

**NORTHEASTERN
SOCIETY OF
ORTHODONTISTS
POLICY MANUAL**

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GENERAL RULES AND REGULATIONS OF THE NORTHEASTERN SOCIETY OF ORTHODONTISTS

Rev. 10.2020

15-03 That the Policy Manual be approved with a review committee to report back to the BOD.

1. BOARD OF DIRECTORS

a. COUNCILS AND COMMITTEES

Duties of Council Representatives

The duties and responsibilities of representatives to the AAO councils shall be defined as provided by AAO.

Committees Related to AAO Councils

Communications Committee: This Committee shall consist of a Chair, who will be the appointed Communications Director, and may serve up to two terms of two years. The Chair will appoint the members of the Committee. The Committee will promote lay and general education in orthodontics, foster cooperation between the Society and other organizations in dentistry, encourage and promote high standards of professional quality, and keep the Society informed on matters affecting the specialty of orthodontics. In the event an ad hoc committee needs to be formed to address a particular issue, the Chair, in consultation with the President, will select the appropriate number of members to review and make recommendations.

Membership Development Committee: This Committee shall be chaired by the Society's representative to the Association's Council on Membership, Ethics and Judicial Concerns. Members will include representatives from COMEJC, CONYM, COC and at least two other board members.

The duties of the committee shall be to:

- Facilitate ongoing member outreach to engage and retain NESO members
- Create opportunities for members to contribute to and direct the organization
- Strengthen communication with component societies and formalize a grass-roots network of support for orthodontists on the state level
- Volunteer duties
- Create and maintain new member orientation
- Facilitate member engagement at Annual Meetings through mentorship or other outreach initiatives
- Write/record video eBlasts, eNews, blog posts aimed at recruiting and/or retaining members
- Develop ideas for new member-only benefits
- Advise on monthly quick-hit surveys to members

Time commitment

- Attend virtual committee meetings - monthly
- Prepare recruitment/retention promotion pieces and/or videos – quarterly
- Give virtual new member orientations – quarterly

- Meet and mentor new members at Annual Meeting - annually

Eligibility

- Active member in good standing
- Interest in recruiting and engaging new NESO members

The duties of the council representative shall be to:

- Serve as NESO Board member (voting)
- Serve on AAO Investigation Committee to review member complaints about other members
- Approve member retirement and waiver requests (biweekly)

New and Younger Member Advisory Committee: This committee shall be chaired by the representative to the AAO Council on New and Younger Members and consist of members in practice eight (8) years or less, whose terms are staggered such that two members are selected each year for two year terms. The members shall be selected whenever possible to represent each component of the Society. The President-elect of NESO shall be an ex-officio member.

The duties of the committee shall be to:

- Maintain a close liaison with all young and newer members of the Society;
- Solicit, review, and evaluate suggestions from all the new and younger members of the Society on an annual basis (annual survey);
- Summarize these findings for the semi-annual reports to the Board;
- Develop initiatives and solutions with the Board;
- Lead initiatives and solutions with the Board;
- In concert with the Board and its other Committees, work to implement actions of the Board relative to the new and younger members.

Other Standing Committees

Annual Meeting Planning Committee: Shall consist of the President of the year of the Annual Meeting and up to four additional members appointed by the President and may include the immediate Past President, President-elect, Secretary and a new and younger member appointed by the President. The responsibility of the Committee is to plan and execute the Annual Meeting in conjunction with the management team.

Audit Committee: The committee shall consist of not fewer than two (2) and not more than four (4) members of the board of directors. The members of the Audit Committee shall be designated by the board of directors for a period determined by the board, in accordance with the following requirements.

(Approved 03/2020)

- All of the members of the Audit Committee shall be members of the NESO Board of Directors.
- No director who is an officer with direct financial management duties of NESO shall be a member of the committee,
- All of the members of the Audit Committee shall have a sufficient understanding of financial reporting and internal controls to understand and oversee those matters, including, sufficient financial sophistication to read and understand financial statements.

- At least one member of the committee shall possess, in the judgment of the board of directors, experience and expertise in accounting and financial reporting sufficient to be determined by the board of directors to be an Audit Committee financial expert as that term is understood

General Responsibilities

- The Audit Committee will review the annual audit & tax reports, reports on internal controls submitted by the external auditors, review compliance, review the annual regulatory filing, review all significant financial transactions of NESO and report to the NESO Board of Directors at least two (2) times a year concerning NESO's financial condition and compliance with regulatory requirements.
- In addition, the Audit Committee will monitor the performance of NESO's independent auditors, reporting to the BOD any deficiency in performance. The Audit Committee shall manage the external auditor selection process and shall annually make a recommendation to the AAOIC BOD for approval of the Company's external auditors. At a minimum, every 5 years (or sooner if needed), the Committee, together with the Executive Director, shall solicit formal proposals through an RFP process, from other potential external auditors and make a recommendation for an auditor to the BOD for approval.
- Upon receipt of the annual audit, the NESO Audit Committee shall meet with the auditors to review recommendations. This can be done either by conference call or face-to-face meeting as soon as practical after the audit is completed.

Budget and Finance Committee: This committee shall consist of the President-elect of the Society who shall act as this Committee's Chair. Other members of this Committee shall be the immediate Past President, the Secretary, the Treasurer, the Investment subcommittee chair and one Director who is nominated by the President and elected by the Board. The Committee shall present, at the annual session, a budget for the next fiscal year showing the estimated amounts of income and disbursements of the Society. It shall receive in writing all requests from officers and committee chairs, for funds to be expended by them during said fiscal year, in time for consideration by the Committee before its final report to the Board of Directors and the Society. The Committee shall review all fiscal matters of the Society and make recommendations to the Board of Directors and the Society in such matters.

Policy and Bylaws Committee: This committee shall consist of the Chair, who is appointed by the President, the Parliamentarian (if applicable), one director who is nominated by the President and elected by the Board of Directors, and the Chair of the Committee on Membership, Ethics and Judicial Concerns. The Committee shall review the provisions of these Bylaws in order to keep them consistent with the policies of the Society; prepare recommended revisions of, and editorial changes in, the Bylaws as required by changes in policies or provisions of the Association's Bylaws; and present its recommendations to the Board of Directors for approval prior to presentation to the Society membership for a vote. This Committee, with the approval of the Board of Directors, shall have the authority to correct Article and Section designations, with punctuation and cross-references and to make other such technical and conforming changes as may be necessary to reflect and clarify the intent of the Society.

Investment Committee: The Investment Committee shall oversee all investments, including the general and reserve funds. They shall issue a financial report to the Board of Directors at the ad interim meeting and annual meeting. These members of the Investment Committee shall be the Trustee, the Treasurer, the Immediate Past President and one Director who is nominated by the President and elected by the Board of Directors. The Trustee shall serve as Chair.

Leadership Development Committee: This Committee shall consist of a Past President as Chair and the Secretary. The Chair will appoint (on an ad hoc basis) committee members as needed to accomplish the responsibilities of the committee. The responsibilities of the committee are to identify and solicit future leaders and to provide the necessary leadership tools to the identified future leaders.

Management Relations Committee: This Committee shall consist of the Immediate Past President, who will act as the Committee Chair, the President-elect, the Secretary, the Treasurer and a Past President, appointed by the President. The Committee shall maintain close liaison with, and supervision of, persons employed by the Society for the administration of its affairs. It shall have the responsibility for reviewing contract renewals and making contract recommendations to the Board of Directors. It shall report to the Board of Directors at each meeting.

Nominating Committee: This Committee shall consist of the three (3) most available Immediate Past Presidents. The Chair shall be the most recent, most immediate Past President by seniority who is available to serve. The other members of the Committee will be the President, President-elect, Secretary and Treasurer. They shall serve one-year terms. The Committee shall present nominations for the officers of the Society, and after input and advice from the Trustee and component organizations, shall propose nominations for the positions of Delegates and Alternate Delegates. The Committee shall present the slate to the NESO members at the Annual Session for action.

That the Nominating Committee clearly informs volunteers of their time commitment and responsibilities as Delegates and Alternates, and they accept them.

That the Nominating Committee will have the responsibility of assuring that all award nominees for non-NESO awards will be selected and their names will be presented to the appropriate selection committees in a timely fashion.

Any member of the Nominating Committee who is to be considered for any officer positions shall recuse him or herself from the Nominating Committee involving that position. The position(s) of the recused individual(s) shall be replaced by equal numbers of the available most recent past president(s) not serving on the committee.

09-12 The Nominating Committee is charged with Nominating all AAO and NESO Awards.

SPECIAL COMMITTEES: The President, with the consent of the Board of Directors, may appoint special committees to perform duties not otherwise assigned by these Policies. The Board of Directors or the membership may also appoint special committees, the purpose and makeup to be determined by the resolution creating such committee.

SUBCOMMITTEES: Committees may establish subcommittees as needed. Only the chair of the subcommittee need be a member of the committee.

93-15 Non-voting members of the Board of Directors may be established by standing resolution.

94-03 Non-voting attendees at the Ad-Interim and annual meetings of the Board of Directors shall have the privilege of the floor.

b. BOARD MEETINGS

Voting

93-15 Non-voting members of the Board of Directors may be established by standing resolution.

94-03 Non-voting attendees at the Ad-Interim and annual meetings of the Board of Directors shall have the privilege of the floor.

Ad-Interim Meeting

00-12 NESO will make every effort to hold its Ad-Interim meeting at a minimum of 40 days prior to the AAO annual session.

05-03 That the NESO Ad Interim meeting be restructured as cost effectively as possible to allow time for the Delegates and Alternate Delegates to meet with the Trustee to review Resolutions that are being submitted to the AAO's HOD.

Board Books

03-21 That all NESO reports for the Annual and Ad-Interim Board meetings be submitted one month in advance of the meeting. All reports which are informational only be placed on a consent approval list in the Board Book and be presented to the Board for a single vote of acceptance. Reports requiring action by the Board require a separate motion to be submitted and will be pulled from the consent agenda.

04-11 That the Executive Director electronically send to all members of the NESO BOD the updated bylaws, policy compendium, financial policy, and strategic plan annually one month prior to the ad-interim meeting.

Resolutions

00-01 Resolutions that are presented at the Board of Directors meeting should be accompanied by a referral to the appropriate existing Committee, when possible. If this is not possible, then it should be referred to a Committee comprised of the Vice Chairman of Standing Committee.

05-02 That NESO adopt the AAO format for submitting resolutions at NESO Board Meeting

c. STRATEGIC PLAN

05-13 That the Executive Committee each year reviews the NESO's Strategic Plan and make recommendations on changes if appropriate to the Board of Directors at the annual meeting.

06-30 That the Executive Committee be responsible to report to the Board of Directors on an annual basis on its activities towards the implementation of the Strategic Plan. And, furthermore, that the Executive Committee advise when it is necessary to form a new Strategic Plan committee.

2. GUIDELINES OF THE DELEGATION

DUTIES OF THE HOUSE OF DELEGATES OF THE AAO

The House of Delegates serves as the legislative body of the Association. The powers and duties of the House of Delegates, as defined in Article V, C. of the *Bylaws*, make it the supreme authoritative body of the Association. As such, it can adopt resolutions stating policies and procedures, adopt, amend and repeal the Articles of Incorporation and the *Bylaws* and *Principles of Ethics and Code of Professional Conduct*, elect honorary members, create special committees and approve memorials in the name of the Association. The House of Delegates also has the duty of electing the Secretary-Treasurer, the Speaker of the House of Delegates, Directors of the American Board of Orthodontics, and members of the councils and committees. It also approves the annual budget.

The AAO Manual for the House of Delegates states “In its deliberations, the members of the House of Delegates have the primary responsibility for the welfare of the Association, the specialty of orthodontics, and the dental profession as a whole. The members have a secondary duty of considering the wishes of their constituents.”

Election and terms of NESO delegates shall conform to the bylaws of the Northeastern Society of Orthodontists.

NUMBER OF DELEGATES AND ALTERNATE DELEGATES

The number of Delegates for each Constituent Society is determined annually by the AAO. It is based on the Constituent’s percentage of the AAO’s total membership.

The number of Alternate Delegates shall be set annually by the NESO Executive Committee and Trustee taking into account such factors as the leadership needs and financial constraints. This number should not exceed approximately 50% of the AAO’s allotted Delegates for NESO.

NOMINATIONS

The Delegate Chair, Delegates and Alternate Delegates shall be nominated by the Nominating Committee. They shall serve as voting members of the Board of Directors. (NESO bylaws, Section A)

The goal of the Nominating Committee shall be to develop a broad-based delegation, taking into account geographics, demographics, expertise, experience and effectiveness in dealing with AAO matters and development of future leadership.

The Nominating Committee shall consider primarily the following criteria:

- Effectiveness of the delegate or alternative delegate in presenting our society’s position, both formally and informally to the AAO House.
- Competence in parliamentary procedure and debate.
- The President of the society who is in office during the meeting of the House, and the President-elect shall be automatic delegates.
- The Secretary and Treasurer shall be automatic alternate delegates.
- The remaining delegates and alternate delegates should be chosen from the following:
 - Component officers
 - Past presidents of the society
 - AAO council members

- Orthodontists active in the ADA and its constituents; i.e., state societies presidents, “active” members of the ADA House (component presidents may be used as a resource)
- “Newer” NESO Board members
- Other NESO members with special expertise, i.e., communications director, legal, education.

DELEGATION CHAIR DUTIES

- The Delegate Chair shall oversee year-round delegation activities, preside at all meetings of the delegation and monitor delegate duties and assignments
- The Chair shall report to the board of Directors and the membership following the AAO meeting.
- The Chair shall, in consultation with the trustee, assign members of the delegation to reference committees. Where possible, this assignment will be governed by the interests and expertise of the individual members of the delegation.
- The Chair shall designate the members to be present on the floor of the House during debate on issues before the House. Where possible, this assignment will be governed by:
 - Interest and expertise of the individual members
 - Attendance of a delegate at the reference committee hearing on the issue being debated

DUTIES OF THE MEMBERS OF THE DELEGATION (DELEGATES AND ALTERNATE DELEGATES)

- Study thoroughly the Compilation of Reports and Resolutions received from the AAO office before arriving at the first caucus of the NESO delegation.
- Attend all scheduled meetings of the Board of Directors of NESO, caucuses of the delegation, all sessions of the House of Delegates, and assigned Reference Committee meetings.
- Attend and testify as needed at Reference Committee hearings during the AAO annual session in order to express their views or those of the NESO Delegation
- Shall communicate to the Chair any conversations that may have occurred with fellow delegates from other jurisdictions that may be relevant
- Represent the society in all matters pertaining to its affairs coming before the House of Delegates of the AAO
- Study the current edition of The American Institute of Parliamentarians Standard Code of Parliamentary Procedure to become familiar with parliamentary procedure as it pertains to the AAO House of Delegates

DUTIES OF THE TRUSTEE

The NESO trustee shall:

- Serve as an advisor to the chair and delegation on all matters to come before the House.
- Attend all caucuses as schedule permits.
- Serve as an ex-officio member of the delegation with full vote in caucus.
- Sit with the delegation of the House floor.

VOTING RULES

All members of the delegation, both delegates and alternate delegates, shall have an equal vote in the caucus. The chair of the delegation and the trustee will also have the right to vote on all issues.

GENERAL OPERATION OF THE DELEGATION

Caucuses are usually scheduled as follows:

The first caucus is held immediately prior to the opening session of the House of Delegates.

A second caucus is held following the publication of the Reference Committee reports prior to the second session of the House of Delegates.

Special caucuses may be called by the chair any time during the annual session of the AAO. The chair will be required to call a caucus any time four (4) members of the delegation request one.

Special floor caucuses may be held when necessary and feasible in the event that there exists confusion on a vote or a stance previously agreed upon.

RULES OF ORDER

The current edition of The American Institute of Parliamentarians Standard Code of Parliamentary Procedure will govern the deliberations of the delegation in all cases which are consistent with NESO bylaws or these rules.

RECORD OF PROCEEDINGS

The society management will support the Secretary to keep records of the meeting and caucuses of the delegation and will be responsible for the scheduling of regular caucuses subject to the approval of the Chair of the Delegation.

REIMBURSEMENT OF EXPENSES

[Reference NESO Financial Guidelines]

3. BYLAWS AND POLICY

07-01 The current Bylaws, Policy Compendium, and Financial Guidelines shall be available from the Executive Director upon request and shall be posted on the Society website.

A. Contractual Agreements

14-18 That NESO adopt a policy that prohibits contractual arrangements of the Society being among family members of the Board of Directors.

14-23 Resolved that the following language be added to NESO's Compendium:
The following policy applies to all NESO committees or persons involved dealing with outside contractors for service sponsorships:

A NESO member or committee may develop the concept with the outside party and outline the preliminary requested parameters of the relationship.

The Executive Committee, in consultation with the Executive Director, is required to approve further development of the relationship.

The President will work with the key NESO contact throughout the process until complete to maintain continuity.

If a contract is required that needs outside counsel review, NESO's counsel of record will review the contract to make recommendations prior to signing. Execution of contracts will be in compliance with the current Financial Guidelines.

4. BRAND AND MARKETING

Refer to AAO Brand and Marketing Guidelines

5. BUDGETS, INVESTMENT AND FINANCIAL GUIDELINES (Rev 01.2019)

Approved by the NESO Board of Directors, November 16, 1980

(Amended '87, '89, '90, '91, '93, '95, '98, '03, '04, '05, '08, '09, '10, '12, '16, '19)

These Financial Guidelines are established, and may be amended, by the Board of Directors of the NESO. They are to be maintained in the custody of the Treasurer and will be distributed annually by him/her to NESO Officers, committee members, and Delegates to guide them in the expenditure of the Society funds.

98-50 That the financial guidelines be reviewed every two years.

05-06 That beginning in 2005, every five years, NESO requests RFP's from auditing firms.

10-10 That the Executive Committee will re-evaluate NESO's officer honoraria schedule every five years and report back to the Board of Directors

02-01 To donate \$250 to the AAOF on behalf of the Past President upon the passing of a Past President of NESO

Definition of Terms.

Member. Any current board or committee member, delegate or other volunteer.

Travel Expenses. The actual cost of portal-to-portal travel from the member's home or office to the place of transaction of Society business. This includes coach fare on planes, trains, or buses, taxis and limousine, and personal auto use. Auto use shall be reimbursed at the current IRS recommended mileage rate.

Lodging. The actual cost of the negotiated group double room rate up to the authorized maximum number of days of business.

Per Diem. When per diem is applicable, members are entitled to \$75 per diem for days during which they travel to and from home, attend meetings or conduct business on behalf of the NESO. This per diem will not be paid on days during which NESO provides all meals regardless of whether the member takes advantage of each meal. The entire per diem will be paid on days that NESO does not provide all meals or only breakfast and lunch.

Meeting speakers and NESO Staff are not provided per diem. Payment of per diem does not require any receipt or other documentation.

Reimbursement. A sum given to a member (usually an Officer) for specific expenses incurred. This reimbursement is intended to replace out-of-pocket expenses and does require itemization. Reimbursements are not taxable income to the recipient.

Stipend. A sum of money given to a member (usually an Officer) for specific expenses incurred in the execution of their responsibilities. This stipend is intended to replace out-of-pocket expenses and does not require itemization. Payment will be issued at the end of the year. Stipends are taxable income to the recipient. NESO will report the payment of the full amount in accordance with IRS regulations on Form 1099.

Honorarium. A sum paid to a Presenter who makes a presentation to the Society at its annual meeting. Honorariums are taxable income to the recipient. NESO will report the payment of the full amount in accordance with IRS regulations on Form 1099.

Operations

Generally Accepted Accounting Procedures (GAAP) are to be followed by all involved in expenditures of NESO funds.

Financial Contracts involving the Society require the signature of the current President. Contracts of \$30,000 or greater require the signature of the current President and Treasurer. Approved contracts for future meetings are to be signed by the current President. In the case that the President has any relationship, financial interest, etc. with the vendor, a designated other Officer will sign the contract.

Budget

06-34 That it become NESO policy that the Board of Directors only approve a balanced budget.

06-36 That the NESO budget be revised to remove annual meeting expenses from the NESO budget and a separate annual session budget be prepared.

15-19 That All expenses related to the NESO Annual Meeting should be allocated within the budget of that meeting. This is to include all costs of meeting development such as site visits, including member travel, hotel and food as well as staff costs. It should also include all affiliated costs of sponsorship fund development without division into Annual Meeting and Administrative costs effective for the 2017FY.

15-20 Proposals to the NESO Board of Directors or to the Executive Committee for new initiatives which would incur a budget line in excess of \$5,000 should submit a business plan to the Board of Directors that would include, but not be limited to, the following:
A vision statement to articulate what the proposal is trying to create
Identify the company(ies) to be engaged or the product or services to be created
State how this product or service will be of use to the membership of NESO
Outline the NESO committees that will be involved or created to complete this project
Describe the strengths (upside) as well as any potential weaknesses (downside) of the proposal
Provide projected costs and cash flow of the model project and summarize the project for the NESO Board of Directors.

16-06 Resolved that line item budget variances of five percent or \$5,000, whichever is greater (for both Administrative and Annual Meeting) require approval of the Executive Committee.

Preparing the Budget. In preparing the budget for the ensuing year, the President-elect serves as Chair of the Budget and Financial Committee and shall contact the Chair of all committees requesting their anticipated budgetary needs for the ensuing year. S/he shall then meet with the Budget Committee to prepare the budget for the ensuing year in consultation with the Executive Director and other Management firm staff. The deadline for preliminary draft presentation to the EC is 2 weeks prior to the Ad-Interim meeting.

The current, as well as two years previous, budget will be provided to the Board annually.

Credit Card Use Policy

(Approved 03/2020)

- Eligibility: Credit cards will be issued to staff members who are employed full-time and travel regularly for their position.
- Purchases on the card must have pre-approval by the Executive Director. Email documentation of approval is acceptable.
- Prohibited uses for the card include cash advances, bank checks, traveler's checks and electronic cash transfers. Credit cards may not be used for any personal expenses that are not related to business.
- Reimbursement for returns of goods or services must be credited directly to the card account. The employee should receive no cash or refunds directly.
- Employees must provide documentation such as the itemized receipt to support all charges. For meal purchases, provide the names of everyone in attendance and a description of the meal's business purpose to comply with IRS regulations.
- The person issued the card is responsible for its protection and custody and shall immediately notify the credit card company and Executive Director if it is lost or stolen.
- The person issued the card must immediately surrender the card to the current Executive Director when affiliation with the organization has ended.
- Submit all receipts to the Executive Director by the 20th of each month. Receipts must show the date, purpose, and name(s) for which the expense was incurred.
- Credit Card statements will be reviewed by the Executive Director and the Treasurer.
- All credit card purchases will be itemized on the payable report that is reviewed by the Executive Director and the Treasurer on a monthly basis.
- Violations in this policy will result in disciplinary action, up to and including revocation of credit card privileges, termination of employment and, where appropriate, criminal prosecution.

Payables Process and Forms

(Approved 03/2020)

Invoices:

- All invoices are received by the Executive Director.
- The Executive Director reviews the invoice, chart of account and then approves if all is accurate (adjusts as necessary).
- Payables are tracked on tabs (Excel) by approval periods of approximately two weeks. The tracking sheet is sent together with scanned documentation by email to the Treasurer for approval around the 1st and 15th of the month. The Treasurer approval by email must be saved as a pdf document.
- Once approved, payment is completed by the Executive Director.
- Financial statements are provided to the Treasurer for review and approval monthly.

Journal Entries:

- The Executive Director forwards the Payables tracking sheet to the Accountant in the first week of every month for the previous month, along with all financial statements (bank, investment, merchant/credit card processor, credit card).
- A Financial report is prepared by the NESO Accountant and sent back to the Executive Director by the 15th of the month.

- The monthly Financial report is forwarded to the Treasurer and President for review, along with all copies of original statements and a summary of highlights from the report.

Expense Reports:

- The Executive Director shall approve all expense reports from volunteers, legal counsel, and members of the management team. The Treasurer will review and approve all reports.
- The Management Liaison shall approve the Executive Director's expense report and sign checks made to the Executive Director.
- Receipts must be provided, as well as appropriate back-up to support expenses.

Credit Card:

- All credit card bills are processed monthly. Generally, all routine payables are paid on this card.
- Executive Director will print and code the statement each month for all card holders; must provide receipts for each expense incurred.

Checks:

- Checks are processed twice per month. The Executive Director has signing authorities as does the Management Liaison.
- The Management Liaison should only sign in specified circumstances like a check reimbursement for the ED or if the ED is traveling for an extended amount of time but has approved the timely expense.

(Appendix – Forms)

Standard forms for the following processes are attached for reference.

- Check request
- Petty cash request
- Expense reimbursement
- Chart of Accounts

Wire Transfer and Electronic Payment Policy

(Approved 03/2020)

Incoming Wire Transfers

NESO will accept payments by wire or ACH transfer upon request. Bank account details will always be provided on NESO letterhead. Prevailing bank fees will be charged to the company wishing to pay by electronic transfer (currently \$15 per wire transaction).

Outgoing Wire Transfers

From time to time, NESO suppliers may require payment via wire transfer. These types of payments shall be made only when no alternatives are accepted, as NESO incurs an additional fee to process outgoing wire transfers (\$30).

In order to conduct an outgoing wire transfer, the following steps must be taken:

1. Bank wire instructions for institutions and companies must have a bank confirmation, preferably a bank statement header with account information for all

- new suppliers and any changes in banking for existing suppliers. Alternately, a confirmation submitted on sender institution letterhead with account information is acceptable.
2. Upon receipt of the banking information, verbal confirmation will be made by the executive director to confirm banking information received.
 3. An internal Wire Transfer Form will be completed by the executive director with appropriate supporting documentation.
 4. The executive director will process the wire transfer at the bank (must be done in person).

Taxes and Audit

The tax return Form 990 must be filed annually. The 990 will be reviewed by the Executive Director and forwarded to the Investment Committee for review at least 30 days prior to the Annual Board meeting. The management representation letter should be signed by the Executive Director. Any questions on the 990 may be forwarded to the Executive Director or to the tax accountant directly. Once the 990 is approved by the Investment Committee, they may make a recommendation for approval to the Executive Committee. The Executive Committee will move to approve the 990 at their next meeting. Tax forms may be submitted electronically.

An audit of NESO finances will be completed annually. Audited Financial Returns of the Society are available for inspection by the public and will be made available to any NESO member upon request.

Officer Stipends

The President may receive annual stipend up to the budgeted amount as established by (4) in the appendix to these guidelines. The President-elect typically gives the President a gift valued at a "reasonable amount" of \$200-\$300. The President is also given a complimentary hotel suite at the Annual Meeting. The President also receives a certificate and a boot plaque in recognition of service.

The President is authorized to host all Society Officers to one dinner during the term of his/her Presidency.

The Secretary may receive annual stipend up to the budgeted amount as established by (5), in the appendix to these guidelines.

The Treasurer may receive annual stipend up to the budgeted amount as established by (6) in the appendix to these guidelines.

The President-elect may receive annual stipend up to the budgeted amount as established by (7) in the appendix to these guidelines.

The Trustee may receive annual stipend up to the budgeted amount as established by (8) in the appendix to these guidelines. The Trustee will be reimbursed for travel, meal and room expenses related to attendance at the NESO annual meeting.

The Communications Director may receive annual stipend up to the budgeted amount as established by (9) in the appendix to these guidelines.

(Approved 9/2019)

That NESO policy on annual stipends for officers may be 1) Accepted by the individual 2) Declined by the individual, or 3) Directed by the individual as a donation to the AAOF or other recognized AAO organizations in the officer's name. If donated or declined, the officer will not receive a 1099 form.

Member Reimbursement and Gifts

Members transacting Society business shall be reimbursed (Payment rates are separately listed in an appendix to these guidelines) for all authorized, reasonable expenses incurred but not for the members' time which, it is expected, will be donated. Members may not incur expenses on behalf of the Society unless specifically authorized by budgetary allocation or by the President in consultation with the Chair of the Budget and Finance and the Executive Committees.

Members may not incur expenses in excess of amounts specifically authorized unless previously approved by the President with the consent of the Executive Committee.

Members are expected to attend the annual meeting of the Society at their own expense. Therefore, members are not normally reimbursed for travel, lodging or meals when transacting business during the annual meeting. However, members may be reimbursed for lodging and meals for days spent in addition to the stated time of the meeting for authorized NESO business.

Delegates and Alternates shall be reimbursed for travel expenses, meals, and lodging up to the maximum established (payment rates are separately listed in an appendix to these guidelines, #1, 2, 3) for the days of meetings held in reference to the business of the House of Delegates. These would include reference committees, caucuses, and House of Delegates sessions. The delegation chair, in consultation with the Executive Director, and with the approval of the Executive Committee, determines the number of days allowed for expense reimbursement, up to five days. If a Delegate or Alternate Delegate is not available for any day of House business, He/she will not be reimbursed for any expenses (hotel, meals, etc.).

Committee Members shall be reimbursed for travel, meals and other expenses incurred in the transaction of Society business within the limits of budgeted allocations and the maximum rates established (Payment rates are separately listed in an appendix to these guidelines.) (1, 3). Requests for reimbursements shall be made to the Committee Chair who shall validate and refer such request to the Executive Director. Committee Chairs are responsible for their committee budgets. They are not to exceed their budgetary allocations without prior written authorization from the President. Whenever feasible, Committee Chairs should arrange telephone conferences to transact business rather than hold dinner meetings. This should be carefully planned, with an agenda prepared beforehand, with copies to each member. If dinner meetings are required, expenditures should be kept to a reasonable level. The President is authorized to host certain key Annual Meeting Planning Committee members to one meal during each annual meeting.

Board of Directors. For meetings not held during the annual meeting, members shall be reimbursed for lodgings and meals required up to the maximum established (Payment rates are separately listed in an appendix to these guidelines.) (2, 3) for each day the Board meets. For Board meetings held at other than the annual meeting, members shall also be reimbursed for travel expenses.

NESO Site Visits. Reimbursable Expenses for General Chair, President, and up to two AMPC members at the discretion of the General Chair shall include coach airfare, mileage, taxi/shuttle, parking, meals and accommodations, for up to two days/nights.

All Requests for Reimbursement are sent to the Executive Director. If the request is reasonable and within budgetary allocations, the Executive Director, with the approval of the Treasurer makes the payment. If the request is not reasonable or is outside of budgetary allocations, the member is so notified. The member may then appeal to the President, who, with the consent of the Executive Committee, may authorize the Executive Director to make payment.

Reimbursement for Expenditures must be submitted to the Executive Director for payment within the fiscal year and no later than January 15 of the following year. The Management Firm is responsible to submit all fiscal records to the accountant by January 20 for audit. The Executive Director shall canvass all Chairs at the end of the year, requesting a written memo that all bills are paid or indicating which are outstanding.

Officers, Delegates, and Committee Members pay the same charges for NESO functions as do all other members.

Gifts. It is customary for the Society to pay for an appropriate gift (up to \$300) for the President at the end of his/her respective terms of office. It is also appropriate for the Society to pay for a gift to a member who has given unusual service, upon recommendation of the Board of Directors. However, gifts given by any Officer or other member in recognition of the performance of routine Society responsibilities will be at his own personal expense.

APPENDIX TO NESO FINANCIAL GUIDELINES

Approved by the NESO Board of Directors, 11/16/80 (amended 11/87, 12/89, 10/90, 10/95, 11/98, 10/03, 11/04, 11/05, 3/08, 3/09, 3/10, 11/12, 03/19)

The following rates for reimbursement or payments are established:

1. Coach air fare, or IRS auto mileage reimbursement:
2. Maximum lodging reimbursement: Negotiated group double room rate at leadership hotel plus tax
3. Maximum meal reimbursement: 75.00 per diem
4. President's annual stipend: 1,500.00
5. Secretary's annual stipend: 500.00
6. Treasurer's annual stipend: 500.00
7. President-elect's annual stipend: 750.00
8. Trustees' annual stipend: 1,000.00
9. Communications Director's annual stipend: 1,000.00

Approved by the NESO Board of Directors, 3/21/10, Motion 10-10, the Executive Committee will re-evaluate NESO's officer honoraria schedule every five years and report back to the Board of Directors.

See APPENDIX Investment Guidelines

Revised 03/2020

14-07 That NESO accept the recommendation of the Investment Committee to move to the DiMeo Schneider's proposal to move from the current cautious investment position to the conservative investment strategy.

6. ASSOCIATION MANAGEMENT

The Society shall retain services of an association management company to provide administrative and management staffing, which will support the implementation of programs and activities of the Society. **See APPENDIX Management Agreement.**

7. MEMBERSHIP

Dues

The annual dues for members of this society shall be proposed by the Budget and Finance Committee and presented to the Board at least 30 days prior to the ad interim in the year prior to that which they take effect.

8. PROGRAMS

A. Awards

Awards presented on behalf of NESO shall be decided by the Nominating Committee. These include nominations for AAO, AAOF, ABO, as well as NESO awards, listed here.

(AAO) James E. Brophy (Distinguished Service) Award
(AAO) Humanitarian Award
(AAO) Outstanding Contribution Award
(ABO) Albert H. Ketcham Award
(ABO) Dale B. Wade Award
(AAOF) Louise Ada Jarabak Award
(NESO) Joseph G. DiStasio (Distinguished Service) Award
(NESO) Public Service Award
(NESO) Raymond George Memorial Leadership Award

Distinguished Service Award

92-12 The concept of a Distinguished Service Award is approved.

97-04 The Distinguished Service Award is renamed to the **Joseph G. DiStasio**

Distinguished Service Award according to the following criteria:

- The nominee must be an orthodontist.
- A candidate should have a long standing service record in oral health and other service records for aiding those in need.
- The person shall have made personal sacrifices in his/her efforts to promote the orthodontic specialty.
- A nominee must have been living at the time of the nomination.
- Only nominations from individuals or the Nominating Committee are considered.

Public Service Award

04-51 That NESO create the “**Public Service Award**” according to the following criteria:

Recipient eligibility

- Member in good standing of the Northeastern Society of Orthodontists.
- Activity
- Local, regional, national, and/or international
- Can be in delivery of care, education, public health, or research to include, but not limited to, the following categories identified by the World Health Organization:
 - Addressing modifiable risks such as oral hygiene practices, sugar consumption, lack of calcium and the use of tobacco:
 - Addressing major socio-cultural barriers including poor living conditions, low education levels and the lack of traditions supporting oral health:
 - Encouraging the appropriate use of fluorides for dental caries prevention:
 - Orientating oral health systems to primary health care and prevention:
 - Mobilizing health promotion and education at local, national, regional and global levels:
 - Increasing emphasis on oral health problems of the elderly:
 - Contributing to the early diagnosis, prevention, and treatment of oral and dental disease.
 - Involvement may be in program development, staffing, or support systems (e.g. fund raising)
- Addresses dental health needs that would otherwise go unmet

- Entails a significant commitment of time, talent, and/or personal resources without significant reimbursement.

Raymond George Memorial Leadership Award

(Approved 03/2019)

This award shall be granted when appropriate as determined by the NESO Nomination Committee to a rising leader of NESO that has shown an extensive amount of influence in orthodontics. Any member of NESO can submit potential nominees to the NESO Nominating Committee.

The recipient must demonstrate all or most of the following qualities:

- Excellent communication skills
- Possess a clear vision of NESO, organized dentistry and orthodontics
- Possess an inner confidence
- Decisive
- Possess a character of honesty and integrity
- Develops future leaders by creating opportunities
- Possess the ability to listen, resolve and act

B. Leadership Summit

A Leadership Summit may be hosted by NESO every three to five years to promote, encourage and engage a maximum of ten (10) new leaders and to build volunteer leadership within NESO. Planning will be led by the Chair of the Leadership Development Committee, appointed by the President. This Committee will consist of a maximum of (2) additional NESO members appointed by the Chairman.

C. Resident Research Program

15-04 Resolved, NESO launch a Resident Research Sponsorship Program with the following parameters;

- NESO will make up to three monetary awards of \$4,000 each, annually
- Funds will be awarded directly to Orthodontic training programs within the NESO constituency boundaries
- Funds are to be used for research purposes only and not for travel
- NESO will accept up to three (3) submissions from each program
- Only one (1) application per program will be funded at every cycle
- Research proposals may be either basic science or clinical but must pertain to orthodontics
- Proposals will be reviewed by a NESO Research Subcommittee which will consist of faculty members from three (3) different Orthodontic Programs within the NESO boundaries, and chaired by the NESO representative to the Council on Scientific Affairs (COSA) (committee members will recuse themselves from evaluating proposals from their own programs)
- Programs that receive an award cannot compete for one (1) cycle after the award to facilitate the distribution of funds to the majority of programs
- The Resident award recipient will be required to present their findings at a future NESO meeting
- The COSA representative will write an evaluation and report to the BOD Annual Meeting on the Research Sponsorship Program annually.

15-08 That the Resident Research Sponsorship Program be funded \$12,000 from reserves, if needed.

D. Mentor Program

02-45 That the President of NESO establishes a Mentor Program that will be monitored by the committee on Membership, Ethics and Judicial Affairs, and the Executive Director at NESO.