



Dental Practitioners' Association Constitution and Rules

1) NAME OF THE ASSOCIATION, REGISTERED OFFICE AND LOGO

- a) The Association shall be known as "The Dental Practitioners' Association" or the "DPA" hereinafter called the Association.
- b) The Registered Office of the Association shall be 61 Harley Street, London W1G 8QU or such other location as may be determined from time to time by the Council.
- c) Use of the Association logo is not permitted in such a fashion that would imply that the the Association approves, endorses or authorises such use, without prior written permission.

2) AIMS OF THE ASSOCIATION

- a) The aims of the Association shall be:
 - i) To represent the interests of general dental practitioners.
 - ii) To maintain and increase the status of the profession.
 - iii) To negotiate and lobby to improve the terms and conditions of service for its members.
 - iv) To assist and provide services for members.

3) POWERS OF THE ASSOCIATION

For the purpose of implementing these aims, the Association acting through the Council shall have lawful authority

- a) To purchase land and to erect and furnish buildings thereon.
- b) To raise funds by borrowing monies up to any amount and to give security, charge or bond for securing repayment of the same.
- c) To hold, purchase, or take on lease any land or buildings and to sell, exchange, mortgage or lease, or build upon that land or buildings.
- d) To employ and remunerate staff and advisers.
- e) To engage in public relations activity in the interests of its members and the profession as a whole.
- f) To arrange for appropriate publications to communicate news and policies, both to its members and to other interested parties and to provide a forum for discussion.
- g) To organise meetings at national and at local level.
- h) To place funds on deposit to maintain a reserve fund of the Association.
- i) To approve investments made through the Trustees of the Association which may be in stocks, shares, debentures, securities or other investments or property of whatsoever nature desired, including freehold and leasehold property.
- j) To engage in such other activities as the Council shall from time to time consider to be in the interests of the Association, its members, or the profession.

4) THE COUNCIL OF THE ASSOCIATION

- a) The Council shall be the Principle Executive Committee of the Association.
- b) The Council shall pursue the Aims of the Association in accordance with its Powers.
- c) Council shall comprise not more than fifteen Individual Members elected by postal ballot, using the Single Transferable Vote according to the rules of the Electoral Reform Society.
 - i) 11 shall be elected from the constituency of England, the Isle of Man and the Channel Islands
 - ii) 2 shall be elected from the constituency of Scotland
 - iii) 1 shall be elected from the constituency of Wales
 - iv) 1 shall be elected from the constituency of Northern Ireland
- d) Members must practise wholly or mainly in the constituency for which they stand.
- e) The Chief Executive Officer shall lay down a timetable for the elections which must be completed at least four weeks prior to the Annual General Meeting.
- f) Members in arrears with their subscriptions on the date upon which the Elections are to take place shall be ineligible to stand in the election.
- g) The term of office for Council shall be three years. Council members shall take and leave office at the end of the relevant Annual General Meeting.
- h) In the event of a vacancy howsoever arising, the Council shall co-opt an eligible Individual Member who shall serve for the remainder of the Term or the period of incapacity.
- i) The Association shall reimburse an amount, according to scale set by Council, towards the travel and other expenses incurred by members on Association business.
- j) The Council shall normally meet at least three times a year.
- k) No member of the staff of the Association or adviser receiving remuneration from the Association shall be eligible to serve on the Council and no member of the Council shall be appointed to serve on the staff of the Association or as a paid adviser to the Association, until he or she has first resigned from the Council.
- l) Every member of Council is authorised and required to accept, on the Association's behalf, service of process and any notices required to be served upon the Association and shall be responsible for forwarding such to the Registered Office without delay.

5) RESPONSIBILITIES OF THE COUNCIL

The Council shall be responsible for:-

- a) Supervising the activities of the Association generally although day to day responsibility may be delegated to the Secretary, Treasurer and the Chief Executive Officer.
- b) Appointing and employing advisers to further the Aims.
- c) Deciding the dates of Annual, General and Special General Meetings.
- d) Deciding on the composition, powers and responsibilities of sub-committees and electing members to them.
- e) Determining subscription rates and making arrangements for their collection.

Constitution and Rules

- f) Ensuring that the Constitution and Rules are enforced.

6) CONFLICT OF INTEREST

- a) A member who is in any way, whether directly or indirectly, interested in a contract or arrangement, or a proposed contract or arrangement with the Association coming before the Council for discussion shall disclose his or her interest in advance and shall be ineligible to participate in that discussion or to vote on the relevant matter.
- b) A declaration must be made at the meeting at which the question is first taken under consideration. If the Member was not interested on that date a declaration must be made at the first meeting after he becomes so interested.
- c) If there is any doubt as to whether a Conflict of Interest occurs, the onus shall be on the Member to disprove a Conflict.
- d) A member of the Council is not disqualified by his office from contracting with the Association, nor should any contract with an interested Member be avoided.
- e) There shall be no liability between Council and its Members to account for any profit or loss which may or may not be realised from a contract or arrangement.
- f) A general notice that a Member is a member of a specified company or firm and is to be regarded as interested in any contract or arrangement which may be made with that company or firm, shall be deemed to be sufficient disclosure of interest in that respect. This disclosure shall be repeated at the first meeting of Council in each Term.

7) TYPES OF MEMBERSHIP

- a) Individual Membership
 - i) Any person who is eligible to be on the Dentists' Register providing that person is or was engaged wholly or mainly as a general dental practitioner and has not left the Register to avoid disciplinary proceedings.
- b) Group Membership
 - i) Any group of persons each eligible for Individual Membership, except that only one nominee shall have the rights of an Individual Member.
- c) Other Types of Membership
 - i) The Council shall have the power to determine what other types of membership shall exist at any time.

8) JOINING AND LEAVING THE ASSOCIATION

- a) Application for membership

A candidate for membership of the Association shall apply by completing the relevant form and submitting it to the Registered Office of the Association.
- b) Resignation from membership

A member wishing to resign from the Association shall do so in writing to the Registered Office of the Association and such resignation shall take effect from the date of receipt.
- c) Failure to pay subscription

Any member who fails to pay the subscription or is otherwise in arrears shall be deemed to have resigned and shall be removed from the list of members.

9) SUBSCRIPTIONS

- a) Subscriptions are due and payable in advance on the joining date and annually thereafter.
- b) Alterations in subscription rates shall take effect from 1st January or such other date as the Council may decide.
- c) The Council shall inform the Annual General Meeting of the rates proposed for the forthcoming year and shall give members at least three months' notice of a variation.
- d) No refund of subscriptions shall be allowed except in the case of error or omission.

10) CONDUCT OF MEETINGS

- a) Location and convening of Meetings.

Annual, General and Special General Meetings shall be held at such times and places and altered, postponed or cancelled as the Council may decide in accordance with these Rules.

Meetings of the Council and sub-Committees shall be held at such times and places and altered, postponed or cancelled as the Chairman may decide in accordance with these Rules.

- b) Notice, Agenda and Minutes

The Chief Executive Officer shall give fourteen days' notice of the times and places of meetings whenever possible and shall be responsible for convening meetings, distributing the Agenda and other relevant papers to those concerned and subsequently for circulating the Minutes.

- c) The accidental omission to send any notice, agenda, resolution, ballot, paper, circular or other document to any member, or the failure of any member to receive such, shall not invalidate any meeting or ballot.

- d) Quorum at Meetings

The quorum for the Annual and General Meetings of the Association shall be ten members and for Special General Meetings it shall be fifty. For all other meetings it shall be one third of the members entitled to be present and vote. If, half an hour after the time a meeting should have commenced, the quorum has not been reached then the meeting shall be cancelled.

- e) Voting rights and procedure

Resolutions must be proposed and seconded by Individual Members and shall be put to the vote.

Each Individual Member present and entitled to vote at a meeting may exercise one vote in respect of each matter being put to the vote. No vote by or on behalf of a member who is absent from the meeting shall be accepted. In the event of an equality of votes, the Chairman of the meeting shall have a second and casting vote.

Voting on any matter shall be by a simple majority on a show of hands and the Chairman of the meeting shall ensure that only those entitled to vote do so and shall count, or supervise the counting, of the votes

A ballot may be demanded by one-third of the voters present, either before or immediately after a vote, in which case, two scrutineers shall be appointed by the meeting who shall be responsible for the distribution and collection of ballot

Constitution and Rules

papers and who shall scrutinize and count the votes cast and report thereon to the Chairman of the meeting.

The results of all voting shall be declared to the meeting by the Chairman, and shall be conclusive.

f) Points of Order

The Chairman of a meeting shall have sole authority in deciding which points of order which may be raised at that meeting.

g) Adjournment

Any meeting may be adjourned if a resolution in favour of such an adjournment is adopted by two-thirds of those present and entitled to vote. At any subsequent meeting only the business appearing on the Agenda of the original meeting, or that portion of it which had not been concluded, may be considered and be the subject of decision.

11) ANNUAL GENERAL MEETING OF THE ASSOCIATION

- a) The Annual General Meeting of the Association shall be held at a time and place to be agreed by Council.
- b) It shall be the responsibility of the Chief Executive Officer to notify members of the date at least ten weeks prior to the meeting and to prepare the Agenda.
- c) Reports and Resolutions must be received at the Registered Office eight weeks before the meeting and the Agenda must be notified to members at least three weeks prior to the meeting.
- d) The following shall constitute sufficient notice to Members:
 - i) A notice on the web site of the Association.
 - ii) A notice in the journal of the Association.
 - iii) A notice in the dental press.
- e) It shall be the occasion for (and if required according to the Constitution and Rules) in this order:
 - i) The Chairman's Report.
 - ii) The Secretary's Report.
 - iii) The CEO's Report.
 - iv) The Treasurer's Report, including notification of the new subscriptions and submission of the audited accounts.
 - v) Election of a qualified Accountant to act as the Association's Auditor for the ensuing year.
 - vi) (Submission of and voting on any resolutions proposed in advance).
 - vii) (The election of the Officers of the Association).
 - viii) (Submission of and voting on any proposed changes to the Constitution and Rules).
 - ix) (Handover to new Council and Officers).
- f) The Minutes shall be published and if an objection is received in writing within four weeks of publication that matter shall be referred to Council for determination otherwise they will be accepted as a true record.

12) GENERAL AND SPECIAL GENERAL MEETINGS OF THE ASSOCIATION

- a) General Meetings of the Association may be convened at any time by the Council subject to the Rules applicable to the Annual General Meeting.
- b) Special General Meetings of the Association shall be convened by the Council when such are requisitioned by not less than fifty members of the Association acting together. Such a written requisition notice shall be sent to the Registered Office of the Association by recorded delivery post and shall set out the matters it is intended that the Special Meeting shall discuss.
- c) Special General Meetings shall take place as determined by the Council not less than twenty-one days nor more than forty-two days from the date upon which notice was received by the Association and the resolutions upon which it shall vote and the Agenda of the Special General Meeting shall be restricted to the matters so notified.

13) OFFICERS OF THE ASSOCIATION

- a) The Officers of the Association shall be responsible to Council and shall comprise:
 - i) The President
 - ii) The Chairman
 - iii) The Secretary
 - iv) The Treasurer
 - v) The Editor
 - vi) The Trustees (2)
- b) Election of Officers
 - i) Nomination

On the date of the election, all candidates must have been an Individual Member of the Association for at least one year and must not be in arrears with their subscription.
 - ii) Legislation

The Chairman and Secretary of the Association shall be the President and General Secretary for the purposes of the relevant legislation and officers affected by legislation shall be elected in accordance with it.
 - iii) Other Officers

All other Officers shall be elected from amongst the elected members of the Council, by the members present at the Annual General Meeting.
- c) Term of Office

The Term of Office shall be three years. Officers shall take and leave office at the end of the relevant Annual General Meeting. A limit of two consecutive Terms shall apply after which one Term must elapse before the individual can stand for the office previously held.
- d) Duties of Honorary Officers
 - i) President

The President shall be the senior officer of the Association and shall represent the Association at functions when requested to do so by the Council.
 - ii) Chairman

Constitution and Rules

The Chairman of the Association shall preside at all meetings of the Council and shall be entitled to attend all meetings of the Association and sub-committees and shall prepare a report to the Annual General Meeting.

iii) Secretary

The Secretary shall be responsible for the administration of the Association except that he may delegate the day-to-day running of the Association to the Chief Executive Officer and shall be entitled to attend all meetings of the Association and sub-committees and shall prepare a report to the Annual General Meeting.

iv) Treasurer

The Treasurer of the Association shall be responsible for ensuring the maintenance of properly kept Accounts and shall determine the budget except that he may delegate the day-to-day running of the finances to the Chief Executive Officer and shall present a report and audited accounts to the Annual General Meeting.

v) The Editor

The Editor shall be responsible for producing the Journal of the Association except that he may delegate the day-to-day administration of the advertising to the Chief Executive Officer.

vi) The Trustees

With the Treasurer, the Trustees shall be responsible for overseeing the invested funds of the Association and shall have the power to make inquiries and give directions as to the nature and extent of the invested funds and may not delegate this responsibility.

e) Vacant Office

An Officer who fails to attend two Council meetings in any Term without reasonable excuse shall be regarded as having resigned from Council.

In the event of a vacancy howsoever arising, the Council shall co-opt an eligible Individual Member who shall serve for the remainder of the Term or the period of incapacity.

14) CHIEF EXECUTIVE OFFICER

- a) The Chief Executive Officer shall be responsible to the Secretary for the day-to-day running of the Association in an efficient and timely manner including appointing and employing clerical and other staff and such other duties as may be communicated by the Secretary and Council from time to time.
- b) The Chief Executive Officer shall be responsible to the Treasurer for the financial management of the Association within the budget and shall prepare management accounts and liaise with and submit records to the Treasurer and the Accountant.
- c) The Chief Executive Officer shall be entitled to be notified of and attend all meetings of the Association and shall record and distribute the minutes.

15) COMMITTEES OF THE ASSOCIATION

- a) The Executive Committee shall comprise the President, Chairman, Treasurer and Secretary of the Association. When possible it shall refer decisions to Council for determination but otherwise shall have the power to act on Council's behalf.

Constitution and Rules

- b) An ad hoc Disciplinary Committee shall be set up comprising the President, Chairman and Secretary to consider resolutions to suspend or expel members. It shall investigate such complaints and report back to Council.

16) EXPULSION AND REMOVAL FROM OFFICE

- a) A complaint must be made by a Member to the Chief Executive in writing, within 30 days of the event giving rise to it, who shall notify the persons involved, investigate and attempt to resolve the matter. If resolution is not possible it shall be referred to the Chairman who shall dismiss the complaint or refer the matter to the Disciplinary Committee.
- b) If the Disciplinary Committee meets to consider the complaint, the person involved shall have the right to four weeks' notice of any meeting and to make written representations and appear before it in person. If the Disciplinary Committee does not dismiss the complaint it shall approve a resolution to expel or remove the member from office and refer the matter to Council.
- c) The Council shall consider the complaint at its next meeting and the person involved shall have the right to four week's notice and to make written representations. If the Council does not dismiss the complaint it shall approve the resolution to suspend, expel or remove the member from office or such other action as it sees fit which shall take effect immediately.
- d) The person involved shall have the right of appeal to Council against any adverse decision. The Council shall consider the appeal at its next meeting and the person involved shall have the right to four week's notice and to make further written representations. If the Council does not uphold the appeal it shall confirm the resolution to suspend, expel or remove the member from office or such other action as it sees fit.
- e) In the event of removal from office at least one complete Term must elapse before the member expelled can again take office.

17) NEUTRALITY AND REPRESENTATION

- a) The Association shall not align itself to or associate itself with any political party, nor shall it have a political fund. No Officer or Council Member shall make any statement which would conflict with this neutrality.
- b) The President, Chairman and Chief Executive Officer shall be entitled to present themselves as representing the Association except that the Chief Executive Officer shall be the principle spokesperson.
- c) No other person, Member or Committee of the Association shall present themselves as representing the Association without the prior permission of a person listed in b).

18) INSPECTION OF ASSOCIATION'S BOOKS AND MEMBERSHIP LIST

Members shall have the right to information to the extent required by legislation.

19) CHANGES TO THE RULES OF THE ASSOCIATION

Changes to the Constitution and Rules of the Association may only be made at a General Meeting of the Association. Notification of such a meeting and the proposed changes must be sent to all members at least 28 days before the Meeting.

20) MERGER OR DISSOLUTION OF THE ASSOCIATION

Subject to current legislation, the Association may only be dissolved or merged with another legal entity by a two-thirds majority of the Members voting in a postal ballot.

© 2006 DPA

All rights reserved. No part of this publication may be reproduced,
stored in a retrieval system, or transmitted in any form or by any means
without the prior written permission of the publisher.

61 Harley Street LONDON W1G 8QU
T:020 7636 1072 F:020 7636 1086

info@GDPA.org.uk
www.GDPA.org.uk