

CONSTITUTION OF THE NEW BRUNSWICK  
DENTAL HYGIENISTS' ASSOCIATION /  
L'ASSOCIATION DES HYGÉNISTES  
DENTAIRES DU NOUVEAU BRUNSWICK

Revised september 2015

- I. The name of this association is the New Brunswick Dental Hygienists' Association/ Association des hygiénistes dentaires du Nouveau Brunswick herein after referred to as "the Association".
- II. The mission of the Association is as follows: The NBDHA exists for its members as the voice and vision of the dental hygiene profession. We are committed to promoting and advocating professional growth and education which contributes to the oral health and wellbeing of residents of New-Brunswick.(Sept 2015)
- III. The objectives of the Association are:
- a. To cultivate, promote and sustain the art and science of dental hygiene among members of the dental hygiene profession;
  - b. To represent and safeguard the common interest of members of the dental hygiene profession in New Brunswick; and
  - c. To contribute toward the improvement of the dental health of the public
- IV. Organization
- This organization is a non-profit organization. If this association shall be dissolved, no part of the funds shall be distributed among members but after payments of indebtedness, its surplus funds shall be transferred to the Canadian Dental Hygienists' Association/ Association canadienne des hygiénistes dentaires.
- V. Definitions
- a. "NBDHA" or "AHDNB" means New Brunswick Dental Hygienists' Association and l' Association des hygiénistes dentaires du Nouveau Brunswick.
  - b. "CDHA" or "ACHD" means Canadian Dental Hygienists' Association and l'Association canadienne des hygiénistes dentaires.
  - c. "Constituent Association" means a provincial or territorial dental hygienist organization that has entered into a Protocol Agreement with the CDHA/ACHD
  - d. "Protocol Agreement" means an agreement that outlines division of roles and responsibilities between the CDHA/ACHD and the NBDHA/AHDNB.

- e. “Members” means any member of the NBDHA/AHDNB stated in the category of membership Chapter 1, Section 2 Classification of the By-Laws.
- f. “Voting member” means and Active or Life member of the NBDHA/AHDNB.
- g. “In Good Standing” means that the member has no outstanding provincial and national dues and is not under suspension or expulsion by a provincial/territorial licensing body.

## VI. Code of Ethics

The Code of Ethics of the Canadian Dental Hygienists’ Association/Association canadienne des hygiénistes dentaires, shall govern the professional conduct of the members of the Association.

# BY-LAWS OF THE NEW BRUNSWICK DENTAL HYGIENISTS ASSOCIATION/ L’ASSOCIATION DES HYGIÉNISTES DENTAIRE DU NOUVEAU BRUNSWICK

## **Chapter 1 Membership**

### Section 1- General

1. The subscribers to the Association and such other persons as are entitled to membership in accordance with these by-laws and none others shall be members of the association and are entitled to have their name recorded in the Registrar.

### 2. Provincial/National Affiliation

The NBDHA is a constituent association member of the CDHA Canadian Dental Hygienist Association and as such all Provincial Members are National Members entitled to Director’s representation on the CDHA NATIONAL BOARD. Both Associations shall share their adopted bylaws and all attempts will be made to avoid creating bylaws that conflict with those of the other Association. See Appendix A- Constitution Agreement

### Section 2- Classification

The members of this Association shall be classified as follows:

- i. Active
- ii. Life
- iii. Support

- iv. Student member
- v. Graduate member

### Section 3- Qualifications

A. Active member- any dental hygienist who is legally eligible to practice dental hygiene in New Brunswick and who is a member in good standing of this Association shall be classified as an active member upon payment of dues.

B. Life member- is awarded to an active member, in good standing, of the NBDHA/CDHA who have made an outstanding contribution to both dental hygiene and the association at the provincial\national level. Dental hygienists nominated for Life.

Membership shall fulfill the following qualifications:

- 1) They will have maintained NBDHA\CDHA membership in the active category for a minimum of 15 years.
- 2) They will have been involved in dental hygiene at the provincial\national level in an official capacity for a minimum of 10 years.
- 3) They will have made a significant contribution to the growth and achievement of the provincial\national association, compared with others involved for the same length of time and in similar capacities.

For nominations to be considered by the NBDHA, we require the written support of two NBDHA\CDHA members in good standing. Submissions must be accompanied by detailed curriculum vitae of the individual being nominated, as well as an outline of the accomplishments at the provincial\national level that the nominators consider worth of this award. Nomination must be received by February 29<sup>th</sup> of the given year. The nomination will be reviewed at the spring board meeting in order to have presentations done at the Annual General meeting in May. REVISED APRIL 02 2004.

C. Support member- an individual who is not a dental hygienist or a dental hygienist who is not working as a dental hygienist in the Province of New-Brunswick for the membership year, who supports and promotes the objectives of the Association and has been recommended under the by-laws shall be classified as support member upon payment of dues.

D. Student member- any person, who is a student in a dental hygiene program and has a NBDHA/CDHA student membership, shall be classified as a student member.

E. Graduate member – any student member as defined by CDHA, who is a recent graduate of an accredited entry level dental hygiene program; who has recently passed the National Dental Hygiene Certification Exam and supports the mission of CDHA/NBDHA. (Sept 2015)

#### Section 4- In Good Standing

Any member of this association who is:

- a) not under suspension or expulsion because of being found guilty of violating any rules under the NB College of Dental Hygienist; or the Constitution, By-laws and/ or Code of Ethics, (Sept 2015)
- b) whose provincial/national dues for the current year have been paid, and submission of appropriate application form, shall be considered a member in good standing of this Association.

#### Section 5- Termination of Membership

A membership in the NBDHA/CDHA is terminated when:

- a. the member dies or resigns;
- b. the member is expelled or their membership is otherwise terminated in accordance with the articles or by-laws;
- c. the member fails to remit membership fees within sixty (60) days after the due date.;  
or
- d. the NBDHA/CDHA is liquidated and dissolved under the Act.

#### Section 6-.Resignation

Any member in good standing with this association may withdraw in good standing from this association by delivering a written request to the Board of Directors and CDHA through the central office of the Association. Membership fees will not be refunded in whole or in part, nor carried forward.

#### Section 7- Reinstatement of Membership

Any member:

- a) who has resigned in good standing; or
- b) whose membership has expired or lapsed; or
- c) whose membership has been terminated for non-payment or late payment of fees may be reinstated upon payment of the fees and meeting membership requirements for the current fiscal year and any other outstanding charges.

## Section 8- Privileges

### a) Active and Life members:

An active or life member in good standing shall be eligible for:

- i. election or appointment to any Office or Committee of the Association;
- ii. shall be entitled to receive the annual certificate of membership;
- iii. any official publication of the Association;  
admission to scientific session of the Association on payment of applicable registration fees; and
- iv. enjoy all other services as provided by the Association for the benefit of its members.
- v. have voting privileges

### b) Support, Student and Graduate Members

Support, Student and Graduate members in good standing shall be entitled to receive:

- i. the annual certificate of membership;
- ii. any official publication of the Association;
- iii. admission to scientific session of the Association on payment of applicable registration fees; and
- iv. enjoy all other services as are provided by the Association for the benefit of its members.
- v. do not have voting privileges
- vi. can be eligible for election or appointment to any Office or committee upon the Board of Directors request.

## **Chapter II Meetings**

### 1. Board of Directors Meetings:

The Board of Directors meeting shall be four (4) times per year.

### 2. Annual General Meeting

- a) There shall be one (1) general meeting per year hereinafter referred to as the Annual General Meeting (AGM).
- b) Members shall be given fourteen (14) days written notice of a meeting.
- c) Election of officers shall be held at the AGM.
- d) The AGM shall be held within a reasonable time frame after receipt of the revised or audited financial statements. (Sept 2015)

### 3. Special general meetings:

- a) Special general meeting of the members of the Association may be called at any time by the President or by the Majority or by the Executive Council.

- b) Special general meetings of the members of the Association may be called at the request of the members by way of a petition signed by not less than five (5) members of the Association. This petition shall be presented to the President specifying therein the topics to be discussed. Within four (4) clear days of the receipt of such a request the President shall call a special general meeting to deal with the topics raised in the request.
- c) The business to be transacted at such a special general meeting shall be stated in the notice and no other business may be considered at that time

4. Quorum:

- a) A quorum of the AGM and all special general meetings shall consist of fifteen (15) members of the Association.
- b) The quorum of the Board of Directors meeting shall be a majority of the members holding office.
- c) The calculation of the size of the quorum will be made by the recording secretary at the time notice of such meetings is given.
- d) A meeting once called to order with a quorum may continue even if members leave the meeting, reducing numbers to less than a quorum. However there shall be no further valid transaction of business until quorum is again present.
- e) Board of Directors who declare a conflict of interest shall nonetheless be counted in determining a quorum.

### **Chapter III Rules of Order**

- 1. The rules contained in the most recent copy of “Eli Mina: The Guide to Better Meetings for Directors of Non Profit Organizations” shall govern all sessions of this Association.

### **Chapter IV Board of Directors –REVISED Sept 2015**

- 1. The executive council shall consist of the following officers:
  - a) President
  - b) President-Elect
  - c) Past-President
  - d) One member at large
- 2. The Board of Directors may consist of up to twelve (12) directors elected or appointed by the membership from the following members:
  - a) Executive Council
  - b) Area Representatives may consist of the following members:
    - i) Saint-John Representation
    - ii) Moncton Representation

- iii) Fredericton Representation
  - iv) Upper Saint-John River Representation
  - v) Miramichi Representation
  - vi) North Shore Representation
  - vii) Northwest Representation
- c) Members at large
  - d) Educator Representative from a New-Brunswick Dental Hygiene School
  - e) Student Representative from a New-Brunswick Dental Hygiene School
3. Observer status will be given to the CDHA representative and the NBCDH representative or any other organization or person invited by the NBDHA Board of Director to attend their meetings.
  4. The Executive Director is a contractual/paid position with the NBDHA is responsible for the successful leadership and management of the organization according to the strategic direction set by the Board of Directors. The ED is to attend all Executive Council meetings and Board meetings as an ex-officio member.
  5. The Executive Council and Board of Directors shall be elected as follows:
    - a) The election shall be conducted by secret ballot.
    - b) For the purpose of the election every member shall have one vote.
    - c) If any elected office should become vacant before the expiration of the full term of office, that position shall, within a reasonable time, be filled by election or appointment as per Chapter III (2)
    - d) The by-election shall follow the procedure as specified under “Eli Mina”.
    - e) A member may be removed from office by a special resolution of the members of the Association at any general meeting.
  5. Voting rights and privileges
    - a) Each member of the Board of Director is entitled to one vote, however only those in attendance at any meeting may vote. The Executive Director has no voting privileges.
    - b) In case of equality of votes, the Chair shall cast the deciding vote.
  6. Duties of the Board of Directors are as follows:

The affairs of the NBDHA/AHDNB shall be governed by the Board of Directors, which shall supervise, control and direct all activities. The Board of Directors shall actively pursue the mission and goals of the Association and may adopt such rules and regulations for the

conduct of its business as may be deemed advisable. The Board may delegate to any Board member, Executive Director and/or committees any or all powers, duties and authority of the Board of Directors, which may lawfully be granted.

- a) The President shall:
  - i. Have a term of office for one year.
  - ii. Preside all meetings of the Executive Council and Board of Directors
  - iii. Preside all general meetings of the Association
  - iv. Perform such other duties as are normally incident to the office of President of such an association.
  - v. Follow job description as per Appendix B
  - vi. Shall become Past-President.
- b) The President Elect shall:
  - i. Have a term of office for one year.
  - ii. In absence or disability of the President, possess all the power and perform all the duties of the office of the President.
  - iii. Follow job description as per Appendix B.
  - iv. Shall become President.
- c) Past President
  - i. Have a term of office of one year.
  - ii. In absence or disability of the President and President-Elect, possess all the power and perform all the duties of the office of the President.
  - iii. Follow job description as per Appendix B
- d) The Area Representatives, Members at Large and any other Board Member shall:
  - i. Attend board meetings as notified
  - ii. Represent and inform members in there designated areas.
  - iii. Determine the policies and rules, which shall govern the Association in all its activities
  - iv. Follow job description as per Appendix B

## **Chapter V Dues and Finances**

1. The Executive, prior to the AGM, shall determine annual dues of active, support, student and graduate members.
2. A person becomes a member of this Association by submitting a completed application form and paying such fees as determined by the Association.



## **Chapter VI Fiscal Year**

The fiscal year of the association shall be from February 1<sup>st</sup> to January 31<sup>st</sup> of each year. (Sept 2015)

## **Chapter VII General Fund**

The general fund shall be used for paying all incurred expenses by the Association, unless specifically allocated to other funds.

## **Chapter VIII Execution of Documents**

1. Written contracts and documents requiring the signature of the NBDHA/AHDNB, other than cheques, shall be signed by the President and any other executive member as decided by the Board of Directors.
2. Cheques of the NBDHA/AHDNB shall be signed by two of the three signing officers designated by the Board of Directors. A person receiving reimbursement of expenses cannot be a signing officer on their own cheques.

## **Chapter IX Remuneration and Expense Reimbursement**

1. A reasonable remuneration for all Board of Directors may be fixed by the Board.
2. Board of Directors may be reimbursed for reasonable expenses incurred by them in performance of their duties to the NBDHA/AHDNB in accordance with the current expense policy (see Appendix C).

## **Chapter X AD Hoc Committees**

The Ad Hoc Committees of the Association shall be unlimited in number. All members of Committees must be members in good standing of the Association at the time of their appointment and must maintain this membership throughout their term of office.

## **Chapter XI Standing Committees**

Each standing committee shall consist of at least three members. The Chairman of the Standing Committee shall be an active member appointed by the Board of Directors. The Chairman and Executive Council shall create a terms of reference for the committee as per its needs. The term of office of Standing Committee shall be one (1) year. (Sept 2015)

## **Chapter XII Special Committee**

The term of office of the Special committee shall be as necessary. The President shall appoint a

chairman who will select at least two (2) members to form a committee.

### **Chapter XIII NBDHA Official Representatives**

1. The following are appointed representative positions:

NBDHA Public Relations Officer: The Executive Council may appoint a Public Relations Officer as deemed necessary.

2. The following are the elected representative positions:

NBDHA Director on the CDHA Board of Directors: This is an elected office with a term of three years to represent the members from New-Brunswick on the CDHA Board of Directors.

### **Chapter XIII Board Vacancies**

1. The seat of a Board Member shall be deemed to be vacant upon the death, resignation or disqualification of the Board member.
2. If the seat of a Board member becomes vacant the Board of Directors may:
  - i) leave the seat vacant
  - ii) request to appoint or elect another replacement Director for the duration of the term; or
  - iii) appoint a voting member in good standing for the remainder of the term.

### **Chapter XIV Amendments**

1. The by-law may be amended, revised or repealed, and new by-law added by a resolution passed by any meeting of the Association, provided that notice by four (4) clear days has been given to the members of the intended amendment, revision, repeal or addition.
2. The recording secretary shall endorse each amendment, revision, repeal of, or any addition to the by-law in the Constitution and By-law of the New-Brunswick Dental Hygienists Association, and shall file each such amendment, revision, repeal of, or any addition with the CDHA.