



ONTARIO SOCIETY OF ENDODONTISTS

Constitution and Bylaws
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OSE Constitution

ARTICLE I - NAME

The name of the organization shall be the Ontario Society of Endodontists hereinafter called “the Society” or “this Society”.

ARTICLE II - PURPOSE

The purpose of this Society is:

The advancement of the art and science of Endodontics and its application, maintain and improve the health of people in Ontario.

As a section of the Ontario Dental Association, this Society will represent all Endodontists of Ontario in all matters of mutual interest.

ARTICLE III - ORGANIZATION AND DISSOLUTION

This society is a body of Endodontists in the Province of Ontario and is a non profit organization. If this Society is dissolved at any time, no part of its funds or property shall be distributed to, or among its members but after the payment of all indebtedness of the Society, the remaining funds shall be used to foster the art and science of Endodontics in a manner to be determined by the then governing body of the Society.

ARTICLE IV - MEMBERSHIP

The Membership of this Society shall consist of Endodontist and other members of the dental profession whose qualifications and classifications shall be established in Chapter I of the By-laws.

ARTICLE V - DUES

The dues and fees of the Society shall be established in Chapter IV of the By-laws.

ARTICLE VI - GOVERNMENT

Section 1. Legislative Body - The legislative body of this Society shall be the General Assembly as provided in Chapter II of the By-laws.

Section 2. Administrative Body - The administrative body of the Society shall be the Executive Officers as provided in Chapter III of the By-laws.

ARTICLE VII - OFFICERS

Executive Officers: The Executive of the Society shall be a President, a President-Elect, a Treasurer, a Secretary and a Chairman of the constitution and By-laws committee.

ARTICLE VIII - ANNUAL SESSION

The annual session of the Society shall be composed of the annual session of the General assembly as provided in Chapter II of the By-laws.

ARTICLE IX - PRINCIPLES OF ETHICS

The principles of ethics of the Society shall be the Principles of Ethics of the Ontario Dental Association as directed by the Royal College of Dental Surgeons of Ontario and shall govern the professional conduct of the members of this Society.

ARTICLE X - AMENDMENTS

This constitution may be amended at any annual or extraordinary session on recommendation of the Executive Officers and two thirds vote of the members of the General Assembly present and voting, provided that the proposed amendment has been submitted in writing to all active members at least sixty (60) day prior to the date on which the vote is taken.

This constitution also may be amended at any annual session on recommendation of the Executive Officers and on unanimous vote of the members of the General Assembly present and voting, provided that the proposed amendment has been presented in writing at a previous meeting of said session.

BY-LAWS

CHAPTER I - MEMBERSHIP

Section 1. Classification: The members of this Society shall be classified as follows:

- a) Active Member
- b) Honorary Member
- c) Retired Member
- d) Life Member
- e) Student Member
- f) Disabled Active
- g) Full Time Academic Staff Member
- h) Affiliate Member

Section 2. Qualifications: The qualifications for membership shall be:

- a) **Active Member:** A Dentist certified in Endodontics by the Royal College of Dental Surgeons of Ontario may become an Active Member on approval of his nomination by the Executive Officers and election by the General Assembly.

- b) Honorary Member:** A person who has made outstanding contributions to the art and science of Endodontics may become an Honorary Member on nomination by the Executive Officers and on election by the General Assembly. Honorary Members should not have been eligible for active membership in the association.
- c) Retired Member:** An Active Member in Standing for at least ten years including the period of time in student membership, if any, who is not qualified for life membership but who has completely retired from teaching and/or practice, shall be eligible to become a Retired Member upon application to, and at the discretion of the Executive Officers. Retired Members status shall become effective on January 1st of the year following the acceptance by the Executive Officers.
- d) Life Member:** An Active Member who has been an Active Member for twenty five (25) consecutive years, including the period of time in Student Membership, if any or a member who has maintained consecutive membership since the inception of the Ontario Society of Endodontist and who has attained the age of sixty-five (65) years, shall be eligible for Life Membership upon application to, and at the discretion of the Executive Officers. Life Members Status shall become effective on January 1st of the year following acceptance by the Executive Officers.
- e) Student Member:** A Dentist who is enrolled in an approved post-graduate or graduate program in Endodontics, may be classified as a Student Member on the recommendation of the Executive Officers and election by the General Assembly. At successful conclusion of the program in Endodontics, the Student Member will require to submit a new application for membership.

f) Disabled Active Member: An Active Member of this Society who is unable to engage in any duties of the dental profession for period of one year due to a medical disability and who was an active member in good standing at the time the disability occurred, shall be exempt from the payment of dues and shall remain in good standing during the period of disability. A permanently Disabled Member, to be exempt from dues payment, shall submit to the secretary a medical certificate attesting to said permanent disability. A temporarily Disabled Member, to be exempt from dues payment, shall also submit a medical certificate that must be renewed annually.

g) Full Time Academic Staff Member: A dentist certified in Endodontics by the Royal College of Dental Surgeons of Ontario, who is engaged in the full-time teaching of endodontics, may become a Full Time Academic Staff Member on nomination by the Executive Officers and election by the General Assembly.

h) Affiliate Member: Any Endodontist who does not hold a current license to practice in Ontario. Membership must be approved by the Executives of the Ontario Society of Endodontists.

Section 3. Nominations and Election to Membership:

a) A Dentist certified in Endodontics by the Royal College of Dental Surgeons of Ontario may become eligible for membership upon payment of the annual dues. He will be nominated by the Executive Officers to the General Assembly and elected by a three fourths affirmative vote of all Active Members present and voting.

b) Nominations for Honorary Membership shall be made by the Executive Officers to the General Assembly where a unanimous vote of all Active Members present and voting shall be necessary for election.

- c) Nominations for Retired Membership shall be made by the Executive Officers to the General Assembly where a unanimous vote of Active Members present and voting shall be necessary for election.
- d) Nominations for Student Membership shall be made by the Executive Officers to the General Assembly where a unanimous vote of the Active Members present and voting be necessary for election.
- e) Nominations for Disabled Active Membership shall be made the Executive Officers to the General Assembly where a unanimous vote of Active Members present and voting shall be necessary for election.
- f) Nominations for Full Time Academic Staff shall be made by the Executive Officers to the General Assembly where a unanimous vote of the Active Members present and voting shall be necessary for election.
- g) Nominations for Life Member shall be made by the Executive Officers to the General Assembly where a unanimous vote of Active Members present and voting shall be necessary for election.
- h) Nominations for Affiliate Member shall be made by the Executive Officers to the General Assembly where a unanimous vote of Active Members present and voting shall be necessary for election.

Section 4. In Good Standing: A member of this Society who is not under final sentence of suspension or expulsion and whose dues for the current calendar year have been paid shall be considered as a member in good standing.

Section 5. Privileges of Membership:

- a) Active Members:** Shall have all the privileges of the society including the right to vote, to make nominations and to hold office.

- b) Honorary Members:** Shall have all the privileges of Active Members except the right to vote, to make nominations and to hold office.

- c) Retired Members:** Shall have all the privileges of Active Members except the right to vote, to make nominations and to hold office.

- d) Disabled Active Members:** Shall have all the privileges of the society including the right to vote, to make nominations and to hold office. Disabled Active Members shall be listed on the membership roster as Active Members.

- e) Full Time Academic Staff Members:** Shall have all the privilege of the society including the right to vote, to make nominations and to hold office.

- f) Life Members:** Shall have all the rights of Active Members including the right to vote, to make nominations and to hold office.

- g) Affiliate Members:** Shall have all the rights of an Active Member excluding the right to vote and hold office.

CHAPTER II - GENERAL ASSEMBLY

Section 1. Name and Composition: The governing body of this Society shall be composed of all Active Members and Full Time Academic Members of this Society.

Section 2. Following Powers: The General Assembly shall have the

- a) It shall be the supreme legislative body of this society.
- b) It shall have the power to enact, amend and repeal the Constitution and By-laws of this Society on recommendation of the Executive Council (Incumbent Executive Officers).
- c) It shall have the power to elect all members of this Society.
- d) It shall have the power to approve all memorials, resolutions and recommendations made in the name of the Society.
- e) It shall have the power to elect the Executive Officers.
- f) It shall have the power to elect members of committees and boards not otherwise provided for in these By-laws.
- g) It shall serve as the final court of appeal from decisions of the Executive Council (Incumbent Executive Officers on any disciplinary action taken against any members of this Society.

Section 3. Sessions: The General Assembly shall meet at least annually at a time and place determined by the Executive Officers. The annual session of the General Assembly may be postponed provided that written notice of such postponement is sent to all active (voting) members immediately following the action of the Executive Officers.

Section 4. Quorum: One third of the voting members of the General Assembly shall constitute a quorum for the transaction of business.

Section 5. Name and Number of Committees: The General Assembly shall have the following standing committees.

- a) Committee on Constitution and By-laws
- b) Committee on Annual and Scientific Sessions Professional Development
- c) Committee on Public and Professional Relationships
- d) Committee on Economics of Practice

Section 6. Special Committees: Special Committees of this Society shall be appointed on authorization of the Executive Officers. The terms of all members of special committees shall lapse at the annual session following which they were appointed unless re-authorized by vote of the General Assembly. All special committees shall be composed of Active Members.

- a) **Nominating Committee:** This Committee shall consist of three Past Presidents, each serving a term of 3 years, the Senior Past President to serve as chairperson. The chairperson of the nominating committee shall not be a member of the executive committee.

b) Mediations Committee: This committee shall consist of the past-past President, the past-past-past President, and the past-past-past-past President each serving a term of 3 years. The Senior Past President is to serve as the chairperson.

Section 7. Composition and Term of Standing Committees: All standing committees of this society shall be composed of Active Members for a term of one (1) year.

Section 8. Officers: The Chairman of all standing and special committees shall be appointed by Executive Officers unless otherwise provided in these By-laws.

Section 9. Vacancy: Any vacancy in the membership of a standing or special committee shall be filled by the president who shall appoint a successor until the next session of the General Assembly, which shall then elect a successor for the remainder of the unexpired term.

Section 10. Nomination and Elections of Standing Committees: Members of standing committees shall be nominated by the committee chairman and approved by the Executive Officers.

Section 11. Duties of Standing Committees: The following shall be the duties of the standing committees of this society:

a) Committee on Constitution and By-laws shall examine the Constitution and By-Laws, and, from time to time, make such suggestions for amendment as necessary to increase the administrative efficiency of the society. The committee shall consider all proposed amendments and shall submit them to the Executive Officers for review before presenting them to the General Assembly for action.

- b) Committee on Annual and Scientific Sessions
Professional Development shall be in charge of all arrangements for the annual session and other scientific programs, subject to the increase the administrative efficiency of the society. The committee shall consider all proposed amendments and shall submit them to the Executive Officers for review before presenting them to the General Assembly for action.
- c) Committee on Annual and Scientific Sessions Professional Development shall be in charge of all arrangements for the annual session and other scientific programs, subject to the approval of the Executive Officers.
- d) Committee on Public and Professional Relations: The duties of this committee shall be designated by the Executive Officers.
- e) Committee on Economics of Practice: The duties of this committee shall be designated by the Executive Officers.
- f) The mediations committee shall mediate disputes between members of the profession and members of the public as directed to by the executive, the ODA, or the Academy of Dentistry.

Section 12. Quorum: A majority of the total number of members of any committee shall constitute a quorum for the transaction of business.

CHAPTER III - EXECUTIVE OFFICERS

Section 1. Name and Number: The Executive Officers of this society shall be six (6) in number and shall be designated as President, President-Elect, Immediate Past President, Treasurer, Secretary, and Chairman of Committee of Constitution and By-laws.

Section 2. Duties of Executive Officers:

A. It shall be the duty of the President to:

- a) Call and preside at all meetings of the Executive Officers and general assembly.
- b) Be a member ex-officio of all committees.
- c) Appoint all committees not otherwise provided for.
- d) Perform such duties pertinent to his/her office.

B. It shall be the duty of the President-Elect to:

- a) In absence of the president, assume all duties of his/her office.
- b) Succeed to the office of President in the event of vacancy. Be Chairman of the Committee on Annual and Scientific Sessions-Professional Development.

C. It shall be the duty of the Immediate Past-President to:

- a) Advise the President in all manners pertaining to the affairs of the Society.
- b) Perform such other duties pertinent to his/her office.

D. It shall be the duty of the Treasurer to:

- a) Keep an accurate account of all money of the Society.
- b) Be responsible for all money of the Society for which he/she shall be bonded in an amount to be determined by the Executive Officers, the premiums for which shall be borne by the Society.
- c) Make an annual report to the President of the Society's finance and prepare an annual statement.
- d) Bill all members for dues and be responsible for their collection.
- e) Be responsible for the day to day financial dealings of the Society i.e. payment of Society bills.
- f) At the expiration of his/her term of office, he/she shall turn over to his/her successor, all records, books or other properties relating to his/her office. Prepare detailed list of all expenditures to be presented and approved at each executive meeting.
- g) Perform all duties pertinent to his/her office.

E. It shall be the duty of the Secretary to:

- a) Keep a record of all transactions of the Society.
- b) Attend to all correspondence.
- c) Keep all communications and copies of replies thereto.
- d) Notify all members of time and place of meetings.
- e) Keep an accurate list of all members together with their addresses and telephone numbers.

- f) Notify Executive Officers and members of their election or appointment.
- g) Make annual report to the President of all Society's activities.
- h) At the expiration of his/her term of office, he/she shall turn over to his/her successor, all records, books or other properties relating to his/her office.
- i) He/she shall be bonded in an amount to be determined by the Executive Officers, the premium for which shall be borne by the Society.

F. It shall be the duty of the Chairman of the Constitution and By-laws Committee:

- a) To examine the Constitution and By-laws and, from time to time, make suggestions for amendments as necessary to increase the administrative efficiency of the Society. The committee shall consider all proposed amendments and shall submit them to the General Assembly for action.

Section 3. Eligibility: Only an Active Member may serve as an Executive Officer of this society. Both the President and President-Elect shall be members of the Ontario Dental Association.

Section 4. Term of Office: All Executive Officers shall hold office for one (1) year. The operating year of this Society shall be November 1st to October 31st. The successors to the Executive Officers shall be installed at the session at which they were elected. The President-Elect shall succeed to the office of President, without further election at the annual session following that at which he was designated President-Elect.

Section 5. Nominations and Elections: Executive Officers shall be nominated from the floor at the first business meeting of the annual session, and election shall be by ballot.

Section 6. Vacancy:

- a) In the event the office of President becomes vacant, the President-Elect shall serve for the unexpired term in addition to serving the full term for which he was elected.
- b) In the event the office of President-Elect becomes vacant, the office of President for the ensuing year shall be filled at the next annual session in accordance with Chapter II of these By-laws, except that the ballot shall read "President-Elect".
- c) In the event the office of Secretary becomes vacant, the President shall appoint a successor pro-term until the next session of the General Assembly when a successor shall be elected.
- d) In the event the office of Treasurer becomes vacant, the President shall appoint a successor pro-tem until the next session of the General Assembly when a successor shall be elected.
- e) In the event that the office of Chairman of Constitution and By-laws Committee becomes vacant, the president shall appoint a successor pro-tem until the next session of the General Assembly when a successor shall be elected.

Section 7. Indemnification: The Ontario Society of Endodontists shall indemnify and hold harmless each officer, delegate and each member of the Executive Committee and all committees now and hereafter serving the society for and against and all claims and liabilities to which the member may be or become subject to by reason of his now or heretofore having been an officer and/or delegate and/or member of the executive committee and/or a committee of the society and/or by reason of his alleged acts or commissions as an officer and/or delegate and/or member of the executive committee and/or member of a committee aoresid and shall reimburse each officer, each delegate, each member of the executive committee and incurred by him or her in connection with defending against any such claim or liabilities arising out of his own negligence or willful misconduct. The foregoing rights of officers, delegates, members of executive committees shall not be exclusive of other rights which they may be entitled to lawfully.

CHAPTER IV - FEES, DUES AND FISCAL YEAR

Section 1. Fees and Dues:

a) Annual dues shall be payable at the beginning of each operating year.

Fee for Active Member: Membership dues shall be determined annually by the Executive and approved by a majority of those attending the annual session.

Fee for Honorary Member: There shall be no fees or dues for Honorary Members.

Fee for Retired Member: There shall be no fees or dues for Retired Members.

Fee For Student Member: There shall be no dues for Student Members. Student Members shall pay fees for meals and any ancillary costs related to Society Functions.

Fee for Disabled Active Members: There shall be no fees or dues for Disabled Active Members. Disabled Active Members shall pay fees applicable for Active Members for continuing education functions.

Fee for Full Time Academic Staff Member: The annual dues shall be 60% of Active Member's dues.

Fee for Life Members: There shall be no fees or dues for Life Members. Life Members shall pay fees applicable for Active Members for continuing education functions.

Fee for Affiliate Member: The dues shall be the same as for an Active Member.

- b) The due date for payment of annual dues shall be determined annually by the Treasurer and approved by a majority of the Executive.
- c) Members whose dues are not paid (received by the Treasurer) by the approved due date shall be considered in arrears and a late payment fee of \$25.00 will be assessed. The member in arrears will be required to pay the approved annual dues plus the assessed late fee before the member can be considered in good standing.
- d) Members in arrears will not appear in the annual "Ontario Society of Endodontists List of Members in Good Standing" for the affected year as directed by the Treasurer. The Treasurer will inform the publisher of the "Ontario Society of Endodontists List of Members in Good Standing" of all members in arrears and instruct the publisher to delete them from the "List" for the affected year.
- e) Members whose dues are not paid within ninety (90) days of notification shall be considered delinquent and suspended from membership.

f) A reinstatement fee of one hundred dollars (\$100.00), in addition to paying all indebtedness to the society will be necessary to re-establish membership. If reinstatement is requested after three or more years of non-payment of dues and/or special assessments, a new membership application must be submitted.

Section 2. Fiscal Year: The fiscal year of the society shall be the calendar year (January 1 to December 31).

Section 3. Borrowing Money: The Executive in whole or part shall not be permitted to borrow any monies on behalf of the Society unless approved by a majority of members in good standing attending a general meeting to which 60 days notice of said meeting has been given.

Section 4. Reserves: At any given time, there must be monetary assets of at least \$10,000.00 or a balance equal to one half the budgeted operating expenses for the current year, whichever is greater. Should the reserve fall below this amount, a special assessment on the membership will be levied.

CHAPTER V - ANNUAL SCIENTIFIC SESSION

Section 1. Time and Place: The annual scientific session shall be a part of the annual session of this society, as provided in Article VIII of the Constitution. The annual scientific session shall be held at such time and place as may be determined by the Executive Officers. In which the event of a declaration of extreme emergency, in accordance with the provisions of Chapter II of these By-laws, under the direction of the Executive Officers, the annual scientific session shall not be held for the duration of the extreme emergency.

CHAPTER VI - AMENDMENTS

Section 1. These by-laws may be amended at any session of the General Assembly by two-thirds affirmative vote of the members present and voting, provided that the proposed amendment shall have been submitted in writing at a previous session.

Section 2. These By-laws may be amended at any session of the General Assembly on recommendation of the Executive Officers and by an affirmation vote of the majority members present and voting provided that the proposed amendments shall have been submitted in writing to all members at least sixty (60) days prior to the date of the said session.

Section 3. The By-laws governing the dues and fees of members of this Society can be amended at the annual session provided that the proposed amendment shall have been submitted in writing to all members at least sixty (60) days prior to the date of said meeting.