Constitution

THE INTERNATIONAL ACADEMY FOR ADHESIVE DENTISTRY (IAAD)

CONSTITUTION

Article 1: Name and Legal Domicile

Article 2: Aims and Objectives

Article 3: Membership

Article 4: Application and Election to Membership

Article 5: Privileges of Membership

Article 6: Termination of Membership

Article 7: General Assembly

Article 8: Executive Committee of the International Academy for Adhesive Dentistry

Article 9: Nomination and Election of Members of the Executive Committee

Article 10: Standing Committees

Article 11: Auditors

Article 12: Signature

Article 13: Dues and Currency

Article 14: Financial Liability

Article 15: Language
ARTICLE 1: NAME AND LEGAL DOMICILE

The name of the Society shall be ‘The International Academy for Adhesive Dentistry” (hereafter referred to as ‘IAAD’).

IAAD exists pursuant to Article 60 and seq. of the Swiss Civil Code (hereinafter Swiss CC) having its legal domicile in Vevey, Switzerland.

IAAD is a non-profit organisation. If IAAD is dissolved at any time, no part of its funds or property may be distributed to, or among, its members; but, after payment of all indebtedness of this organisation, its surplus funds and property will be used for preventive dentistry and oral health education and research in such a manner as the then General Assembly of IAAD may determine.

ARTICLE 2: AIMS AND OBJECTIVES

To promote the advancement of adhesive dentistry through:

- Undergraduate education
- Vocational training
- Continuing dental education

To foster convergence towards the highest standards in all facets of adhesive dentistry throughout the dental community world wide by:

- Facilitating the exchange of expertise
- Promoting innovation and research in oral health and preventive dentistry
- Encouraging the sharing of resources
- Promoting communication and co-operation among dental and medical professionals.
- Consulting members about adhesive dentistry
- Creating and maintaining SOPs for adhesion to and between different substrates
To disseminate knowledge and understanding of adhesive dentistry by:

- The promotion of conferences and scientific meetings and the publication of adhesive dentistry research.

**ARTICLE 3: MEMBERSHIP**

Everyone interested into the objectives of the IAAD can become a member. There shall be four categories of membership:

a) **Ordinary Membership (Fellow)**
Any individual concerned with adhesive dentistry is eligible for Ordinary Membership upon recommendation of the membership committee after having been an Associate for 4 years. Examples of individuals eligible for Ordinary Membership are: dentists, dental hygienists, dental nurses, dental technicians, other health care professionals and researchers.

b) **Affiliated Membership (Associate)**
Any individual concerned with adhesive dentistry is eligible for Affiliated Membership. Examples of individuals eligible for Ordinary Membership are: dentists, dental hygienists, dental nurses, other health care professionals and researchers.

c) **Corporate Membership**
Manufacturers of dental materials, equipment and instrumentation, publishing companies and other commercial organisations with a special interest in the objectives of IAAD as judged by the Executive Committee of the IAAD and ratified by the General Assembly.
d) **Student Membership**

Students in undergraduate programs (e.g. DMD or DDS) and Graduate Students (e.g. Prosthetic, Operative, Restorative Programs) can become a Student Member.

e) **Honorary Membership**

Honorary Membership will be limited to individuals identified by the Executive Committee of IAAD and ratified by the General Assembly as having made an exceptional contribution to oral health and preventive dentistry.

**ARTICLE 4: APPLICATION AND ELECTION TO MEMBERSHIP**

4.1 Application

a) **Ordinary Members**

Individuals eligible for ordinary membership (Fellow) may be nominated to the Executive Committee by the Membership Committee after 4 years of affiliated membership. The executive committee will, after approval submits the request to the General Assembly of the IAAD for final approval.

b) **Affiliated Members**

Individuals eligible for Affiliated Membership may apply for membership by submitting an application to the Secretary General, who will pass the application to the Executive Committee of IAAD for consideration and final approval.
c) **Corporate or Association Members**

Manufacturers of dental materials, equipment and instrumentation, manufacturers of dental health care products, etc., publishing companies and other commercial organisations, and Associations (e.g. National Associations) with a special interest in the aims and objectives of IAAD are eligible to apply for Association Membership subject to acceptance of IAAD By-laws and a commitment to support the objectives of IAAD and to pay annual dues.

They shall apply for membership to the Secretary General, who will submit the application to the Executive Committee for consideration. The General Assembly will have the power to ratify the granting of Corporate Membership on the recommendation of the Executive Committee.

d) **Student Members**

Individuals eligible for Student Membership may apply for membership by submitting an application to the Secretary General, who will pass the application to the Executive Committee of IAAD for consideration and final approval. Applicants must present proof of their status with a letter of the Dean or their Program Director.

e) **Honorary Members**

Any Ordinary Member may make proposals for Honorary Membership. Nominations will be sent to the Secretary General, who will submit the nomination to the Executive Committee for consideration. The General Assembly will have the power to ratify the granting of Honorary Membership on the recommendation of the Executive Committee.
4.2 Election

Decisions on entry for any membership category require a majority of at least two-thirds of those voting in both the Executive Committee and/or General Assembly.

ARTICLE 5: PRIVILEGES OF MEMBERSHIP

Ordinary Members have the right to attend the meetings of the General Assembly, to nominate members for the Executive Committee, to be nominated and elected to the Executive Committee. At meetings of the General Assembly ordinary members will have one vote and must be present. Only Ordinary Members can be nominated to be elected to the Executive Committee.

Affiliated Members (Associates) and Student Members have the right to attend the meetings of the General Assembly. They do not have the right of voting and cannot be nominated into the executive committee. However they are encouraged to participate in committees of the IAAD and to participate at the biannual Meetings of IAAD.

Corporate Members and Association Members will have the right for one representative to attend meetings of the General Assembly. Representatives of the Corporate Members have the right to be elected to the Executive Committee. At meetings of the General Assembly Corporate Representatives will have one vote each and must be present.

Honorary Members will have the right to attend the meetings of the General Assembly but will not have the right to vote. Honorary Members will not pay any dues.
ARTICLE 6: TERMINATION OF MEMBERSHIP

The membership of any personal member (Fellow, Affiliated or Student is automatically terminated upon their disease.

Corporate or Association Membership is automatically terminated the day of the dissolution of the institution.

Any Ordinary Member, Affiliate Member or Corporate Member may resign from membership provided notice is given at least 4 weeks before the ordinary General Assembly.

Any member who is in arrears with subscription shall have their membership terminated by decision of the Executive Committee.

Any member identified by the Executive Committee of behaving in discordance to the interests of the IAAD may, on written, justified request of the Executive Committee be terminated his or her membership by the General Assembly with two-thirds vote of the present members or representatives.

ARTICLE 7: GENERAL ASSEMBLY

a) Composition
The General Assembly shall consist of Ordinary Members and representatives of corporate members present at a duly convened meeting. Affiliated Members, Student Members and Honorary Members may be present, but may not vote.
b) Quorum
The quorum shall be 10% of those eligible to attend.

c) Powers
The General Assembly shall be the only legislative body of IAAD and shall have the following powers:

1. To enact, amend and repeal the Constitution and By-laws of IAAD
2. To elect and approve the appointments to the Executive Committee and other constitutional committees of IAAD
3. To grant membership to Corporate Members and Honorary Members
4. To terminate membership
5. To appoint auditors

The General Assembly shall:

1. Approve the accounts, the administration and the management of IAAD by the Executive Committee
2. Initiate proposals conferring with the objectives of IAAD

viii. Decide on the annual dues and approve the budget

1. Approve the time and place of future General Assemblies and scientific meetings.

d) Sessions of the General Assembly

The General Assembly shall meet at least once every two years. Ordinary Members and representatives of the members shall be informed of the date and time of the General Assembly at least six weeks before the meeting is convened.

An extraordinary General Assembly can be convened by the Executive Committee, or a request can be made by at least 20% of all Ordinary Members.
IAAD scientific meetings shall be organized according to “Guidelines on the Organisation of IAAD Meetings”.

f) Order of business at the General Assembly

The order of business at the General Assembly is set in the By-laws of the IAAD. Members who wish to raise specific items of new business should inform the Secretary General at least 8 weeks before a scheduled meeting of the General Assembly.

g) Decisions

Decisions of the General Assembly shall be carried by simple majority vote of members, either by show of hands or secret ballot except where otherwise stated in the Constitution and By-laws. Proxy vote requires written notice by the absent member to the Secretary General prior to the meeting. The secret ballot may be demanded by at least three members present.

ARTICLE 8: EXECUTIVE COMMITTEE OF THE INTERNATIONAL ACADEMY FOR ADHESIVE DENTISTRY

The Executive Committee shall be the administrative body of IAAD.

a) Composition

The Executive Committee shall consist of the following members:

The President
The President-elect
The immediate Past President
The Secretary General
The Treasurer
and two to seven Counselors elected by the General Assembly from among the ordinary and corporate members. Per definition the Editor of the official Journal of the IAAD shall be one of the officers.

b) Responsibilities and Duties

The responsibilities and duties of the Executive Committee are defined in the By-laws of the IAAD.

c) Terms of Office and Elections
The terms of office for members of the Executive Committee shall be:

<table>
<thead>
<tr>
<th>Role</th>
<th>Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>The President</td>
<td>two years</td>
</tr>
<tr>
<td>The President-elect</td>
<td>two years</td>
</tr>
<tr>
<td>The immediate Past President</td>
<td>two years</td>
</tr>
<tr>
<td>The Secretary General</td>
<td>four years</td>
</tr>
<tr>
<td>The Treasurer</td>
<td>four years</td>
</tr>
<tr>
<td>The Councillors</td>
<td>two years</td>
</tr>
</tbody>
</table>

The Officers shall serve following their election and/or appointment by the General Assembly. With exception of the President, President elect and Past President, all Members of the Executive Committee shall be eligible for one concurrent re-election only.

ARTICLE 9: NOMINATION AND ELECTION OF MEMBERS TO THE EXECUTIVE COMMITTEE
The Secretary General will seek nominations for elections as necessary at least 4 weeks before a meeting of the General Assembly.

Where a ballot is necessary, this will be conducted by the General Secretary and will take the form of a secret ballot by the General Assembly.

The President will have a casting vote in the event of a tie.

**ARTICLE 10: STANDING COMMITTEES**

The General Assembly and/or the Executive Committee after approval of the General Assembly may establish Standing Committees to provide an opportunity for on-going activities on specific areas of interest. Such Standing Committees shall have approved terms of reference with stated aims and objectives. The Executive Committee may ask a standing committee to undertake specific assignments. Examples of standing committees are Membership Committee, SOP Committee, Newsletter-Information Committee etc.

The Standing Committees shall report to the Executive Committee or when appropriate to the General Assembly. Standing Committees may not incur expenditure without prior approval of the Executive Committee.

**Article 11 AUDITORS**

The General Assembly must elect 2 independent Auditors, which must check the book keeping documents at least annually and must write an annual report of the book keeping of IAAD. They may not be members of the Executive Committee.
Article 12 SIGNATURE

The President, the Treasurer and the Secretary General of IAAD represent IAAD with their individual signature.

ARTICLE 13: DUES AND CURRENCY

The Executive Committee shall recommend to the General Assembly for approval the level of annual dues for the different membership categories. The financial year shall correspond to the calendar year.

The official currency of IAAD shall be the Swiss Franc (CHF).

ARTICLE 14: FINANCIAL LIABILITY

The liability of IAAD is limited to its assets. A personal liability of its members is expressly excluded.

ARTICLE 15: LANGUAGE

The official language of IAAD shall be English.
ARTICLE 16: AMENDMENTS

Any proposed amendment to this Constitution must be presented in writing at least 8 weeks prior to a regular meeting of the General Assembly. Each member of the General Assembly shall be promptly notified in writing by the Secretary General concerning such proposed amendment. Any such amendment may be adopted by an affirmative vote of at least two-thirds of the General Assembly present.

IAAD can be dissolved by a simple majority decision of a three-quarter of the Ordinary Members.

If the required majority is not reached at the first meeting, a second meeting must take place within one month. At the second meeting a dissolution decision is possible with simple majority (more than 50% of the members present), even if less than three quarters of the members are present.

The Executive Committee carries out the liquidation, hands in a report and the final settlement delivered to the General Assembly, which decides upon the balance at the bank.

A balance at the bank will be used for purposes that are most in line with the objectives of IAAD.

ARTICLE 17: ACTIVATION

The constitution of the IAAD was accepted by the members on the founding meeting in Philadelphia on June 14th 2013 and is active from this day on.
The President:
J.-F. Roulet

Gainesville
June 13, 2013