

CONSTITUTION OF THE SOUTH AFRICAN SOCIETY OF MAXILLO-FACIAL & ORAL SURGEONS

PREAMBLE

The main object of the Society is to promote the interests of its members in order to attain the highest possible level of Maxillo-Facial and Oral Surgery care for all people in South Africa.

THE SOCIETY AIMS:

1. To promote Maxillo-Facial and Oral Surgery at all levels of society.
2. To maintain the high ethical codes governing the profession, thereby protecting its honour and interests.
3. To promote and assist postgraduate education, study, research and the development of Maxillo-Facial and Oral Surgery by;
 - a arranging regular meetings at which lectures and demonstrations will be given:
 - b ensuring that Maxillo-Facial and Oral Surgery is represented adequately as a specialty to both the medical and dental professions;
 - c promoting the advancement of the theory and practice of Maxillo-Facial and Oral Surgery by any other means that may from time to time be considered appropriate by the Executive Committee of the Society
4. To consider affiliation and/or co-operation with any scientific, professional or other groups which contribute to the advancement of Maxillo-Facial and Oral Surgery, nationally and internationally.
5. To represent its members with authority and credibility in all matters concerning their interests in the health care environment

MEMBERSHIP DIVISIONS:

A. SPECIALIST MEMBERSHIP

Specialist Membership of the Society shall be open to any specialist in Maxillo-Facial and Oral Surgery registered with the Medical and Dental Professional Board and who is a member in good standing of the South African Dental Association.

B. ASSOCIATE MEMBERSHIP

1. Associate Membership of the Society shall be open to any dentist who is registered with the Medical and Dental Professional Board and who is a member in good standing of the South African Dental Association.
2. All postgraduate students of Maxillo-Facial and Oral Surgery who are registered as such with institutions approved by the Medical and Dental Professional Board for the training of specialists in this field, and who are members in good standing of the South African Dental Association.

C. HONORARY MEMBERSHIP

Honorary Membership of the Society may be conferred on any specialist who has meritoriously furthered the objectives of the Society and disciplines of Maxillo-Facial and Oral Surgery.

D. HONORARY ASSOCIATE MEMBERSHIP

Honorary Associate Membership of the Society may be conferred on any visiting foreign Maxillo-Facial and Oral Surgeon who has meritoriously furthered the objectives of the speciality.

E. LIFE MEMBERSHIP

Life Membership may be conferred on any specialist Maxillo-Facial and Oral Surgeon who has attained the age of 65 and who has been a member of the Society in good standing.

F. AFFILIATE MEMBERSHIP

Affiliate Membership of the Society may be granted to a Maxillo-Facial and Oral Surgeon residing in a foreign country who is in good standing with his national Maxillo-Facial and Oral Surgery society, or a Maxillo-Facial and Oral Surgeon in a foreign country where no national Maxillo-Facial and Oral Surgery society has been established.

While standard subscription fees will apply, no affiliate member shall have any voice in the conduct or management of the Society.

ARTICLE I: CONTINUITY

Specialists in Maxillo-Facial and Oral Surgery and Dentists, who are members of this Society at the time this Constitution was adopted, shall remain members with status as defined in this Constitution and its By-laws. The above shall apply to Honorary, Honorary Associate and Life Members of the Society.

ARTICLE II: OFFICE BEARERS

THE EXECUTIVE COMMITTEE

- (i) President
- (ii) President Elect
- (iii) Immediate Past President (ex officio)
- (iv) Honorary Secretary
- (v) Treasurer
- (vi) Chairpersons of the following standing committees
 - (a) Science and Education
 - (b) Marketing and Communication
 - (c) Fees and Peer Review
 - (d) International contact

Members of the Executive Committee shall all be Specialist Members.

ARTICLE III: MEETINGS

- (a) The Annual General Meeting of the Society shall be held every calendar year at a time of the year which is most convenient to members, taking into account the desirability of meetings at a time when most members can attend and when there will be an opportunity for meeting members of other disciplines in Dentistry and Medicine. Nevertheless, a period of not less than six months and not more than twenty months should elapse between meetings. Sixty days notice of such meetings should be given to members in writing.
- (b) Ordinary General Meetings of the Society may be held at any time of the year for scientific or business reasons. The Executive Committee shall give members at least 21 days notice of such meetings.
- (c) Specialist General Meetings of the society shall be held, at the discretion of the Committee, or at the request of at least five specialist members of the Society in good standing, to deal with urgent matters. At least seven days notice of such meetings shall be given by personal telephonic communication or telegram to all members in good standing by a member of the Executive Committee.
- (d) A quorum at any general meeting shall be at least fifteen specialist members (with full voting rights) but not less than fifty percent of the

specialist membership present in person or by proxy.

ARTICLE IV: FINANCE

Subscription fees shall be charged as provided for in the By-laws. All money and property accruing to the Society shall be collected, retained, disbursed and disposed of as provided by the By-laws.

ARTICLE V: AMENDMENT TO CONSTITUTION

A. Proposal

A motivation to amend the Constitution formally proposed and seconded by two members must be presented three calendar months prior to any Annual General or Ordinary General Meeting of the Society, and thereupon becomes a special item of business for a vote at that General Meeting.

B. Procedure

The Secretary shall mail to each member of the Society at their last known mailing address to arrive not less than 21 days before the next general Meeting:

- (i) a copy of the amendment
- (ii) the motivating statement
- (iii) the names of the sponsors
- (iv) a ballot for proxy vote on the amendment

C. Adoption

A proposed amendment shall only be adopted by the approval of not less than two-thirds of the specialist members voting in person or proxy at the meeting at which it is proposed.

ARTICLE VI: BY-LAWS

- A. By-laws and amendments to By-laws may be proposed at any general Meeting of the Society and may be adopted at the same meeting by the approval of not less than two-thirds of the Members present or by proxy.
- B. By-laws may be adopted or amended by postal ballot, provided that proposed By-law amendment has been mailed to all Members of the Society with a ballot paper at their last known mailing address, as stated in the records of the Society, 21 days prior to the date set for the counting of postal ballots

BY-LAWS OF THE SOUTH AFRICAN SOCIETY OF MAXILLO-FACIAL AND ORAL SURGERY

SECTION A: MEMBERSHIP

1. Application for Specialist membership

Application for membership shall be made by completing an application form available from the Society, which must be lodged with the Honorary Secretary Accompanied by the annual membership fee prior to an Annual, Ordinary or General Meeting of the Society. A candidate must be nominated by two specialist members and membership must be approved by a two-third majority of those specialist members present at a meeting.

2. Activation of Specialist or Associate Membership

An individual eligible for membership under the Constitution and By-laws of the Society and whose membership credentials shall have been found acceptable shall become a member of the Society upon full payment of the subscription for the current year.

3. Election of Honorary and Honorary Associate Members

Any two members of the Society may propose and second a person for Honorary or Honorary Associate membership of the Society. The proposal, together with written motivation is to be forwarded to the secretary of the Executive Committee. Provided that the proposal received the unanimous approval of the Executive Committee, then Honorary or Honorary Associate membership may be conferred upon the person by a favourable vote of two-thirds of the members at a General meeting of the Society.

4. Rights of Members

- a) Only Specialist members shall have the right to vote on matters pertaining to the practice of the Speciality of Maxillo-Facial and Oral Surgery and the affairs of the Society.
- b) Specialist members shall have the right to call closed meetings to consider matters pertaining to the Speciality of Maxillo-Facial and Oral Surgery and to hold courses which may be confined to Specialists in Maxillo-Facial and Oral Surgery and to hold courses which may be confined to Specialists in Maxillo-Facial and Oral Surgery and post-graduate students in this speciality.
- c) Associate members shall have no rights of membership.
- d) Honorary and Life members shall retain full voting rights as outlined in (a) above.

- e) Honorary Associate members shall have no voting rights.
- f) Members residing abroad permanently may only vote by proxy.

5. Termination of Membership

Membership of the Society may be terminated by any of the following:

- a) A formal letter of resignation received by the Honorary Secretary.
- b) Failure by a member to pay annual subscription levies to the Society within 6 months of the due date. A member must be advised by registered post of any intention to have his or her membership withdrawn.
- c) A decision of the Executive Committee according to Article 22 of the Constitution of the South African Dental Association.

6. Reinstatement of Membership

Following termination of membership by resignation or failure to pay annual subscriptions or levies to the Society by the due date, membership can only be reinstated by:

- a) submitting a completed application form as prescribed for new membership applications, which must be lodged with the honorary secretary / treasurer accompanied by the annual membership fee prior to an annual, ordinary or special general meeting of the Society. Reinstatement must be approved by a two-thirds majority of those specialist members present at the meeting, or
- b) payment of all outstanding subscriptions to the Society, following which membership with full privileges can be restored without approval by an annual, ordinary or special general meeting of the Society.

SECTION B: PAYMENT OF DUES

1. Subscriptions

Subscriptions shall be paid by members of the Society to the Honorary Treasurer or his appointed representative. These payments are due within 30 days of presentation of statement.

SECTION C: OFFICE BEARERS: - PRESIDENT OF THE SOCIETY

1. The President who shall have served as a member of the Executive Committee, shall be elected by the Specialist members and Life members not less than three years before assuming office. During the ensuing years the title will be President Elect. The Immediate Past President shall serve as a member of the Executive Committee for three years immediately following his or her term of office as President.
2. The nominations of a President shall require a proposer and a seconder, these being Specialist members or Life members of the Society. Nominations shall be invited for the office of President normally 3 months prior to an Annual General Meeting that will mark the end of a three-year term. Every nomination shall be sent to the Honorary Secretary.
3. If more than one candidate is nominated a postal ballot will be held. Voting papers will be issued to each Specialist member and Life member within four weeks of the closing date for nominations and shall be returned to the electoral officer by a specified date within four weeks. The electoral officer assisted by an independent scrutineer shall verify and declare the result of any such postal ballot. In the event of an equal number of votes being cast for two or more candidates there shall be a second ballot between the tied candidates.
4. A Past President shall be eligible for re-election as President but not if re-election would result in the holding of office for two consecutive terms. Any other officer of the Society shall be eligible for re-election either to the office from which retirement is due or to any other office.
5. The President shall hold office for a period of three years commencing on the declaration of the ballot at the AGM until the conclusion of the AGM at the end of a three-year term.
6. The President will address the Society at each Annual General Meeting.
7. In the event of the premature retirement of the President, the President Elect shall assume the duties of the president until the next Annual General meeting of the Society, at which time the successor will be elected to serve for the unexpired period of office.

SECTION D: OFFICE BEARERS: - EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of the President, President Elect, Immediate Past President, Honorary Secretary, Honorary Treasurer, and up to four additional members.
2. Nomination of members for the Executive Committee shall require a proposer and seconder, these being Specialist members or Life members. Nominations shall be invited for members of the Executive Committee normally 3 months prior to an AGM that will mark the end of a three-year term. Every nomination, together with the candidate's written consent to stand for election, shall be sent to the Honorary Secretary.
3. If more candidates are nominated than there are vacancies, a postal ballot

will be held. Voting papers shall be issued to each Specialist member and Life member within four weeks of the closing date for nominations, and shall be returned to the electoral officer by a specified date within four weeks. The electoral officer assisted by an independent scrutineer shall verify and declare the result of any such postal ballot.

4. The Executive Committee in office at the commencement of the Annual General Meeting shall function until the end of the meeting, while the newly elected Executive Committee shall serve as such for a period of three years following the declaration of the ballot at the AGM until the conclusion of the AGM at the end of the three year term.
5. The Honorary Secretary and Honorary Treasurer shall be proposed, and elected at an Executive Committee meeting from the body of its elected members.
6. The Honorary Treasurer will present an audited financial statement at each Annual General Meeting of the Society.
7. The Honorary Secretary will submit a copy of the minutes of the previous Annual General Meeting in its entirety to all members of the Society with notice of an Annual General Meeting. The Honorary Secretary will submit a report at each Annual General Meeting.
8. The Executive Committee shall be responsible for the arrangements of the General Meetings of the Society and for all duties and business ordinarily associated with their official titles, and such other duties as the Society may assign, subject to the provisions of the constitution of the Society.
9. The Executive Committee shall have powers to utilize funds for the society not in excess of an amount determined and reviewed annually at any General Meeting of the Society. There shall be no limit to the use of funds in arranging courses and congresses.
10. The Executive Committee shall have the right to impose such levies, as it may deem necessary for the proper functioning of the Society.
11. Ordinary meetings of the Executive Committee shall be arranged as frequently as deemed necessary by the President. The President or acting chairman may cause a special meeting to be convened. A clear 21 days notice stating the purposes of the special meeting shall be sent to the members of the Executive Committee other than any member who may be outside the Republic of South Africa at the time.
12. A meeting of the Executive Committee held when a quorum is present shall be competent to exercise all or any of the authorities' powers or discretions by or under the rules vested in or exercisable by the Executive Committee generally.
13. A quorum at an Executive Committee Meeting shall consist of fifty percent plus one of elected members for committees of even number. For committees not of even number it shall be fifty percent reduced to the nearest number plus one of elected members. In the case of equality of votes the President shall have the casting vote.

14. The Executive Committee may act notwithstanding any vacancy in its body.
15. The Executive Committee shall have power to co-opt up to two members of the Society. Any person so appointed shall serve only until the next Annual General Meeting, which shall have the power to confirm the appointment.
16. The Executive Committee shall have the power to appoint standing or special sub-Committees as necessary and any other member of the Society may be appointed to these Committees. Either the President, the President-Elect or the Immediate Past-President shall ex-officio be a member of any such Committee.
17. In the case of emergency a resolution in writing signed by all members of the Executive Committee shall be considered as valid and effectual as if it had been passed at a meeting of the Executive Committee duly called and constituted.
18. The Executive Committee shall cause minutes of all meetings to be duly entered in the books provided for the purpose, which shall contain a true and accurate record of all proceedings of the Society.
19. Any such minutes of any meeting of the Executive Committee or any committee or sub-committee of the Society and signed by the Chairman of such meeting or by the chairman of the next succeeding meeting shall be receivable as prima facie evidence of the matters stated in such meetings.
20. No alteration of the constitution shall invalidate any prior act of the Executive Committee.
21. The office of a member of the Executive Committee shall ipso facto be vacated:
 - i if he or she ceases to be a Specialist member or Life member of the Society;
 - ii if by notice in writing he or she resigns office;
 - iii if guilty of professional misconduct.

SECTION E: AUTHORIZED BANK AND EXPENDITURE

Funds from the Society shall be deposited in a bank or invested in such a manner as is approved unanimously by the Executive Committee. Authorized expenditure from the general funds of the Society shall be made by cheques, which must be signed by two authorized members of the Executive Committee.

SECTION F: DEFINITIONS

1. Members of this Society for purposes of notice or other communications are those persons who are members according to the

latest information possessed by the Honorary Secretary or the Executive Committee at the time of mailing of the notice of communication.

2. Notice shall be considered to have been given to a member at the last address for the member known to the Secretary at the time of mailing.
3. Voting at any meeting done by proxy shall follow the pattern as prescribed in the By-laws of the South African Dental Association.

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