

# **ASIAN ACADEMY OF AESTHETIC DENTISTRY (AAAD) CONSTITUTION & BY-LAWS**

## **ARTICLE 1 NAME**

1.1 The name of The Academy shall be the Asian Academy of Aesthetic Dentistry (hereafter referred to as the AAAD).

1.2 The Academy will be registered at an appropriate address and to maintain a mailing address to be determined by the Council from time to time.

1.3 The official language of the Academy shall be English.

## **ARTICLE 2 PURPOSE, OBJECTIVES AND ACTIVITIES**

The AAAD is a non-profit and non-political organization and shall not discriminate against creed or race.

It shall promote the art and science of aesthetic dentistry by:

2.1 Organizing regular scientific meetings

2.2 Encourage research in the science of aesthetic dentistry

2.3 Publicity through periodic news releases and to promote better public awareness of aesthetic dentistry.

## **ARTICLE 3 MEMBERSHIP**

### **3.1 CLASSIFICATION & ELIGIBILITY**

#### **3.1.1 ORDINARY MEMBER**

3.1.1.1 Be a dental degree holder from a dental school of a university and registered with the relevant National Dental Council.

3.1.1.2 Demonstrate an interest in aesthetic dentistry by having:

Presented a paper, lecture, table clinic or poster presentation at least at their local aesthetic dentistry meeting, or

Have published an article in aesthetic dentistry in a national, international journal, magazine, e-magazine or textbook.

Have played an active and significant role in the organization or management of their local aesthetic dentistry organization.

3.1.1.3 Pay the prescribed entrance and annual fees diligently as set by the Council

3.1.1.4 Be in good standing with the legal regulatory board of the dental profession in the country of registration

3.1.1.5 Regularly attend meetings of the AAAD (TWO of the FOUR successive scientific meetings)

3.1.1.6 Be entitled to a copy or access of the official magazine /journal of the AAAD (when published)

3.1.1.7 Be entitled to be nominated and elected to hold office of AAAD

### **3.1.2 INSTITUTIONAL MEMBER**

3.1.2.1 It shall comprise of an aesthetic dentistry organisation which is National in scope, that is duly registered with the concerned authority of the government, and is a non-profit, apolitical and non-religious professional organization which has a common interest (in aesthetic dentistry) in line with the objectives of the AAAD.

3.1.2.2 Each institutional member may nominate a representative to the AAAD Council known as a 'Country Representative', who will act as a liaison officer between AAAD and the said institution.

3.1.2.3 Should there be more than one Institutional member from each country, both members must decide amongst themselves to choose one representative as the country representative. The Country representative shall have voting rights during the bi-annual AGM. The other Institutional member may still send an observer to the AGM and business meetings

3.1.2.4 Members from the institution shall have the same privilege in AAAD as an Ordinary Member provided that the institution has paid all entrance fees and annual dues.

### **3.1.3 HONORARY MEMBER**

3.1.3.1 Honorary membership is awarded to any person for their outstanding contribution to the art and science of aesthetic dentistry.

3.1.3.2 No more than TWO honorary members may be awarded every two years.

3.1.3.3 Honorary members are entitled to the rights and privileges of ordinary members except that they may not be nominated nor hold an office in AAAD.

3.1.3.4 All honorary members must be proposed and unanimously elected during Council Meetings.

3.1.3.5 Honorary members are exempted from paying any membership fees.

## **ARTICLE 4 APPLICATION FOR MEMBERSHIP**

4.1 Application for membership shall be made with the prescribed forms provided by the Secretary.

4.2 All applications must be duly proposed and seconded by a voting member of the AAAD Council.

4.3 All applications must be accompanied by the prescribed entrance fees and annual fees.

4.4 All applications are subjected to the approval of the AAAD Council and the decision of the Council is final and no explanations will be given.

## **ARTICLE 5 TERMINATION OF MEMBERSHIP**

5.1 Membership terminates upon death, resignation, failure to attend two of four successive AAAD meetings, failure to pay all due fees within a stipulated time or by expulsion.

5.2 Expulsion from AAAD will be by A TWO-THIRDS majority of votes in the AAAD Council.

5.3 Any member, who in the opinion of the AAAD Council has violated the by-laws of the AAAD in whole or in part, or who has acted in a way which the AAAD Council considers detrimental to the welfare and interest of the AAAD and its members, may be expelled.

5.4 Members may be expelled if they use or imply their membership with the AAAD as evidence of their special expertise in the fields of aesthetic dentistry.

5.5 Complaints shall be made in writing to the Council and the member in question shall be required to reply to the complaints in writing. The decision of the Council is final.

5.6 An expelled member may reapply for reinstatement of membership ONE year or more after the expulsion. Such reinstatement must be sponsored by at least two members and subsequently by two-thirds majority of the Council.

5.7 Membership will also be terminated if the member is in arrears in all dues and fees by more than one year. Reinstatement of such member can only be considered by the Council only after all arrears and dues are paid in full.

5.8 Failing to attend two out of four meetings of the AAAD.

5.9 The above shall also apply to Institutional membership where appropriate

## **ARTICLE 6 MEMBERSHIP FEES**

The following will be membership fees:

### **6.1 ORDINARY MEMBERS**

6.1.1 The entrance fees and annual fees shall be determined by the Council from time to time as they deem fit.

6.1.2 The annual fees is due on the first day of January of each year.

## **6.2 INSTITUTIONAL MEMBERS**

6.2.1 The annual fees shall depend on the number of members of the Association shall be determined by the Council from time to time as they deem fit.

6.2.2 The annual fees is due on the first day of January of each year.

6.2.3 The fee structure shall be categorized as below:

Entrance Fee : USD \$600

Biennial Fee : USD \$600

## **ARTICLE 7 THE COUNCIL AND ITS OFFICERS**

### **7.1 THE OFFICERS OF THE COUNCIL**

7.1.1 President

7.1.2 President-Elect

7.1.3 Vice President (International & Publication)

7.1.4 Vice President (Membership)

7.1.5 Secretary

7.1.6 Treasurer

7.1.7 Assistant Secretary

7.1.8 Assistant Treasurer

7.1.9 Immediate past President

7.2 All officers of the Council are entitled to one vote and in the event of a tie in any decision, the President shall have a casting vote.

7.3 The quorum for the Council Meeting is 5 or no less than 50 percent of all the officers of the Council. However, if at the appointed time there is no quorum, the meeting will be reconvened one hour later and any number present will form a quorum. The reconvened meeting can decide on all matters except the amendments to the constitution.

### **7.4 THE DUTIES OF THE COUNCIL**

7.4.1 To determine the official and mailing address of the association

7.4.2 To determine the Entrance and Annual Membership fees

7.4.3 Approval of new membership application

7.4.4 Expulsion and reinstatement of members

7.4.5 Conferment and deprivation of honorary memberships

7.4.6 Nominate and elect the officers of the Council

7.4.7 Nominate members to any committee which the Council has formed

7.4.8 Determine the date and venue of the next annual meeting or other meetings

7.4.9 Revise the entrance fees and annual dues when it is deemed necessary

7.4.10 Decide on the expenditure of the AAAD, the Council and other employed agents of the AAAD and to approve the annual financial statement prepared by the Treasurer

7.4.11 To approve any report related to the activities of the AAAD and Council for subsequent distribution to all members

7.4.12 To appoint an auditor from amongst the Council members

7.4.13 To add and to amend the existing Constitution and By-Laws

7.4.14 Dissolution of the Academy

7.4.15 Any other business which the Council deem necessary from time to time. Such will be duly notified to the members by the Secretary in writing

## **7.5 MEETINGS**

7.5.1 All meetings shall consist of all Council members. Nominated Country Representatives will be invited with speaking rights but no voting right except for election purposes as stipulated in Article 11.2. The Council shall meet at the least, biennially or when the Council deem necessary. Otherwise, business of the Council may be conducted through internet, mail, telex and facsimile.

7.5.2 Other individual members may attend to observe the meeting proceedings but they will have no speaking rights.

7.5.3 All meetings shall be chaired by the President. In the President's absence or disability, the President-Elect shall chair at the meeting. In the absence of both, the remaining Council members shall nominate and elect one of themselves to chair the meeting.

7.5.4 The Chairman of the Meeting shall decide on the method of voting, unless it is specified in the constitution.

7.5.5 The date and location of the Council Meeting shall be decided at the preceding Council Meeting.

7.5.6 Notice of the meeting will be sent by the Secretary at least one month before the date of the meeting.

7.5.7 Minutes of the Council Meeting will be sent to Council Members within one month after the meeting. Such minutes shall be discussed, amended and accepted by the Council at its next meeting.

7.5.8 Country representatives who are unable to attend the meeting may appoint a proxy for the meeting in writing provided the proxy is a member of the AAAD and is also from the same country.

7.5.9 Any action required to be taken by the Council may be taken without a meeting via voting by postal or e-mail ballot of Council. This will have the same force and effect as if a meeting was conducted. However, such action through correspondence must be filed as minutes of the Council Meeting.

7.5.10 Election of the Council Members shall be held once every two years at a Council Meeting by secret ballot. All elected officers shall serve a term of two years, and will then be eligible for re-election, except for the President.

7.5.11 The President-Elect of the preceding term shall be appointed the new President.

7.5.12 In an election, eligible candidates must be present at the meeting and duly proposed and seconded by any member of the Council or the Country Representative of Institutional member. Candidate with the most votes is deemed elected.

7.5.13 In general, any resolution and decision of the Meeting shall require a simple majority. Abstention shall be an invalid vote. Any alteration of the Constitution shall require a two-thirds majority of the Council Meeting.

7.5.14 The resolutions of the any Meeting shall be recorded in the minutes which shall be approved and signed by the chairman and the secretary of the meeting.

## **7.6 THE DUTIES OF THE OFFICERS**

### **7.6.1 PRESIDENT**

7.6.1.1 The President shall provide leadership to the administration and preside at all meetings of the AAAD.

7.6.1.2 The President is empowered to approve and to appoint members of all ad-hoc working committees.

7.6.1.3 He shall ensure that the objectives all ad-hoc committees are achieved and shall be an ex-officio member thereof.

7.6.1.4 The President shall serve a term of two years.

7.6.1.5 There will be no election of the President as the elected President-Elect assumes the position at the retirement of the President.

7.6.1.6 However, should the position of the President and also the President-Elect become vacant, there shall be an election for the position of the President.

### **7.6.2 PRESIDENT-ELECT**

7.6.2.1 The President-Elect shall assume the duties of the President in the absence of the President.

7.6.2.2 The President-Elect shall serve a two-year term, following which he shall serve as a President for a two-year term.

### **7.6.3 VICE-PRESIDENT**

7.6.3.1 There are two positions for the Vice-President. One is designated for International and Publication, and another for Membership.

7.6.3.2 The Vice-Presidents shall assist the President in various duties as per directed by the President and the Council.

7.6.3.3 The Vice-Presidents shall serve a two-year term.

### **7.6.4 SECRETARY**

7.6.4.1 The Secretary shall keep a record of all AAAD and Council meetings. He shall notify members of meetings, nominations for membership and elections and other similar matters.

7.6.4.2 The Secretary shall maintain a current list of membership and their detail at all times.

7.6.4.3 The Secretary shall be the main officer for all correspondence.

7.6.4.4 He shall prepare official secret ballots for election of Officers to the Council and shall keep a sufficient number of current copies of the Constitution on hand at all times.

7.6.4.5 He shall advise the Council on all matters of policy and in any case of emergency.

7.6.4.6 The Secretary shall serve a two-year term.

7.6.4.7 Upon vacating his office, the Secretary shall deliver to his successor all papers, books, records and other property belonging to the AAAD that may be in his possession or for which he is responsible.

### **7.6.5 ASSISTANT SECRETARY**

7.6.5.1 To assist the Secretary perform his duties effectively.

### **7.6.6 TREASURER**

7.6.6.1 The Treasurer shall take charge of all financial matters of the AAAD.

7.6.6.2 He shall be responsible for the monies of the AAAD, keep an account of the same and pay all bills approved by the Council.

7.6.6.3 The Treasurer shall maintain a list of all members delinquent in the payment of dues.

7.6.6.4 He shall present an official annual statement of accounts of the AAAD, to be audited by the auditor and to report to the AAAD Council (From 1 January till 31 December of that current year) at no later than 31 March each year.

7.6.6.5 The Treasurer shall serve a two-year term.

7.6.6.6 Upon vacating his office, the Treasurer shall deliver to his successor all monies, papers, books, records and other property belonging to the AAAD that may be in his possession or for which he is responsible.

#### **7.6.7 ASSISTANT TREASURER**

7.6.7.1 To assist the Treasurer perform his duties effectively.

## **ARTICLE 8 THE AUDITOR**

8.1 The AAAD Council shall nominate and elect two auditors from amongst its members, except the Treasurer and Assistant Treasurer, during the election of office bearers. It will be a two-year term.

## **ARTICLE 9 FINANCES**

9.1 The AAAD shall deposit its monies in bank accounts(s) as determined by the Council from time to time.

9.2 The primary account shall be a current/checking account up to the maximum of USD20000.00 or equivalent at any one time, while any other excess should be deposited into multiple fixed deposit account, at the best available interest rate.

9.3 The signatories of these accounts shall be any two of the following :

- i. Peter Tay Sing Hui
- ii. Phua Tin Cock
- iii. Nurul Huda Hasan

9.4 At the end of each Biennial Meeting after the election of the new office bearers, the Secretary shall inform the bank in writing if any new officers (authorized signatories) have been duly elected. Depending on the bank's local procedures, the said officers will have to make all the due changes within the shortest period of time to enable the AAAD to function smoothly.

9.5 The maximum amount per transaction will be USD3000.00 and any amount requiring more than that will require the approval of the Council via electronic or postal ballot. The decision is carried by a simple majority and any objection must be investigated and elaborated. Such approval must be minuted by the Secretary for the annual report.

9.6 For transparency, the Treasurer must seek the approval of the Council for any extraordinary transaction prior to committing such funds unless it is an urgent matter.



## **ARTICLE 10 MEETINGS AND REPORTS**

10.1 Two important meetings shall be held during the biennial tenure.

10.2 The main meeting shall be the Biennial Meeting consisting of a scientific program and business meeting to conduct the election of the Council and other usual annual reporting by the office bearers.

10.3 The other meeting shall be held in between the Biennial Meeting, to also conduct a scientific program and the annual business meeting except for the election.

10.4 The AAAD Council shall encourage these meetings to be held in different host countries to promote the art and science of dentistry as widely as possible.

10.5 All business meetings shall be conducted to include the reports of the President, Secretary and Treasurer. The Treasurer's report (Financial Report) must be audited and signed by the appointed Auditors.

10.6 Report from any chairman of any ad-hoc working committee must be included.

10.7 The Secretary will be responsible for the circulation of the Notice of Meeting, Agenda, Minutes of the previous meeting and all the accompanying Reports at least three months before the date of the meeting.

## **ARTICLE 11 ELECTION OF COUNCIL**

11.1 Election of the Council shall be on a biennial basis during the main Biennial Meeting.

11.2 During the election, only the Council Members and Country Representatives have the right to nominate members to the Council and vote for the candidates.

## **ARTICLE 12 DISSOLUTION OF THE AAAD**

12.1 The dissolution of the AAAD shall require a two-thirds vote of the entire membership, consisting of the Council Members and all ordinary members at an annual meeting.

12.2 Unless otherwise resolved by the Annual Meeting, the President and Treasurer shall be jointly authorized to act as liquidators of the AAAD.