



INTERNATIONAL COLLEGE OF DENTISTS
AUSTRALASIAN SECTION

AUSTRALASIAN SECTION BYLAWS 2013

UPDATED & APPROVED 30 April 2013

MOTTO OF THE INTERNATIONAL COLLEGE OF DENTISTS:

Recognising Service and the Opportunity to Serve

MISSION STATEMENT

"The International College of Dentists is a leading honorary dental organization dedicated to the recognition of outstanding professional achievement and meritorious service and the continued progress of dentistry for the benefit of all humankind."

GOALS (CORE VALUES)

- **Leadership:** Uphold the highest standard of professional competence and personal ethics
- **Recognition:** Recognise distinguished service to the profession and the public worldwide
- **Humanitarianism:** Foster measures for the prevention and treatment of oral disease by encouraging and supporting humanitarian projects
- **Education:** Contribute to the advancement of the profession of dentistry by fostering the growth and diffusion of dental knowledge worldwide
- **Professional Relations:** Provide a universal forum for the cultivation of cordial relations within the profession and to assist in preserving the highest perception of the profession

All Section Bylaws are additional to the Constitution of the Council Office of the International College of Dentists (hereinafter referred to as "the College") and must conform to the requirements of that Constitution.

These Bylaws must be read in conjunction with the Constitution and By-Laws of the College as adopted by the International Council. If there is any conflict, the College Constitution and By-Laws shall take precedence.

Definitions within these Bylaws:

"ADA" – Australian Dental Association Inc

"Board" – the Board of Regents of the Australasian Section of the College

"Fellow" or "Member" – any person who is an official member of the College

"NZDA" – New Zealand Dental Association Inc

"Practice" – any activity related to dentistry that results in financial gain

"Section" – the Australasian Section (Section VIII) of the College

ARTICLE I – ORGANISATION AND STRUCTURE

SECTION 1. NAME

The name of the organization is “The International College of Dentists, Australasian Section”. The Australasian Section (Section VIII) is an approved autonomous section of the College encompassing the geographic area of Australia, New Zealand, the Fiji Islands, New Guinea and other islands of the South Pacific.

SECTION 2. OBJECTIVES

The objectives of the Australasian Section of the College are:

- a. To provide a universal forum for the cultivation of cordial relations within the profession
- b. To foster the growth and diffusion of dental knowledge in the Australasian area
- c. To recognize distinguished service to the profession and to the public in the Australasian area
- d. To promote post-graduate study and research in the field of oral health in the Australasian area
- e. To contribute to the advancement of the profession of dentistry in the Australasian area
- f. To encourage and support projects of a humanitarian nature in the Australasian area or other underserved areas where Fellows of the Australasian Section are active
- g. To uphold the highest standard of professional competence and personal ethics
- h. To assist in preserving the highest public perception of the profession
- i. To perpetuate the history of the profession of the Australasian area and maintain its dignity and stature

SECTION 3. INCORPORATION

The International College of Dentists is a not for profit corporation. Should this corporation be dissolved at any time, no part of the funds or property shall be distributed to, or among, the members. If upon dissolution of the Australasian Section, after the satisfaction of all debts and liabilities of the Section, there remain any assets, these shall be assigned to the College.

SECTION 4. OFFICE

The Office of the Australasian Section shall be located at and its affairs conducted from the home of the duly appointed Administrative Officer or at such other location as determined by the Board.

SECTION 5. FINANCIAL

- a. The fiscal year of the Australasian Section shall be July 1 – June 30.
- b. The Board shall appoint an auditor who is qualified to audit the books of the Section and report thereon to the Board annually.
- c. The Board of Regents has authority to borrow funds on behalf of the Section up to an amount of \$10,000 (AUD) for the purpose of providing a corporate credit card for the Administrative Officer of the Section. Such funding can be secured through a loan application signed by at least two of the designated signatories on the Section cheque account as approved by the Board.

ARTICLE II – MEMBERSHIP

SECTION 1. MEMBERSHIP REQUIREMENTS

A candidate for admission as a Fellow in the International College of Dentists shall:

- a. Have been active in the practice of dentistry or in any phase of dentistry that meets that definition such as teaching, research, dental administration or government service for at least five (5) years
- b. Be accepted as an active contributor to the dental profession and to the community and highly esteemed by both for integrity and character
- c. Be a member in good standing of the relevant dental association
- d. Be acceptable to the Board.

SECTION 2. NOMINATION (SPONSORSHIP) AND ADMISSION TO FELLOWSHIP

- a. Candidacy for membership shall be by invitation only.
- b. A candidate shall be nominated (sponsored) for Fellowship by no less than two (2) Fellows of the Australasian Section in good standing who have personal knowledge of the candidate and who are in a position to know whether or not the candidate conforms to the membership requirements specified in these Bylaws.

- c. The Fellows nominating a candidate for Fellowship must present supportive documentation of the candidate's contributions to the dental profession and to the community using the nomination form available upon request from the Administrative Officer. The nominating Fellow (sponsor) is responsible for abbreviating lengthy CVs of candidates, if required.
- d. Candidates are not to be openly informed of their nominations.
- e. Nominations are considered and voted on at the annual meeting of the Board.
- f. In the normal course of events, nominations are to be submitted to the Administrative Officer of the Section at least four weeks prior to the annual Board meeting.
- g. In exceptional circumstances, nominations may be considered and voted on by the Board between annual meetings. Votes may be cast via teleconference or email.
- h. If the Board approves the nomination, the Administrative Officer notifies the successful candidate using the approved letter of invitation.
- i. Upon receipt of the invitation, the candidate shall forward written acceptance together with a completed personal details form and the new membership fee to the Administrative Officer within thirty (30) days.
- j. Membership will be deemed to be effective from the date of receipt of the written acceptance.
- k. Candidates who accept invitations to Fellowship become members of both the College and the Section.
- l. The Administrative Officer will contact all approved candidates who do not respond within thirty (30) days and advise the Board of responses.

SECTION 3. MEMBERSHIP CLASSIFICATIONS

There shall be five classifications of membership within the Australasian Section: (a) Active Fellows, (b) Retired (Life) Fellows, (c) Honorary Life Members, (d) Masters and (e) Honorary Fellows.

a. Active Fellows

- i. An Active Fellow is a member in good standing who is actively engaged in the practice of dentistry or in any phase of dentistry that meets that definition such as teaching, research, dental administration or government service.
- ii. Active Fellows pay annual membership fees as set by the Board of Regents to retain membership.

b. Retired (Life) Fellows

- i. A Retired (Life) Fellow is a member in good standing who has reached the age of 70 years and who no longer derives income from the practice of dentistry or any phase of dentistry that meets that definition such as teaching, research, dental administration or government service.
- ii. A member forced to retire from practice due to a disabling medical problem or other extenuating circumstances may apply to the Board to change from Active to Retired Fellowship status regardless of age.
- iii. Retired Fellows pay a reduced annual membership fee, not to exceed 50% of the fee set for Active Fellows, as determined by the Board.
- iv. To change membership status to that of a Retired Fellow, a member must apply to the Board in writing.
- v. Requests for changes to retired status are considered at the annual meeting of the Board.
- vi. While awaiting the decision of the Board, the Administrative Officer may temporarily reduce the annual membership renewal fee to the Retired Fellow rate if the request is received at the time annual membership renewal payments are due and if the requesting member meets the age criterion.
- vii. Should the Board not approve the request to change to Retired Fellow, the member is responsible for paying the Active Fellow fee in full upon notification of the Board's decision.
- viii. It is incumbent upon Retired Members who return to active practice to inform the Board to restore their membership status to that of Active Members.

c. Honorary Life Members

- i. Honorary Life Members are Active or Retired Fellows in good standing who have made an outstanding contribution to the College and to the profession as determined by the Board of Regents.
- ii. Honorary Life Membership shall only be conferred after careful investigation has revealed such Fellow to be fully worthy of such a high honour.
- iii. Honorary Life Members are exempt from annual membership fees.

d. Masters

- i. Masters are Fellows in good standing who at the time of their nomination have rendered extraordinarily conspicuous and outstanding service to the College and are duly approved by the Section and by the College.
- ii. The awarding of the status of Master is considered a rare distinction. The numbers admitted to this status should not be such as to lessen the honour so conferred.
- iii. Approval of the International Council or its Executive Committee must be obtained before Mastership is awarded having received prior nomination from the Section.
- iv. Election to the status of Master within the Section shall be by secret ballot of the Board of Regents and the candidate shall obtain at least two-thirds of the votes cast in order to be recommended by the Section for the status of Master.
- v. Masters are exempt from annual membership fees.

e. Honorary Fellows

- i. The Board of Regents may confer Honorary Fellowship upon an individual, other than a member of the College and not necessarily a dentist, who has rendered conspicuous service to the cause of dental science, has contributed to the promotion of the dental profession or has otherwise significantly advanced the dental profession within the Section.
- ii. Honorary Fellowship shall only be conferred after careful investigation has revealed said person fully worthy of such high honour.
- iii. Honorary Fellows have no vote in College affairs.
- iv. Honorary Fellows are exempt from annual membership fees.

SECTION 4. USE OF COLLEGE PROPERTY

- a. The Certificate of Fellowship and the College lapel pin (key) are the permanent property of the College and may only be used or displayed by Fellows in good standing. The same applies to the use of the FICD designation in any form.
- b. Upon admission as a Fellow, members are authorised to use the letters FICD (Fellow of the International College of Dentists) or MICD (Master of the International College of Dentists) signifying their status in the College.
 - i. The letters are to be used immediately following their name and professional degrees.
 - ii. The letters may be used on professional stationery and promotional materials subject to guidelines for dental professionals which apply within the state or country in which the member is registered to practice.
 - iii. Authorisation to use the FICD designation ceases immediately on termination of membership.

SECTION 5. MEMBERSHIP FEES

a. New Fellow Fee

The initial fee for new Fellows shall be determined by the Board and shall be payable within thirty (30) days of receipt of the invitation to become a Fellow of the Section.

b. Annual Membership Renewal Fees

Annual membership renewal fees shall be determined by the Board and shall be due and payable within thirty (30) days of receipt of the membership renewal notice.

c. Waiver of Membership Fees

The President can approve waiver of fees for members where indicated due to extenuating circumstances. Continuation of waiver of fees requires annual approval of the Board.

SECTION 6. TERMINATION OF MEMBERSHIP

- a. A Fellow is considered to be in good standing if all applicable fees are current and there are no known convictions pending or circumstances for which membership could be terminated or members suspended or expelled by the Board.
- b. A Fellow may resign membership at any time by notifying the Board in writing.
- c. A Fellow shall be regarded as unfinancial and not in good standing when failing to pay membership fees or other applicable fees for College activities within 90 days of the designated payment date.
- d. The Board can terminate membership of Fellows who are delinquent in paying applicable College fees.

- e. In extenuating circumstances, members may apply to the Board for an extension of time for payments provided the request is received before the member becomes unfinancial.
- f. A Fellow of the Section may be censured, suspended or expelled from the College by the Board for misconduct in relationship to the College or the dental profession in accordance with professional Codes of Conduct, professional registration requirements and laws that apply within the states and countries in which Fellows of the Section practice.
- g. All property of the College (Certificate of Fellowship and College lapel pin) must be returned upon request immediately upon resignation, expulsion or termination and use of the FICD or MICD letters ceased immediately.

SECTION 7. READMISSION TO MEMBERSHIP

- a. Fellows who have resigned or who were expelled or whose membership was terminated may apply to the Board for readmission within five (5) years of resignation, expulsion or termination.
- b. Applications for readmission will be considered on individual merits by the Board.
- c. Readmission must be accompanied by all current and outstanding dues unless otherwise determined by the Board due to extenuating circumstances.
- d. After five (5) years of resignation, expulsion or termination, previous members must be nominated to be considered for readmission.

SECTION 8. TRANSFER OF MEMBERSHIP

- a. A Fellow of the Australasian Section in good standing who moves to another Section may apply to the Board for a transfer of membership to the new Section and must notify the governing body of the new Section of the request for transfer.
- b. Registrars of the Sections will correspond to confirm the transfer.
- c. Until the transfer is confirmed, the member remains a fee paying Fellow of the Australasian Section.

SECTION 9. DEATH OF FELLOWS

The death of a Fellow shall be recorded forthwith in the Membership Register of the Section, advised to Council Office and announced at the next Section meeting of the College and in the next Section newsletter.

SECTION 10. MEMBERSHIP REGISTER (DATABASE)

- a. A membership register (database) will be maintained by the Administrative Officer.
- b. All changes to membership status will be reported to the Council Office of the College within seven (7) days by the Administrative Officer.
- c. Details of all members in good standing will be posted on the College website(s) accessible to all members globally. Details may include title, name, postal address, email address, phone number, fax number, type of practice. It is a condition of membership that these details may be made available to College members via the official College website(s).

ARTICLE III – GOVERNANCE AND ADMINISTRATION

SECTION 1. BOARD OF REGENTS

The Board of Regents ("Board") shall govern the affairs of the Australasian Section of the College. The Board may make any decision regarding the operation of the Section as long as it is not in conflict with the Constitution and Bylaws of the College.

SECTION 2. MEMBERSHIP AND OFFICERS OF THE BOARD

- a. The Board of the Australasian Section shall be comprised of a maximum of ten (10) members.
- b. Membership of the Board will include at least one Regent from New Zealand and one Regent from each of the following states in Australia: New South Wales, Queensland, South Australia, Victoria and Western Australia.
- c. Additional Board members shall be appointed as determined by the Board.
- d. Board members are eligible for reappointment.
- e. From among their number the Board shall elect by a majority of votes officers of the Section, who shall be Vice President, Registrar, Treasurer and Editor.
- f. The Vice President shall automatically assume the office of President at the completion of a standard term of office or in the event of the President being unable to complete the term of office.

- g. From among their number the Board of Regents shall elect an International Councilor to represent the Section on the International Council of the College.
- h. The International Councilor will serve as an additional member of the Board and will have full voting rights.
- i. The Immediate Past President will remain on the Board and will have full voting rights.
- j. As the President completes the term, a second Regent from the same state or from New Zealand, as appropriate, will be appointed and will have full voting rights.
- k. It is expected that the President and Vice President will serve only one term in the same office unless otherwise agreed by the Board due to extenuating circumstances.
- l. The Administrative Officer will attend the meetings of the Board for the purpose of reporting and taking minutes, but will not have voting rights.
- m. All Board positions are honorary. Board members are reimbursed for all expenses incurred while undertaking College business as determined by the Board.

SECTION 3. APPOINTMENT OF BOARD MEMBERS

- a. New members to the Board will be nominated and appointed by the Board from current Fellows in good standing.
- b. In as much as is possible, the Board will appoint new Board members to give a broad representation of dentists within the Australasian Section.
- c. Appointments of new Board members require at least two-thirds of the votes cast in order to be approved. It is at the discretion of the President to determine if the vote should be by secret ballot. . Should the President not initially declare the vote to be by secret ballot, any member of the Board can suggest that a secret ballot be used. Should a majority of Board members agree, a secret ballot is used.
- d. When appointment of a new Board member is being deliberated by the Board, a second candidate will be nominated and approved by the Board as a contingency should the first candidate decline the invitation.
- e. The Registrar will extend the invitation to the approved new Board member.
- f. Should the first candidate decline the invitation to join the Board, the Registrar will extend an invitation to the second candidate to join the Board.
- g. Should the second candidate decline the invitation to join the Board, the Registrar will notify the President and a special Board teleconference will be held to determine how to proceed with the appointment.

SECTION 4. TERMS OF OFFICE

- a. Board members shall serve a two year term which, in the normal course of events, will correspond to the dates of the Board meetings held at the time of the Biennial ADA Congresses.
- b. Where the Board fills an unexpected vacancy on the Board between annual Board meetings, the appointment will apply to the remainder of the unexpired term.

SECTION 5. DUTIES OF OFFICERS AND BOARD MEMBERS

a. President

It shall be the duty of the President:

- i. To preside at all meetings and teleconferences of the Board.
- ii. To determine the order of business for all meetings and teleconferences of the Board in order to assure an orderly flow in the conduct of the meetings and teleconferences.
- iii. To appoint the chairman and members of all committees as required from time to time, subject to approval of the Board, except as may otherwise specifically be provided in these Bylaws.
- iv. To serve as a member on all committees
- v. To preside at the Australasian Section induction ceremonies of new members
- vi. To personally sign, if feasible, all certificates requiring the signature of the President unless extenuating circumstances prohibit personal signing of the certificates
- vii. To keep Section members informed about Section matters through reports at Section meetings and articles for the Section newsletters
- viii. To submit a Presidential Message on behalf of the Section for inclusion in the annual edition of The Globe
- ix. To perform such other functions as usually devolve upon the President of an organisation and as are prescribed by the Bylaws or action of the Board of Regents.

b. Vice President

It shall be the duty of the Vice President:

- i. To assist the President as requested
- ii. To perform the duties of the President in the absence of the President or other inability to serve.
- iii. To succeed to the office of President at the conclusion of the term of the President or should the President be unable to complete his term of office. In the latter circumstance, the Vice President shall assume the office of the President for the unexpired term and continue as President for the following term.

c. Immediate Past President

It shall be the duty of the Immediate Past President:

- i. To advise the Board on all business of the Section based on knowledge and experience gained while serving as President.
- ii. To assist the President as requested.

d. Registrar

It shall be the duty of the Registrar:

- i. To assist the President as requested
- ii. To liaise with and oversee the performance of the Administrative Officer
- iii. To make recommendations to the Board and coordinate organization of all Section induction ceremonies and related events
- iv. To make recommendations to the Board and coordinate organization of special events of the Section
- v. To correspond with the Council Office of the College, as needed, on behalf of the Section
- vi. To keep Section members informed about membership, events and business matters through reports at Section meetings and articles for the Section newsletters
- vii. To act as historian for the Section

e. Treasurer

It shall be the duty of the Treasurer:

- i. To assist the President as requested
- ii. To receive from the Administrative Officer an accounting of all funds paid to the Section
- iii. To approve all payments and reimbursements related to expenses incurred on behalf of the Section
- iv. To draft budgets for approval by the Board of Regents
- v. To review the annual auditor's report
- vi. To make recommendations to the Board on redistribution of funds of the Section as may be required from time to time
- vii. To submit a written report to the Board at its annual meeting, or more frequently if requested by the President, furnishing in detail the financial condition of the Section
- viii. To keep Section members informed about financial matters through reports at Section meetings and articles for the Section newsletters

f. International Councillor

It shall be the duty of the International Councillor:

- i. To assist the Section President as requested
- ii. To attend annual meetings of the International Council of the College
- iii. To represent the Section as a member of the International Council
- iv. To liaise between the Council and the Section
- v. To report back to the Board on all Council directives and business
- vi. To keep Section members informed on Council matters through reports at Section meetings and articles for the Section newsletters
- vii. To be responsible for all committee assignments within the Council
- viii. To correspond with the Council between meetings as required

g. Editor

It shall be the duty of the Editor:

- i. To assist the President as requested
- ii. To contact relevant Fellows for reports and articles for inclusion in the Section newsletters

- iii. To edit and publish the biannual Section newsletters according to the annual publication schedule approved by the Board
- iv. To coordinate and submit Section reports for the annual publication of The Globe
- v. To liaise with the Chair of the College Communications Committee, as required, regarding Section participation in College communications

h. All Board Members

It shall be the duty of all Board Members:

- i. To assist the Officers and Administrative Officer in performance of their duties as requested
- ii. To attend all Board meetings and participate in all Board teleconferences or email votes unless extenuating circumstances preclude attendance or participation
- iii. To uphold the values and support the objectives and goals of the Section

SECTION 6. ADMINISTRATIVE OFFICER

- a. The Board shall have the authority to advertise, screen, interview, negotiate and enter into contract with the person appointed as the Administrative Officer.
- b. The Administrative Officer position is a paid position.
- c. The Administrative Officer will discharge the duties specified in the Job Description for the Administrative Officer which will be reviewed annually and amended as needed by the Board.

SECTION 7. MEETINGS OF THE BOARD

a. Time and Place

- i. The Board shall meet annually.
- ii. The Section President may convene additional Board meetings or teleconferences or conduct urgent business via email as deemed necessary to conduct College business.
- iii. In the normal course of events, meetings will be held at the time of and in or near the venue of the ADA Congress or NZDA Conference. Alternate venues will be arranged as needed and as agreed by a majority of Board members.

b. Notification of Board Meetings & Agendas

- i. The President will give all Board members a minimum of twenty eight (28) days written notice of all Board meetings to be convened where personal attendance of Board members is required.
- ii. The President will give all Board members a minimum of seven (7) days written notice of all Board teleconferences to be convened.
- iii. The President will give all Board members a minimum of seven (7) days written notice of Board matters to be approved via email voting.
- iv. Agendas for all meetings and teleconferences will be prepared by the Administrative Officer and approved by the President for distribution to all Board members at least three (3) days prior to the meetings or teleconferences.

c. Voting

- i. Each Board member shall have one (1) vote.
- ii. In the event of equality, the President shall have the casting vote.
- iii. Unless otherwise specified in the Section Bylaws, the majority rules.
- iv. Board members who are unable to attend a Board meeting may send a written proxy vote to the meeting with another Board member.
- v. No Board member present at the meeting shall cast more than one (1) proxy vote on each matter which is brought to a vote at the meeting.

d. Quorum

- i. Six (6) members, personally present, shall constitute a quorum for Board meetings to transact business of the Board.
- ii. Six (6) members participating via telephone shall constitute a quorum for Board teleconferences to transact business of the Board.
- iii. Where urgent business of the Board is conducted via email responses from at least six (6) members shall constitute a quorum to transact business of the Board provided every member of the Board has the opportunity to vote on the matter being decided.

e. Executive Committee

- i. The Executive Committee shall consist of the President, Vice President and Registrar.
- ii. The Executive Committee shall meet at the call of the President or at the call of the Vice President should the President be unable to perform the duties of the position of President.
- iii. The Executive Committee is responsible for investigating any claims of professional misconduct on the part of a Fellow of the Section and reporting their findings to the Board for final action. The action taken needs to be reported to the College Secretary General.
- iv. The Executive Committee shall have the power to conduct other urgent Section business in circumstances where a quorum cannot be convened as specified within these Bylaws provided at least two (2) members of the Executive Committee participate in the meeting or teleconference.
- v. All decisions of the Executive Committee are subject to the approval of the Board at a meeting or teleconference of the Board to be convened as soon as feasible.

SECTION 8. REPRESENTATION AT COLLEGE COUNCIL MEETINGS

- a. If the International Councillor of the Section is unable to attend the Annual Meeting of Council, an alternate representative may be appointed by the Board for the purpose of representation.
- b. The appointment will be for one (1) Council meeting only.
- c. At the Council meeting, the alternate representative shall exercise such privileges as a duly appointed Councillor.
- d. The name of the representative shall be notified to the College Secretary General prior to the date of the Council meeting.

ARTICLE IV - INDUCTION

- a. It is a condition of membership that approved new Fellows be presented for formal conferral of Fellowship by the President or other presiding officer at a meeting of the Section within three (3) years of admission.
- b. In extenuating circumstances, new Fellows may apply to the Board to be inducted in absentia.
- c. In the normal course of events, an induction ceremony of the Section shall be held annually on alternate years at the time of the Biennial ADA Congress or a NZDA Conference.
- d. The ceremony shall include a welcome by the Section President; announcement of newly appointed Officers of the Board, if appropriate; a report by the Registrar, including all deaths of Section Fellows; an address by the International Councillor or special College guest; Induction of new Fellows and such other business as shall be determined by the Board.
- e. New Fellows being inducted shall each receive an official Certificate of Fellowship and an official College lapel pin (key) presented on a gold and green ribbon to be worn around the neck.
- f. The induction is followed by a dinner or luncheon to which all Section Fellows shall be invited and may bring guests.
- g. Official photos are taken of Board members, of each new Fellow being presented with a certificate and pin and a group photo of all new Fellows. Each new Fellow will be sent via email or post a copy of the individual photo and the group photo.

ARTICLE V - AMENDMENTS TO SECTION BYLAWS

- a. These Section Bylaws may be amended at a meeting of the Board.
- b. The notice of the meeting shall set forth the proposed amendments and shall be emailed or posted to all Board members at least twenty eight (28) days prior to the meeting.
- c. The amendments must be approved by two-thirds of the Board members.
- d. If requested by a majority of Board members, a special meeting or teleconference will be convened for the purpose of discussing the amendments prior to voting.
- e. Notwithstanding the foregoing provisions, the Bylaws may be amended, added to or repealed and replaced and new Bylaws substituted at a meeting of the Board, without previous notice, provided that two-thirds of members attending approve the amendments.