

CONSTITUTION

1. NAME

The name of the study club is Australian Association for Laser Dentistry (AALD) (formed as in the Memorandum of Association 2006).

2. INTERPRETATION

In these rules unless the contrary intention appears:

“Club” means Australian Association of Laser Dentistry

“Committee” means the Committee of Management.

“Meeting” means a general meeting of members of the club convened in accordance with these rules.

3. OBJECTS AND PURPOSES

3.1 To promote Laser Dental Science and Research and the maintenance of the honour and interests of the Dental Profession, by the aid of the following:

- (i) Periodical Meetings of Members of the Club.
- (ii) The reading of papers on Dental and other subjects and clinical demonstrations including also casual communications and discussions there on.
- (iii) Post graduate courses.

3.2 To cultivate a spirit of fellowship.

3.3 To establish high professional and clinical standards for the practice of Dentistry.

3.4 To maintain affiliation with the Australian Dental Association.

3.5 To support, protect and advance the profession of Dentistry.

3.6 To do all such lawful things as are incidental or conducive to the attainment of the above objects.

4. MEMBERSHIP

4.1 The members of the Club shall consist of Ordinary Members, Life Members, Honorary Members, and *Associate Members (being non dentists associated with and having active involvement with lasers and the laser industry)*.

4.2 All Ordinary members and applicants for Ordinary membership shall be members of the Australian Dental Association Inc, *except associate members as outlined in 4.1*, and if an ordinary member ceases to be a member of the Australian Dental Association Inc. such member shall automatically cease to be a member of the Club.

- 4.3 The members of the Club shall be limited to the Foundation members (see First Schedule). Should a vacancy occur through any reason the vacancy shall be filled by ballot at the Monthly meeting of the Club on a majority of not less than three quarters of the members voting either personally or by proxy. Any nomination for such vacancy must be proposed and seconded by two Club members and given to the Secretary one month before the date of the meeting held to consider the election. The Secretary will advise Members by letter fourteen days before the meeting.
- 4.4 A member by payment of his subscription agrees to be bound by the Constitution of this Club and on these conditions alone is entitled to the privileges of the Club. No member shall be absolved from the observance of the Constitution on the plea that he has not received a copy of them.
- 4.5 Any member of the Dental Profession or any person who may have rendered distinguished service to the Club or in any other walk of life may be elected a Life member or an Honorary member of the Club at any meeting on a two thirds majority of the members present and voting. The Secretary will advise members fourteen days before the meeting of the name of the proposed Life member or Honorary member. Life members should come from the membership of the Club.

5. SUBSCRIPTIONS

- 5.1 The subscription fees for each class of membership shall be such sum as the club shall determine from time to time by resolution of a general meeting.
- 5.2 The annual subscription shall be payable within thirty days of it being levied. Any member who has not paid his subscription within thirty days of the due date shall there upon ipso facto cease to be a member of the club and shall be notified by the Secretary to that effect. The Committee in their absolute discretion for good and sufficient reasons shall have power to re-instate such members on such terms as to payment of arrears as they think fit to impose.
- 5.3 Life Members and Honorary Members shall be exempt from the annual subscription.
- 5.4 Should any member be unable to take an active interest in the Club, he may with the consent of the Committee obtain leave of absence for twelve months without payments of his subscription.
- 5.5 Upon written application to the Committee setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the Club for a specified length of time.
- 5.6 A Life Member or Honorary Member shall have the privilege of attending the meetings of the Club, but shall have none of the liabilities of the members as regards subscriptions and shall not be entitled to vote.

6. TERMINATION OF MEMBERSHIP

6.1 The resignation of any member of the Club shall be in writing (addressed to the President or Secretary) and shall be accepted by the Committee, provided that all indebtedness of the said member to the Club has been paid. Such resignation shall take effect at the time such notice is received by the President or Secretary unless a later date is specified in the notice when it shall take effect on that later date.

6.2 If a Member –

- (i) is convicted of an indictable offence; or
- (ii) fails to comply with any of the provisions of these Rules; or
- (iii) conducts himself in a manner considered to be injurious or prejudicial to the character of interests of the Club.
- (iv) has his/her registration termination or made conditional

The Committee shall consider whether his membership shall be terminated.

6.3 Any person whose membership of this Club has been terminated in any manner shall forfeit all interest in any funds belonging to the Club.

6.4 The membership of any member who is absent from three consecutive regular Monthly meetings shall be terminated unless he has leave of absence or is excused from the Committee for good and sufficient reason.

6.5 The membership of any member may be terminated by the Club for a reason which the Committee may deem to be sufficient by the vote of not less than three quarters of the Members thereof at a Special General meeting of the Club called for that purpose.

The member shall be given at least ten days notice in writing of such pending action in order that he may have the opportunity of appearing before the members to state his case; service of such notice shall be made by personal delivery or by registered letter to his last known address.

7. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

7.1 A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Committee.

7.2 Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by him of such notice, a special general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to present fully his case and the Committee or those members thereof, who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of three quarters of the members voting personally or by proxy.

7.3 Where a person whose application is rejected, does not appeal against the decision of the Committee within the time prescribed by these Rules or so appeals by the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

8. REGISTER OF MEMBERS

8.1 The Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Club and the dates of their admission.

8.2 Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Committee or the members at any general meeting may require from time to time.

8.3 The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

9. THE COMMITTEE

9.1 The Committee shall consist of:

The President
Vice-President
Secretary/Treasurer
Two other members elected by the Club

9.2 The Committee shall be empowered to do all this is necessary to achieve the objects and purposes of the Club.

9.3 The Committee shall have the power to appoint such officers and employees as are required to carry out the objectives of the Club and may delegate any of its powers to such officers and employees.

9.4 Three members of the Committee shall constitute a quorum.

9.5 The Committee may appoint an ordinary member to fill a casual vacancy and such a committee member shall hold office until the Annual General Meeting of the Club and shall be eligible for re-appointment.

9.6 All Committee Members will be ordinary members of the Club. All Committee members retire at the Annual General Meeting.

10. ELECTIONS FOR THE COMMITTEE

10.1 Prior to the Annual General Meeting the Secretary will call for nominations for the positions of executive officers. The nomination must be signed by the nominee together with the signatures of the proposer and seconder. Election shall be by ballot and the ballot papers shall be drawn up and distributed by the Secretary seven days clear before the meeting held for such a purpose.

11. DISQUALIFICATION OF COMMITTEE MEMBERS

11.1 The office of Committee Members shall become vacant if a committee member:

- (i) is disqualified by the Dental Act;
- (ii) is permanently incapacitated by ill health;
- (iii) is absent without the consent of the Committee for more than three consecutive meetings;
- (iv) resigns by notice in writing accepted by the Committee.

11.2 Any member of the Committee may resign from membership of the Committee at any time by giving notice in writing to the Secretary that such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a General Meeting of the Association where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

12. DUTIES OF OFFICERS

12.1 President: It shall be the duty of the President to preside at meetings of the Club and Committee and to perform such other duties as ordinarily pertain to his office.

12.2 Vice President: It shall be the duty of the Vice President to preside at meetings of the Club and Committee in the absence of the President and to perform such duties as ordinarily pertain to his office.

12.3 Secretary: The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Committee meeting shall be signed by the Chairman of that meeting, or the Chairman of the next succeeding Committee meeting, verifying their accuracy. The minutes of every general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting. Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

- 12.4 Treasurer: It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the Club at its Annual Meeting, and at any other time upon demand by the Committee and to perform such duties as pertain to his office. Upon his retirement from office he shall turn over to successor or the President, all funds, books of account or any other Club property in his possession.

13. MEETINGS

- 13.1 Ordinary meetings shall be held on a regular day and week (for example, every second month) unless otherwise ordered by the Committee.
- 13.2 Unless otherwise decided by the Club at its monthly meetings, the Annual General Meeting shall be held in July of each year for the election of officers and transaction of general business.
- 13.3 Special Meetings of the Club may be called by the President at any time. A Special meeting may be called on the written application of eight members of the club. Seven days notice hereof shall be given and the notice shall specify the purpose for which such Special meeting shall be called; and no business other than specified shall be transacted at the Special meeting.
- 13.4 Special meetings of the Committee may be called by the President at any time. A special meeting of the Committee may be called on the written application of any three members of the Committee. Seven days notice hereof shall be given and the notice shall specify the purpose for which such special meeting shall be called; and no business other than specified shall be transacted at the Special meeting of the Committee.
- 13.5 The presence of eight members at any Ordinary or Special meeting shall be considered a quorum.
- 13.6 The presence of three members at any Ordinary or Special meeting of the Committee shall be considered a quorum.

14. VOTING RIGHTS

- 14.1 Members present either in person or by proxy shall be entitled to one vote.
- 14.2 All matters shall be determined by open voting unless a ballot is demanded by at least three members present.
- 14.3 The President or Chairman shall have a deliberate or casting vote.

15. PROXIES

- 15.1 The instrument appointing a proxy shall be in writing under the hand of the appointor and shall be deposited with the Secretary before the opening of the meeting.

16. RULES

16.1 No rule of By-law shall be made, altered or repealed at an Annual General Meeting or Special Meeting unless a written notice specifying the nature of the proposed amendment shall have been given to the Secretary at least one month prior to such a meeting.

16.2 The rules shall bind the Club and every member to the same extent as if they had respectively signed them and agreed to be bound by all of the provisions thereof.

17. PROCEEDINGS AT MEETINGS

17.1 The following matters should be addressed at Ordinary meetings:

- (i) Reading and confirming the minutes.
- (ii) Treasurer's monthly statement.
- (iii) Business arising out of the minutes.
- (iv) Correspondence and communications and business arising therefrom.
- (v) Any other business the President may desire to bring forward.
- (vi) Incidents of practice.
- (vii) Lecture for the meeting and discussion thereon.

18. ACCOUNTS

18.1 The income of the Club, wheresoever derived shall be used and applied solely in the promotion of its objects and exercise of its powers.

18.2 All money cheques, bills and bank notes belonging to the Club shall, as soon, and as far as convenient after the same have been received, be paid to or deposited with the Club's bankers for the time being, on account of the Club and no money so paid or deposited shall be paid out or delivered by the Club's bankers except on the draft cheque or order of the President countersigned by the Treasurer or by such other persons as the Committee may from time to time determine.

19. FINANCIAL YEAR

19.1 The financial year of the Club shall be the period ending June, at which time the Annual General Meeting shall be held.

20. AUDITOR

20.1 Following the Annual General Meeting an auditor who is not a member of the Club shall be appointed by the Committee to hold office until the next Annual General Meeting. If at any time the office of auditor shall become vacant, the Committee may appoint a replacement to act until the next Annual General Meeting.

20.2 At least once in each Financial year of the Club, the accounts of the Club shall be examined by the auditor who shall certify as to the correctness of the accounts of the Club.

21. DOCUMENTS

21.1 The Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

22. DISSOLUTION

22.1 All members shall be notified in writing at least twenty-one days prior to the date set for consideration of a special resolution to wind up the Club.

22.2 The dissolution shall be deemed to have commenced from the date when such resolution has been passed.

22.3 INCOME AND PROPERTY CLAUSE

The income and property of the Australian Association of Laser Dentistry whensoever derived shall be applied solely towards the promotion of the objects of the Australian Association of Laser Dentistry as set out herein and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to or amongst the members of the Australian Association of Laser Dentistry. Provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of monies advanced by him or of remuneration to any officers or servants of the Australian Association of Laser Dentistry, or other person in return for any services actually rendered to the Australian Association of Laser Dentistry Provided that nothing herein contained shall be construed so as to prevent the repayment to any member of out of pocket expenses and interest on money lent or hire of goods or rent for premises demised to the Australian Association of Laser Dentistry

WINDING-UP / DISSOLUTION CLAUSE

If upon winding-up or dissolution of Australian Association of Laser Dentistry there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Australian Association of Laser Dentistry , but shall be given or transferred to some other club having objects similar to those of this Australian Association of Laser Dentistry and which shall prohibit the distribution of its or their income and property amongst its or their members, and which is a fund, authority or institution approved by the Commission of Taxation as a fund, authority or institution in accordance with current taxation legislation.

22.4 AMALGAMATIONS CLAUSE

In furtherance of the objects of the Australian Association of Laser Dentistry to amalgamate with any one or more incorporated organisations having objects similar to those of the Australian Association of Laser Dentistry and which shall prohibit amongst its or their members to an extent at least as great as that imposed upon this club and which is a fund, authority or institution approved by the Commission of Taxation as a fund, authority or institution in accordance with current taxation legislation.

FIRST SCHEDULE

Foundation Members of: Australian Association for Laser Dentistry

BRISBANE

Dr David Cox
Dr Graham Thomas
Dr Justin Darby
Dr Richard Outridge
Prof Laurie Walsh
Dr Lloyd Wong
Dr Ngheim Doan
Dr Paul Close
Dr Ralph Kelsey
Dr Sundeep Kaur
Dr Grace Woodson

COUNTRY

Dr John Wills
Dr Martin Webb