

Constitution and Bylaws of The Prince Edward Island Dental Hygienists' Association

ARTICLE 1: Name

The name of this Association shall be "The Prince Edward Island Dental Hygienists' Association, hereinafter referred to as the "Association" or "PEIDHA".

ARTICLE 2: Mission

The mission of this Association shall be to promote and increase awareness of our profession and advocate for optimal dental hygiene care.

ARTICLE 3: ORGANIZATION

This Association is a non-profit organization. None of its' net income shall inure to the financial benefit of an individual or individuals. If at any time, this Association should become dissolved, no part of the funds or property shall be distributed among its' members. After payment of all debts, the supplies, funds and properties shall at the discretion of the then governing body, be transferred to another organization with objectives similar to those of the Association, or otherwise used to advance the objectives of the Association.

ARTICLE 4: GOVERNMENT

SECTION 1 – LEGISLATIVE BODY

The legislative body of this Association shall be the Active Members and Life Members as defined in the bylaws.

SECTION 2 – ADMINISTRATIVE BODY

The administrative body of the Association shall be the Executive Council as provided in the bylaws.

ARTICLE 5: CODE OF ETHICS

The code of ethics of the Canadian Dental Hygienists Association (CDHA) shall govern the professional conduct of the members of the Association.

BYLAWS

of the Prince Edward Island Dental Hygienists' Association

CHAPTER 1 – MEMBERSHIP RIGHTS AND PRIVILEGES

SECTION 1 – Membership

The members of this Association shall be classified as follows:

- A. Active member
- B. Student member
- C. Honorary Member
- D. Associate Members
- E. Life Members
- F. Support Members

SECTION 2 – Qualification

- A. Active Member – Any person who is legally eligible to practice within the Province of Prince Edward Island shall, upon payments of dues, be classified as an active member of the Association and entitled to the rights and privileges of an active member of the Association.
- B. Student Member – Any student of a School of Dental Hygiene shall be classified as a Student Member.
- C. Honorary Member – any person, who is not a dental hygienist, who has made meritorious contributions to the art and science of Dental Hygiene or who has rendered distinguished service in the field of Dental Hygiene and who has been recommended by the members under these bylaws and approved by the Executive Council.
- D. Life Member – Any active member who has made an outstanding contribution to Dental Hygiene and to this Association and has been recommended under these bylaws and approved by the Executive Council.
- E. Support Member – an individual who is: a) a Dental Hygienist who is not practicing as a Dental Hygienist in the current membership year: b) not a Dental Hygienist, but who supports the goals and objectives of the Association and has been recommended under these bylaws and approved by the Executive Council.

SECTION 3 – Privileges

- A. Active Member and Life Member: An Active Member or Life Member in good standing shall be entitled to receive any services as are provided by this Association for the benefit of its members, shall have the privilege of voting, and shall be eligible for election or appointment to any office, committee, board or similar position in this Association.
- B. Student Member, Support Member, and Honorary Member: A Student Member, Support Member or Honorary Member in good standing shall be entitled to receive publications of the Association, admission to scientific sessions of this Association on payment of applicable registration fees and enjoy all other services as are provided by the Association for the benefit of its members. These members do not have the privilege of voting or holding office.

SECTION 4 – In Good Standing

Any member of this Association who has paid in full the dues for the current year and who is not under suspension or expulsion because of being found guilty of violating the statutes under which dental hygiene is practiced in the province of Prince Edward Island, or who has not violated the Constitution, By-laws or Code of Ethics of this Association, and whose dues for the current year have been paid, shall be considered a member in good standing.

SECTION 5 – Termination of Membership

- A. Any member in good standing with this Association may withdraw from the Association by submitting a written request to the Executive Council.
- B. Any member who fails to pay dues within the first sixty (60) days after they are due shall automatically forfeit membership in the Association.

SECTION 6 – Reinstatement of Membership

Any member who has resigned or otherwise withdrawn in good standing may be reinstated upon payment of the fees for the current fiscal year.

SECTION 7 – Transfer of Membership

Members of a constituent association of the CDHA who have paid their current year's dues to the CDHA who have moved to Prince Edward Island during the current fiscal year and who have resigned from their former association in good standing and have applied for membership shall be allowed to transfer their membership to this Association with no additional fee until the following membership year.

Proposed- Section 8: Constituent Membership

This Association is a Constituent member of the CDHA. As a constituent association all provincial members are national members with dues assessed accordingly. This entitles PEIDHA to director representation at the National Board.

CHAPTER 2: FINANCES AND DUES

SECTION 1 – Fiscal Year

This fiscal year of this Association shall begin June 1st and end May 31st of each calendar year.

SECTION 2 – General Fund

The General Fund shall consist of all moneys received other than those specifically allotted to other funds. The General Fund shall be used for defraying all expenses incurred by the Association. Individual accounts may be created as necessary for tracking revenues and expenses, but all such accounts shall be included as part of the General Fund for reporting purposes.

SECTION 3 – Membership Dues

The annual dues of Active Members, Student Members and Support Members shall be determined by the Executive Council prior to the Annual Meeting of the members and are payable by October 1st of each year.

Any recommendation proposing an appropriation of Association funds not included in the annual budget shall be referred to the Executive Council for approval.

SECTION 4 – Financial Review

At the Annual Meeting, as the same is hereinafter defined, the membership shall appoint an accountant or auditor or bookkeeper to examine and report upon the finances of the Association for the ensuing fiscal year. The remuneration of the accountant/auditor/bookkeeper shall be approved by the Executive Council. The books and accounts of this Association shall be open upon formal request to any member in good standing of this Association.

SECTION 5 – Collection of Dues

Dues are submitted to the CDHA central office for collection and subsequent provincial reimbursement.

SECTION 6 – Special Expenditure of Funds

Any recommendation proposing an expenditure of funds greater than \$2,500.00 of the Association not included in the Annual Budget shall require the convening of a special meeting of the membership and a vote of the membership for approval.

CHAPTER 3: MEETINGS

SECTION 1 – Annual Meeting

The Annual Meeting of the members shall be held at a time and place as the Executive Council may determine. Notice of the annual meeting must be received by each member one (1) month prior to the meeting and may be communicated by email or regular mail.

SECTION 2 – General and Special Meetings

Other meetings of the members, whether general or special, may be convened by order of the President or by the Executive Council at any time and place. Members shall be notified no less than two weeks before any meeting.

SECTION 3 – Quorum

All members having been duly notified, a quorum for the sake of passing business will be the majority of members present and voting or by proxy.

SECTION 4 – Persons Entitled to be Present at Members Meetings

The only persons entitled to be present at a meeting of members shall be voting members, and such other persons who are entitled under the bylaws of the Association to be present at the meeting. Any other person may be admitted only on the invitation of the Chair of the meeting or by consent of the members. Meetings may be held in person or through electronic means as deemed appropriate by the Executive Council.

Section 5 – Voting

At any meeting of members, every question shall be determined by a majority of the votes cast on the questions. In case of an equality of votes the Chair of the meeting shall have a second or casting vote, in addition to an original vote. Voting Members of the Association shall have one vote at annual and special general meetings.

Section 6 – Absentee Voting

- A. Any Voting Member may be represented by proxy at annual and special general meetings of the Association by another Voting Member, provided such proxy shall be in writing. A letter, facsimile or an e-mail with a scanned signature can be sent to the President. The proxy form will be provided upon request by Executive Council.
- B. A proxy must be signed by the voting Member and shall be valid only for the meeting for which it was specifically given or for any adjournment thereof.
- C. Proxies or notice of proxies held must be filed with the Association at least five (5) business days before the meeting takes place.

SECTION 7 – Order of Business

The rules in the most recent copy of Roberts Rules of Order shall govern all meetings of the Association.

CHAPTER 4: EXECUTIVE COUNCIL

SECTION 1 – Composition

The Executive Council shall consist of the President, President-Elect (or Vice President), Secretary, Treasurer and the Immediate Past-President as an ex-officio member. The Prince Edward Island Director of the CDHA shall be invited to all Executive Council meetings to participate in a non-voting capacity. The positions of Secretary and Treasurer may be a combined position known as Secretary-Treasurer

The President shall preside at all general and Executive Council meetings. In the absence of the President, the President-Elect shall preside with full powers.

SECTION 2 – Powers

The Executive Council shall:

- A. Be the administrative body of this Association, vested with the full power to conduct all business of the Association subject to the Constitution and bylaws and approval of the membership.
- B. Have the power to establish policies that are essential to the management of the Association. Policies must be presented for ratification by the membership at the next general meeting.
- C. Have the power to direct the President to call a general meeting upon a two-third affirmative vote of the Executive Council members.
- D. Have the power to approve no more than one honorary and life member per year, when applicable.
- E. Have the power to create special committees.
- F. Have the power to appoint representatives on behalf of the Association.

SECTION 3 -- Duties

It shall be the duties of the Executive Council:

- a. To prepare a budget for carrying on the activities of the Association for the forthcoming year.
- b. To have all accounts of the Association reviewed on an annual basis and audited when deemed necessary by the Executive Council.
- c. To perform other duties as may be prescribed in the By-laws

SECTION 4 – Installation

The executive officers of the Association shall be installed at the annual meeting by vote of the board of directors. The President-Elect (also known as Vice-President) shall be assumed to ascend to the position of President which shall be confirmed by vote in the same manner as other executive officers. as President without the requirement of an election.

SECTION 5 – Tenure of Office

The officers shall serve in their elected, designated or ex-officio capacity for a term of two (2) years

SECTION 6 – Vacancies

In the event that the office of the President becomes vacant, the President-Elect shall serve as President for the unexpired term and the position of the President-Elect shall become open to the members and must be filled at the next general meeting.

In the event that other executive offices become vacant after installation, the Executive Council shall appoint a member to serve the unexpired term of office.

SECTION 7 – Quorum

A majority of the voting members of the Executive Council shall constitute a quorum.

SECTION 8 – Removal for Cause

The Executive Council, with a two-thirds (2/3) vote, may remove any member from any designated position for due cause which shall be determined at the discretion of Executive Council as confirmed by a two-thirds (2/3) majority of Executive Council.

CHAPTER 5: ELECTIVE OFFICERS

SECTION 1 – Eligibility

Only active or life members in good standing with this Association shall be eligible to stand for and serve as officers of this Association. Previous officers of this Association who are active or life members in good standing may be eligible to stand for and serve as officers of this Association.

SECTION 2 – Elective Officers

The executive officers shall be the President, President-Elect (Vice President), Secretary, and Treasurer. The elective officers may hold more than one position and/or serve as a committee Chairs

SECTION 3 – Nomination and Election

- A. The Executive Council shall act as the Nomination Committee
- B. The Nomination Committee shall present a list of the proposed candidates with the necessary information to the members of the Association.
- C. Additional nominations may be made from the floor by members in good standing of this Association
- D. Voting shall be by secret ballot or by show of hands, at the discretion of the President (chair of the meeting), and a majority of the vote cast shall be necessary for an election when more than one person has been nominated
- E. In case no candidate receives a majority of votes cast on the first ballot, the candidate with the least number of votes shall be dropped and a new ballot will be taken. This procedure shall be continued until a candidate receives a majority of all the votes cast. This candidate shall be declared elected.

SECTION 4 – Duties of Officers

A. President

It shall be the duty of the President:

- 1. To serve as an official representative for the purpose of advancing the Association objectives
- 2. To serve as an ex-officio member of all committees of this Association
- 3. To preside at all meetings of this Association and the executive Council To deliver a presidential address at the annual meeting.
- 4. To submit a written report of the activities of the office at the annual meeting
- 5. To appoint and notify special committees when considered necessary
- 6. To make interim appointments in case of vacancies in committees
- 7. To perform such duties as may be provided in these By-laws.

B. President-Elect (Vice-President)

It shall be the duty of the President-Elect:

- 1. To assist the President as requested in the performance of the duties of the President
- 2. To fill the unexpired term of the President in the event such a vacancy occurs.
- 3. To act as Chair of the nomination committee.
- 4. To succeed to the office of President, without election, after serving a two- year term as President Elect

C. Secretary

It shall be the duty of the Secretary:

1. To keep the records and minutes and corporate seal of the Association.
2. To act as Secretary at all assembly and Executive Council meetings.
3. To request a written report from each committee chair sixty (60) days before the annual meeting to be included in the Annual report.
4. To notify members of upcoming meetings (not less than 2 weeks for general/special meetings and not less than 30 days before an annual meeting by written, electronic or verbal notice
5. To conduct any necessary correspondence, monitor the association email account and website
6. To request an updated member list from CDHA to enable the Association to maintain an accurate register of all members and their addresses.
7. To perform other such duties as may be designated by the Executive Council.

D. Treasurer

It shall be the duty of the Treasurer:

1. To serve as custodian of all monies of this Association and to keep current, accurate accounts of all receipts and disbursements
2. To present a Treasurer's Report upon request at general meetings of this Association.
3. To submit a financial statement at the end of the fiscal year for presentation at the annual general meeting
4. To document the annual budget for the upcoming year for presentation at the annual general meeting.
5. To perform other such duties as may be designated by the Executive Council.

E. Immediate Past President

It shall be the duty of the Immediate Past-President:

1. To serve as ex-officio member of the Executive Council.
2. To perform other such duties as may be designated by the Executive Council.

SECTION 5 - CDHA Representative

The Executive Council of the Association may appoint a representative or hold an election with the general membership to elect the CDHA Board of Directors Representative.

The CDHA Board of Directors Representative is not a voting member of the Executive Council.

The duties in this capacity shall include:

1. To act as official delegate of this association at the Board sessions of the CDHA.
2. To serve as a liaison between the CDHA and this Association.
3. To report to the active and life members of this Association all non-confidential proceedings and actions taken by the CDHA at the board meetings.

CHAPTER 6: COMMITTEES

SECTION 1 – Objectives

The objectives of the standing and special committees, except as otherwise provided, shall be the initiation and carrying out of projects related to their respective fields.

SECTION 2 – Name and Number

The committees of this Association shall be unlimited and shall be determined by the Executive Council from time-to-time.

SECTION 3 – Eligibility

All members of the committees must be active or life members in good standing of this Association or approved by Executive Council.

SECTION 4 – Nomination Procedure

Chairs of committees can be appointed or elected at a general meeting of the Association. The members of committees shall volunteer or be appointed by the respective Chairs

SECTION 5 – Vacancy

In the event of a vacancy in the chair of any committee, the Executive Council shall make an interim appointment.

SECTION 6 – General Rules Pertaining to the Committees

1. The Chair of each committee will submit a written report to the Association's Secretary at least thirty (30) days prior to the Annual meeting
2. The Chair shall be responsible for the presentation of a budget for the ensuing fiscal year upon request from the Executive Council
3. Committees shall develop terms of reference and any proposed activities, which are not covered within the terms of reference, must be sanctioned by the membership of the Association before action is taken thereon.
4. When a new Chair is designated, the former Chair shall turn over to the Treasurer of this Association any funds on hand and to the new Chair all pertinent subject matter of the committee.
5. The majority of the committee members shall constitute a quorum.
6. All committees shall keep a record of all correspondence and reports. An annual report shall be sent to the President of the association upon request.

SECTION 7 – Special Committee

Special committees shall be created and appointed as prescribed in the By-laws.

CHAPTER 7: SCIENTIFIC SESSIONS

SECTION 1 – Objectives

Scientific sessions of this Association for the presentation and discussion of subjects pertaining to the art and science of Dental Hygiene.

SECTION 2 – Management and General Arrangements

The Executive Council or Continuing Education Committee shall provide for the management of, and make all arrangements for, each scientific session as may be designated in these By-laws.

SECTION 3 – Registration and Admission

Admission to all sessions and clinics of the Association may be limited to members in good standing of this Association or a constituent Association of the CDHA. Non-member registrants may be charged a special registration fee, at the discretion of the Executive Council, for the privilege of attending the scientific session.

Chapter 8: Indemnification of Association Members

No member of this Association shall, merely by reason of such membership, be or become liable for any of its debts or obligations, unless such debts or obligations are incurred through negligence or wilful misconduct on the part of the member.

Chapter 9: Amendments to the By-laws

The By-laws of this Association may be amended by two-thirds ($\frac{2}{3}$) affirmative vote of the members of this Association present at a meeting duly called for the purposes of amendment or at an annual meeting of members, where quorum is constituted. A copy of such proposed amendments and/or revisions shall be provided electronically or in writing to the general membership at least thirty days (30) prior to the session at which action upon such proposed changes is to be taken. Members shall have the option to vote by proxy if they cannot be present for the vote.

Such amendments, when approved by the members of this Association, shall come into effect immediately.

Chapter 10: Dissolution

The Association may be dissolved only with the assent given in writing and signed by the members entitled to cast two-thirds (2/3) of the votes. Written notice of a proposal to dissolve setting forth the reasons therefore and the disposition to be made of the assets, which shall be consonant with Article 14.02 hereof shall be mailed to every member at least ninety (90) days in advance of any action taken.

Upon dissolution of the Association, the assets, both real and personal, of the Association, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted to the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the recorded covenants in deeds applicable to the properties unless made in accordance with the provisions of such covenants and deeds.