



NSDA Constitution & Bylaws

CONSTITUTION

CHAPTER 1 Incorporation

The Nova Scotia Dental Association is incorporated by Chapter 147 of the Acts of the legislature of Nova Scotia 1891, as contained in the Dental Act, Chapter 68, Revised Statutes of Nova Scotia 1992.

CHAPTER 2 Mission

To serve and advance the interests of the dentists of Nova Scotia.

CHAPTER 3 Objects

The objects of the Nova Scotia Dental Association shall be:

- (a) to promote the welfare of the members
- (b) to advance the art and science of Dentistry
- (c) to inform and educate the general public upon the advances of the maintenance of oral health
- (d) to initiate and sustain measures designed to improve the oral health of the public
- (e) to hold meetings, clinics and seminars to refresh and increase the professional knowledge and abilities of the members
- (f) to support publications to effect professional and social communication between the members
- (g) to maintain communications with other health professions and with others having an interest in oral health both public and private.



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BYLAWS

No. 1 A Bylaw relating generally to the transaction of the business and affairs of the Nova Scotia Dental Association.

ARTICLE 1 Location

The head office of the Association shall be in the Municipality of the City of Halifax, in the Province of Nova Scotia, or at such place therein as the Annual Meeting may from time to time determine.

ARTICLE 2 Membership

Clause 1 Active Member

Every dentist who has paid the active member dues of the Association and holds a license issued by the Provincial Dental Board of Nova Scotia is an active member of the Nova Scotia Dental Association.

Clause 2 Honorary Member

Persons who have rendered valuable service to the Association and such other persons as may be determined by the Governing Council shall, with their own consent and on approval of the Governing Council, be Honorary members of the Association.

Clause 3 Life Member

An active member in good standing for a minimum of 35 years.

Clause 4 Student Member

Any student enrolled as an undergraduate, graduate, or post-graduate in dentistry in a Faculty of Dentistry in Nova Scotia or an active member who has enrolled in a graduate or post-graduate course of study accredited by the Canadian Dental Association or American Dental Association, upon application for student membership.



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Clause 5 Associate Member

Any former active member in retirement or in practice outside of Nova Scotia will upon approval of Governing Council and upon payment of the appropriate dues, become an Associate Member.

Clause 6 Supporting Member

A person having an interest in the well being of the Association and who does not qualify as an Active, Honorary, Life, Associate or Student Member, shall be eligible to apply for membership as a Supporting Member and will, on approval of the Governing Council and upon payment of the appropriate dues, become a Supporting Member.

Clause 7 Voting Privileges

Only Active members and Life members shall have voting privileges at general meetings, special meetings or annual meetings of the Association.

Clause 8 Eligibility for Nomination and Election

Only Active Members, Honorary Members in practice and Life members in practice are eligible for nomination and election to Elective Officer positions. All members are eligible for nomination and election to committees, working groups and task forces of the Association.

ARTICLE 3 Annual Dues

Clause 1 Determination

The annual dues payable by each classification of members shall be determined from time to time by the Annual Meeting.

ARTICLE 4 Annual Meeting

Clause 1 Timing

The Annual Meeting of the Association shall be held each year as near the end of the fiscal year of the Association as is feasible but, in any event, within 180 days of the fiscal year end.



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Clause 2 Location

The time and place of the Annual Meeting shall be determined by the Governing Council.

Clause 3 Notice

Three months' notice of the time and place of the Annual Meeting shall be sent to each member by the Executive Director. A second notice of the time and place of the same meeting shall be sent to the members 21 days prior to the meeting and shall include the proposed agenda.

Clause 4 Quorum

Ten percent (10%) of the voting members shall constitute a quorum at the Annual Meeting of the Association.

Clause 5 Rules of Order

Sturgis' "Standard Code of parliamentary Procedure" shall be the Rules of Order followed in conducting the Annual Meeting and all other meetings of the Association.

ARTICLE 5 Special Meetings and General Meetings

Clause 1 Protocol

Special Meetings and general meetings of the Association shall be called by the President upon decision by the Governing Council or upon petition by 10% of the voting members.

Clause 2 Notice

Ten days' notice of such meeting, containing the time and place of the meeting, shall be sent to the members by the Executive Director.

Clause 3 Agenda

The agenda of any special or general meetings shall be sent to the members by the Executive Director with the final notice of meeting.

Clause 4 Quorum



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Ten percent (10%) of the voting members shall constitute a quorum at any special or general meeting of the Association.



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ARTICLE 6 Officers

Clause 1 Elective Officers

Elective officers of the Association shall be the President, the President-Elect, the Vice-President, the Immediate Past President.

Clause 2 Term

The Elective officers shall be installed at the Annual Meeting and hold office until their successors shall have been elected and installed at the next Annual Meeting.

Clause 3 Appointive Officers

The appointive officers of the Association shall be the Annual Meeting Chairman, the Executive Director and the Secretary-Treasurer. The position of Executive Director and Secretary-Treasurer may be combined or separate.

Clause 4 Term

The appointive officers shall be selected and engaged by the Governing Council and shall hold office until relieved of duty by the Governing Council.

Clause 5 Incapacity or Death

Should one of the Elective Officers cease being able to serve due to incapacity or death, the most recent Past-President willing and able to serve shall return to the Table Officers Committee for the remainder of that elective year and, should more than one Appointive Officer cease being able to serve, the most senior officer and failing that the Governing Council shall call a Special Meeting of the Association to fill vacancies as necessary.

ARTICLE 7 Roles and Responsibilities of Officers

Clause 1 President

- (a) shall be the Chief Elected Officer of the Association
- (b) shall be the chief spokesperson for the Association
- (c) shall preside at meetings of the Table Officers Committee
- (d) shall be an ex-officio member of all Committees
- (e) shall ensure the Association is in observance of the Constitution and Bylaws



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- (f) shall represent the Association on all official occasions unless an alternative representative is named by the Table Officers Committee
- (g) shall deliver a presidential address at the Annual Meeting of the Association
- (h) shall appoint, upon consultation with the Operations Management Committee, members to fill ad interim any vacancies on any Standing Committee of the Association which may occur between Annual Meetings
- (i) shall appoint special committees when deemed necessary
- (j) shall report to all meetings of the Governing Council and to the Annual Meeting for the Governing Council
- (k) shall be responsible for calling sessions of the Governing Council and the Table Officers Committee
- (l) shall perform such other duties as usually devolve upon such officer
- (m) shall continue to be the representative to the Canadian Dental Association Annual General Meeting and Special Meetings of the Members

Clause 2 President – Elect

- (a) shall assist the President as requested in the performance of his duties
- (b) shall assume the office of President upon the conclusion of his term as President-Elect and the simultaneous retirement of the President without further elective procedure
- (c) shall assume the rights and duties of the President in the event of the death, illness or absence of the President or upon the direction of the President
- (d) shall act as Chairman of the Nominating Committee
- (e) shall act as Chairman of the Operations Management Committee
- (f) shall be a member of the Governing Council
- (g) shall attend the Canadian Dental Association Annual Meeting as an observer

Clause 3 Vice-President

- (a) shall succeed to the office of President-Elect at the next Annual Meeting in the year following his election as Vice-President
- (b) shall assist and support the President and President-Elect in the performance of their duties
- (c) shall be a member of the Governing Council, the Operations Management Committee, and the Table Officers Committee
- (d) shall be responsible for coordinating and facilitating communication to the membership, particularly through the Nova Scotia Dental Association electoral district representatives

Clause 4 Immediate Past President

- (a) shall assist the President as requested in the performance of his duties
- (b) shall be a member of the Governing Council
- (c) Shall be a member of the Table Officers Committee



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- (d) shall chair the Remuneration Committee
- (e) shall chair the Honours and Awards Committee

Clause 5 Annual Meeting Chairman

- (a) shall preside at the Annual Meeting
- (b) shall perform such duties as custom and parliamentary usage require

Clause 6 Executive Director

- (a) shall act as the Chief Executive Officer of the Association, and be responsible to the Table Officers Committee for the day-to-day operations of the Association
- (b) shall recommend to the Table Officers Committee a budget for the types and number of staff members required, identifying the salaries and benefits to be provided
- (c) shall select and dismiss all employees, except as otherwise provided in these Bylaws, and direct and administer the staff of the Association
- (d) shall coordinate the activities of Committees and perform such other duties as usually accrue to the office or as may be designated by the Governing Council or these Bylaws
- (e) shall keep copies of letters written by the Executive Director and files of correspondence received
- (f) shall keep a true record of each meeting of the Governing Council, the Table Officers Committee, the Operations Management Committee, the Annual Meeting, and any other general meetings
- (g) shall notify representatives of meetings
- (h) shall represent the Association to outside groups as required
- (i) shall implement decisions of the Annual Meeting, Governing Council, and Table Officers Committee
- (j) shall be custodian of records, minutes, books, and papers, documents, moneys, securities, and the Seal of the Association
- (k) shall pay all accounts and keep accurate records of receipts and disbursements
- (l) shall sign contracts which commit the Association to the acquisition of goods and services or the provision of administrative services
- (m) shall prepare budgets and financial statements as required by the Governing Council
- (n) shall collect annual membership dues
- (o) shall attend meetings of the Table Officers Committee and the Governing Council unless otherwise notified by those bodies
- (p) shall furnish a personal surety bond in the amount determined by the Governing Council, the premium of which shall be paid by the Association

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- (q) shall offer advice on policy matters to the Annual Meeting, Councils, and Committees

ARTICLE 8 Annual Meeting – Powers and Duties

Clause 1 Powers

- (a) shall be the legislative body of the Association
- (b) shall be the authoritative body of the Association
- (c) shall enact, amend and repeal the Bylaws governing the Association
- (d) shall adopt and amend the Code of Ethics of the Association
- (e) shall adopt, amend and repeal the Mission Statement and the Objects of the Association
- (f) shall establish the dues for all classes of membership

Clause 2 Duties

- (a) to establish, amend, or repeal Association policy and position
- (b) to elect the elective officers of the Association
- (c) to elect the appointees of the Association to the Provincial Dental Board
- (d) to receive the Report of the Nominating Committee and elect members to Standing Committees as required by these Bylaws
- (e) to receive, revise, and establish the Budget of the Association
- (f) to receive from the Governing Council a complete and itemized account of all its actions taken ad interim except upon those matters specifically delegated to the Governing Council by these Bylaws
- (g) to receive and dispose of reports from the President, the Governing Council, Standing Committees, and any Special or Ad Hoc Committees and the Financial Statement
- (h) to serve as the court of appeal for any matters under dispute within the Association

Clause 3 Notice of Motion

- (i) Members shall by way of a Notice of Motion inform the Executive Director in writing at least 45 days in advance of the meeting of any motion to be placed on the floor of the meeting which would establish, amend or repeal an Association policy.
- (ii) Notices of Motion so provided shall be forwarded to all voting members with the final notice of meeting.

ARTICLE 9 Governing Council

Clause 1 Composition

Chairman (non-voting)
President
President-Elect
Vice-President
Immediate Past President
Electoral District Representatives
Specialist Society Representative (non-voting)
Provincial Dental Board Representative (non-voting)
Executive Director (ex officio)

Clause 2 Elections

- (i) The Vice-President shall be elected by the Annual Meeting.
- (ii) The Electoral District Representatives shall be elected by electoral district elections.

Clause 3 Electoral Districts

- (i) There shall be six (6) electoral districts:

District #1: Halifax County, Guysborough County
District #2: Inverness County, Richmond County, Cape Breton County, Victoria County
District #3: Lunenburg County, Queens County
District #4: Shelburne County, Yarmouth County
District #5: Cumberland County, Colchester County, Pictou County, Antigonish County
District #6: Hants County, Kings County, Annapolis County, Digby County

- (ii) Each Electoral District is entitled to one representative on the Governing Council for the first one hundred and fifty voting members addressed in the electoral district and an additional representative where voting members addressed in the electoral district are one hundred and fifty-one or more.
- (iii) The Nominating Committee shall, in each electoral district where a vacancy exists, call for nominations for electoral district representatives; and upon



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receiving nominations greater than the number of seats vacant shall conduct an electoral district election within that electoral district.

- (iv) Where no nominations are received by the Nominating committee, the seat shall remain vacant for that electoral year.
- (v) Where an electoral district representative is unable to complete a term the Nominating Committee shall conduct an electoral district election to fill the vacancy.
- (vi) Electoral District representatives shall serve for a three-year term with a maximum of two consecutive terms.
- (vii) Only members address in an Electoral District may be nominated as a representative of that Electoral District.
- (viii) Only members addressed in an Electoral District may participate in an election for that Electoral District.
- (ix) Notwithstanding Subsection (vii) and (viii) of Clause 3, Governing Council may receive and adjudicate requests from members to participate in an Electoral District election process other than in the addressed electoral district.

Clause 4 Appointees

- (i) The Governing Council shall appoint annually a voting member to be the Chairman of the Governing Council.
- (ii) The Governing Council shall appoint annually an active member to represent the Association at the Canadian Dental Service Plans Inc. annual meeting, who shall exercise the Association's corporate responsibilities.
- (iii) The Nova Scotia Society of Dental Specialists shall annually be requested to appoint a member to represent the Society.
- (iv) The Provincial Dental Board of Nova Scotia shall annually be requested to appoint a dentist who is a member of the Board to represent the Board.

Clause 5 Powers

- (a) shall determine ad interim policies which govern the Association and its activities
- (b) shall approve ad interim all resolutions and opinions of the Association
- (c) shall conduct the affairs of the Association
- (d) shall as it deems necessary direct the President to call a Special meeting of the Association

Clause 6 Duties

- (a) to propose to the Annual Meeting an annual budget
- (b) to propose to the Annual Meeting Association policy and position



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- (c) to receive, consider, and act upon submitted resolutions from the Annual Meeting, the Operation Management Committee, and the Table Officers Committee
- (d) to submit a report of its actions to the Annual Meeting
- (e) to provide direction to the Operations Management Committee and the Table Officers Committee upon request and as deemed necessary
- (f) to receive reports from the Operations Management Committee and the Table Officers Committee on their respective activity
- (g) to engage the Executive Director and approve his annual remuneration
- (h) to be the trustees of all funds, properties and other assets of the Association
- (i) to determine the date and place for convening each Annual Meeting
- (j) to cause all accounts of the Association to be audited by a chartered accountant at least once per fiscal year
- (k) to submit a summary of the business of any Council meeting to the Association voting members
- (l) to appoint members to ad hoc committees and task forces of the Council, and to appoint their chairs
- (m) to grant memberships pursuant to these Bylaws
- (n) to approve nominations for recipients of Association awards, prizes and honors
- (o) to authorize and approve all contracts, agreements, or the distribution of funds relating to any insurance and investment program
- (p) to recommend to the Annual Meeting Bylaw, Constitution, and Code of Ethics amendments
- (q) to review and approve the Annual Suggested Fee Guides of the Association
- (r) to perform such other tasks or duties which are consistent with the intent of Bylaws
- (s) to meet semi-annually and at other times as necessary
- (t) to appoint the Association's representative at the Annual Meeting of C.D.S.P.I.
- (u) to annually appoint a chairman to preside at the Annual Meeting and Governing Council meetings

ARTICLE 10 Table Officers Committee

Clause 1 Composition

The Table Officers Committee is composed of the President (Chair), President-Elect, Vice-President, Immediate Past President, and Executive Director (ex-officio).

Clause 2 Powers



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- (a) shall, on behalf of the Council, establish interim policy when the Council is not in session where such action in the discretion of the Table Officers is essential to the affairs of the Association, provided that such action be reported to the Council within fourteen days and reviewed at the next session of the Council
- (b) shall establish administration guidelines in consultation with the Executive Director
- (c) shall engage the Association office premises, and engage Association personnel through the Executive Director

Clause 3 Duties

- (a) to recommend to the Operations Management Committee activities for committee consideration and coordination
- (b) to recommend to the Governing Council the terms of employment and remuneration of the Executive Director
- (c) to, in consultation with the Executive Director, determine the salary and terms of employment of all other Association personnel
- (d) to prepare the budget for carrying on the activities of the Association for recommendation to the Governing Council
- (e) to appoint representatives and delegates to external organizations where such appointments are not the stated responsibility of the Annual Meeting, the Governing Council, or the Operations Management Committee
- (f) to prepare policy recommendations for Governing Council consideration as requested by the Council or as necessitated by the ongoing affairs of the Association
- (g) to ensure all moneys, securities, deeds and real property are secured and accounted for
- (h) to submit a report of Committee activity to each Governing Council meeting
- (i) to provide advice upon request to all Association committees, task forces, working groups, representatives, and delegates
- (j) to ensure adequate administration resources are available to carry out the Association's activities
- (k) to be the editorial board for the publication Nova Scotia Dentist
- (l) to perform such other duties as may be designated by the Annual Meeting or the Governing Council not inconsistent with these Bylaws

ARTICLE 11 The Operations Management Committee

Clause 1 Composition



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The Operations Management Committee shall consist of the President, President-Elect (Chairman), Vice-President, the Chairs of the Standing Committees and the Executive Director, ex officio.

Clause 2 Powers

- (i) shall implement Association policy and positions through the standing committees, ad hoc committees, and task forces
- (ii) shall allocate tasks to the appropriate committees, consistent with their terms of reference
- (iii) shall determine the annual work plan for standing committees

Clause 3 Duties

- (i) to prepare and submit to the Table Officers Committee an annual budget for committee and task force activities
- (ii) to prepare for Governing Council consideration reports, position papers, policy statements, and action plans for ongoing and proposed Association activity
- (iii) to provide direction, assistance, and support to all standing committees, ad hoc committees, and task forces
- (iv) to perform such duties as may be designated by the Governing Council or these Bylaws
- (v) to receive from all standing committees, ad hoc committees and task forces within the jurisdiction of the Operations Management Committee reports of the committee/task force activity
- (vi) to appoint chairs and members of ad hoc committees and task forces within Operations Management Committee jurisdiction
- (viii) to appoint members to committees and task forces to complete terms of members who are not completing their terms
- (ix) to report to the Governing Council on the activities of all committees and task forces within its jurisdiction

ARTICLE 12 Standing Committees

Clause 1 The Standing Committees shall be:

Clinical Practice Committee
Economic Research and Development Committee
Professional Development and Assistance Committee
Communications Committee



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Nominating Committee
Remuneration Committee
Honours and Awards Committee



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Clause 2 Term

The term of service for Standing Committee members who are not specifically appointed by title shall be three years with eligibility for election to a second consecutive three-year term. Thereafter a period of one year shall elapse before the member becomes eligible for re-election to the same Committee.

Clause 3 Clinical Practice Committee

(A) Composition

seven members, including a chairman, one member to be a member of the Faculty of Dentistry, Dalhousie University

(B) Mission

to promote the clinical practice of dentistry through the development and review of standards and guidelines

(C) Duties

- (i) to develop and review standards of clinical care and practice for dentistry
- (ii) to research and respond to issues related to clinical practice
- (iii) to review and evaluate work being done elsewhere on methods of clinical dentistry and to undertake studies of new methods where appropriate
- (iv) to liaise with all groups outside the Association when necessary for the execution of committee duties
- (v) to report to the Operations Management Committee
- (vi) to present to the Annual Meeting a report on Committee activity

Clause 4 Economic Research and Development Committee

(A) Composition

seven members, including one specialist appointed by the Society of Dental Specialists of Nova Scotia, one of the seven to be chairman of the committee and one to be chairman of the Third Party Sub-Committee



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(B) Mission

- (i) to conduct economic research and monitor dental practice costs in order to formulate the Suggested Fee Guides of the Association
- (ii) to supervise the activities of the Third Party Sub-Committee

(C) Duties

- (i) to undertake all studies required to monitor the status of dental practice costs
- (ii) to deal with all matters pertaining to economic research and review of economic policy of the Association regarding dental practice
- (iii) to review and recommend annually Suggested Fee Guides for the Association
- (iv) to inform all interested third parties of any and all Suggested Fee Guide revisions
- (v) to supply statistics and other information required by the Third Party Sub-Committee to negotiate tariffs for government sponsored dental plans
- (vi) to participate with other dental organizations as deemed appropriate by the Governing Council in economic research and development
- (vii) to determine the requirements for professional assistance in the tasks of economic research and Suggested Fee Guide development and retain and supervise consultants with approval of the Governing Council
- (viii) to report to the Operations Management Committee
- (ix) to present to the Annual Meeting a report on Committee Activity

Sub-Clause 1 Third Party Sub-Committee

(A) Composition

five members, including a chairman, who shall be selected from the Economic Research and Development Committee

(B) Mission

to act on behalf of the Association on all matters respecting third party dental plans including government tariffs and tariff negotiations



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(C) Duties

- (i) to foster good relations and liaise between members of the Association and public and private third party carriers
- (ii) to develop and inform the members of protocols for dealing with third party carriers
- (iii) to make recommendations to public and private carriers regarding structure of dental plans and extent of coverage
- (iv) to make recommendation to government funded programs regarding structure of the programs, scope of services and plan beneficiaries
- (v) to negotiate tariffs for government sponsored dental plans and enter into, subject to final approval of the Governing Council, contractual agreements with government
- (vi) to assist the public, the members or prepaid plan agencies in resolution of matters of concern, problems or disagreements between the parties
- (vii) to monitor third party communications to members
- (viii) to investigate, monitor and assess prepaid dental plan trends
- (ix) to liaise with dental organizations and other groups outside the Association as required to discharge the duties of the Sub-Committee
- (x) to report to the Economic Research and Development Committee

Clause 5 Professional Development and Assistance Committee

(A) Composition

seven members, including a chairman

(B) Mission

- (i) to promote improvement in the profession of dentistry through provision of practice management and other assistance programs
- (ii) to organize the mandatory continuing education process and facilitate its evolution
- (iii) to serve as the focus for dental student liaison

(C) Duties

- (i) to provide for ongoing practice management assistance for members in buying/establishing, operating, and selling a dental practice
- (ii) to develop and monitor professional assistance programs designed to aid members with chemical dependency or substance abuse problems; provide practice management crisis intervention; and encourage mentoring for new graduates



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- (iii) to conduct a review and make recommendations to a member regarding cases where Association initiated discipline is required or a member facing a discipline hearing requires assistance
- (iv) to liaise with undergraduates at the Dalhousie Dental School on behalf of the Association
- (v) to liaise with the joint Provincial Dental Board Continuing Education Committee
- (vi) to liaise with the Continuing Education Department of the Faculty of Dentistry
- (vii) to develop and deliver or oversee delivery of continuing education programs required to ensure that adequate continuing education is available to the profession
- (viii) to report to the Operations Management Committee
- (ix) to present to the Annual Meeting a report on the Committee activity

Clause 6 Communications Committee

(A) Composition

seven members, including a chairman

(B) Mission

to provide, facilitate and monitor communications with the public, the Canadian Dental Association, allied dental personnel groups and the membership

(C) Duties

- (i) to direct communication with the public regarding dental health education, issue response, news and marketing of dental services
- (ii) to liaise with the Communications Steering Committee or its successors of the Canadian Dental Association
- (iii) to direct communications with the members through *Dispatch*, *Nova Scotia Dentist*, and other appropriate vehicles
- (iv) to direct communications between the Association and allied dental personnel groups to encourage awareness and coordination of programs undertaken by each group
- (v) to develop and provide training required by officers of the Association, Committee Chairmen, and Governing Council Representatives
- (vi) to report to the Operations Management Committee
- (vii) to present to the Annual Meeting a report on committee activity

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Clause 7 Nominating Committee

(A) Composition

three members, including two Past-Presidents and the President-Elect, who shall be chairman

(B) Mission

to present to the Annual General Meeting a slate of candidates for all vacancies occurring in the elective structure of the Association, and to administer the electoral process in the electoral districts

(C) Duties

- (i) to nominate, with the nominees' consent, a slate of candidates to fill all elective offices required at the Annual General Meeting
- (ii) to seek nominations for all electoral district vacancies on the Governing Council
- ((iii) to conduct an election in each electoral district where an election is necessary to fill a vacancy on the Governing Council
- (iv) to report to the Annual General Meeting

Clause 8 Remuneration Committee

(A) Composition

three members, including the Immediate Past-President who shall be chair, the next most recent Past-President and one other active member

(B) Mission

to recommend remuneration policy for the position of the Executive Director and to recommend the content of employment contracts and agreements with staff

(C) Duties

to perform all duties described in the Terms of Reference for the Committee

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Clause 9 Honours and Awards Committee

(A) Composition

three members, including the Immediate Past-President, who shall chair, and two other active members, one of whom shall have 15 or more years as an active member

(B) Mission

to assist the Association ensure its members and deserving others are recognized for their contribution to the profession and society at large

(C) Duties

to perform all duties described in the Terms of Reference for the committee

Clause 10 Sub-Committees

- (a) Standing Committees may, from time to time, establish a sub-committee and delegate to a sub-committee specific tasks and functions of the Standing Committee subject to the expressed approval of the Operations Management Committee.
- (b) Sub-Committees may be comprised of one or more persons but shall be chaired by a voting member of the Association.
- (c) Appointments to a sub-committee shall be the responsibility of the Operations Management Committee.

ARTICLE 13 Elections

Clause 1 Vacancies

At each Annual meeting there shall be held elections to fill all vacant elective positions in the Association required to be filled by action of the Annual Meeting.

Clause 2 Eligibility



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Only voting members are eligible for nomination and election to elective positions.

Clause 3 Consent

No member shall be elected to any office or position in his absence unless his consent in writing to act in such capacity in the event of election has been obtained.

Clause 4 Nominations

In addition to the slate of candidates provided by the Nominating Committee, the Chairman of the Annual Meeting shall call for additional nominations from the floor for all vacant elective positions requiring an election before calling for the vote.

Clause 5 Voting

Voting shall be by voice or ballot as may be expedient. A majority of the votes cast shall be required to elect. In the event of a tie, a second ballot shall be taken. In the event of there being more than two candidates for a position and no candidate receiving a majority, the candidate receiving the fewest votes shall be dropped from the slate. This procedure shall be continued until one candidate receives a majority.

Clause 6 Electoral Districts

As per Article 9 Clause 3.

ARTICLE 14 Auditors

The Annual Meeting shall engage auditors to examine the financial transactions of the Association and these auditors will report to the Annual Meeting next following their appointment.

ARTICLE 15 Amendments to Bylaws

Amendments to the Bylaws may be proposed by any member of the Association in good standing, and shall be in the hands of the Executive Directory ninety days before the Annual meeting at which they are to be discussed, and shall be incorporated in the final notice of the meeting sent to the members.



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ARTICLE 16 Seal of the Association

There shall be an official seal of the Association, the imprint of which must appear on all official documents and papers.

ARTICLE 17 Number and Gender

Except where the context otherwise requires, words importing the singular number only shall include the plural and vice-versa, and words importing a specific gender shall include the other gender.