process:**

- A petition for the removal of a Regional Trustee or a Trustee-at-Large must be initiated by a minimum of 10% of the MDS members within the respective region or regions as in the case with the Trustee-at-Large.
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- The petition must clearly state the reasons for the proposed removal and be submitted to the Ethics Committee of the MDS.

**2. Validation of Petition:**

- Upon receipt of the petition, the Ethics Committee shall verify the validity of the signatures and the reasons stated.
- If the petition meets the necessary criteria, the Ethics Committee shall notify the Trustee in question and provide them with a copy of the petition.

**3. Response Period:**

- The Trustee shall have the opportunity to respond to the allegations within 30 days. The response shall be submitted in writing to the Ethics Committee.

**4. Notification and Meeting:**

- The Ethics Committee shall organize a special meeting of the MDS members within the respective region(s) to discuss the petition.
- All members of the region(s) shall be notified of the meeting at least 30 days in advance, and the meeting shall be conducted in a manner that allows for fair and open discussion.

**5. Voting Procedure:**

- During the special meeting, the petitioners shall present their case for removal, and the Trustee shall have the opportunity to present their defense.
- Following the presentations, a vote shall be conducted by secret ballot.
- A two-thirds majority vote of the MDS members present at the meeting shall be required to remove the Trustee from their position.

**6. Outcome and Implementation:**

- If the vote for removal is successful, the Trustee shall be removed from their position immediately, and the vacancy shall be filled immediately by an election of nominated candidates from the region(s) in accordance with the MDS bylaws and procedures for contested elections.
- The results of the votes shall be documented and communicated to all members of the region(s) and the Board of Trustees.

7. **Amendment to Bylaws:**

- The MDS bylaws shall be amended to include this procedure, ensuring that the policy is formally integrated into the governance structure of the Society.

**Implementation:** This resolution shall take effect immediately upon its adoption by the delegates of the Massachusetts Dental Society.

**Board Recommendation:** The Board has not reviewed this item.