



British Dental Association Annual General Meeting

The Annual General Meeting of the British Dental Association will be held in Harrogate at the Harrogate International Centre (HIC), Queen's Suite, at 9.30 am on Thursday 24 May 2007. Notice of the meeting and the business to be transacted was given by order of the Executive Board in the April editions of the British Dental Journal

WELCOME

1. Welcome and introduction from the Chair of the Representative Body, Trevor Mann.

REPORTS

2. Oral report from the Chief Executive, Peter Ward

ORDINARY BUSINESS

4. To receive and consider the audited accounts for the financial year ended 30 September 2006 and the report of the directors and of the auditors, as included in the 14 April edition of the BDJ.
5. To reappoint, BDO Stoy Hayward LLP, chartered accountants, as auditors and to authorise the Executive Board to fix their remuneration.
6. To consider and, if thought fit, to pass the following resolutions recommended to the meeting by the Representative Body:
 - a) That Dr Gordon Watkins be elected President for 2008-09.
 - b) That the 2008 Annual General Meeting be held in Manchester at the Manchester Central Convention Complex at 9.30 am on Thursday 1 May 2008 in the Auditorium.
7. To consider, on recommendations of the Representative Body, a change in the Articles and By-Laws of the Association as detailed in appendix A:
8. Any Other Business

APPENDIX A

Pursuant to sections 9(1) and 378(2) of the Companies Act 1985 and Article 79 of the Articles of Association of the Association, notice is hereby given that a vote will be held to consider (on recommendation of the Representative Body), and if thought fit, pass the following changes to the Memorandum and Articles of the Association, and the By-Laws thereto:

1. That throughout the Memorandum and Articles of the Association, and the Bylaws thereto, the words 'associate member' be replaced by the words 'affiliate member'.
2. That in Article 1 of the Articles of Association, under the definition of "Chief Executive" the words '*This position was previously referred to as Company Secretary*' be removed.
3. That in Article 3(B) of the Articles of Association, the new special membership class of 'Distinguished Membership' be added as sub-Articles (3) and the other classes of special membership be re-numbered accordingly.
4. That Article 9 of the Articles of Association be amended as follows:
 - (a) amending the heading to read "Honours and Awards of the Association and the first sub-heading be amended from 'Honorary Membership' to 'Honours'.
 - (b) deleting Article 9(C) ('Honorary Membership') – see below;

- (c) deleting Article 9(G) ('Life Membership') – see below;
 - (d) amending the existing Article 9(E) by inserting the new sub-heading "Awards" in front of this Article and by deleting the words "The award of the" from the beginning of this Article;
 - (e) inserting two new awards as Articles 9(F) and (G) as follows:
 - (F) *Certificate of merit for Services to the Association*
This shall be awarded to recognise any special service at any level of dentistry within the country. The certificate shall be awarded to mark contribution to an Association committee, commission, task force, project or event over a period of years, and assistance in the promotion of the Association. The award is marked by presentation of a certificate at a Presidential Meeting or other occasion determined by the Executive Board.
 - (G) *Certificate of Merit for Services to the Dental Profession*
This shall be awarded to recognise any special service at any level of dentistry either nationally or internationally and it is expected that this would be reserved for dentists or other persons who have contributed to academic or other work in furthering the profession, or individuals active in promoting advancements within the dental profession. The award is marked by presentation of a certificate at a Presidential Meeting or other occasion determined by the Executive Board."
 - (f) in second line of existing Article 9(D)(4) ("Fellowship") (proposed new Article 9(C)4), the following words shall be inserted after the words 'Association in General Meeting' and before the words 'and shall receive':
'or other occasion determined by the Executive Board'
 - (g) and for Article 9 be re-numbered accordingly.
5. A new Article 9A shall be established with the heading 'Special Memberships' under which the following Articles shall be inserted:

SPECIAL MEMBERSHIPS

Honorary Membership

9A. (A)(1) *Members of the Dental profession and of scientific eminence, or persons distinguished in medical or allied sciences, or persons who may have rendered distinguished service to the Association, or to the promotion of dental and any allied sciences, or who, in the opinion of the Representative Body upon the recommendation of the Executive Board, will further or advance the interests of the Association, may be elected Honorary Members by the Representative Body.*

2) *An Honorary Member shall have none of the liabilities of Members as regards subscriptions and shall not be entitled to any vote, but shall have the privilege of attending the Annual General Meeting in each year and such other privileges as may be conferred upon him by the Articles. Provided that any person who is eligible for ordinary membership of the Association pursuant to Article 7 and who is elected an Honorary Member shall have all the rights and privileges of ordinary membership.*

Life Membership

(B) *Any Ordinary Member of the Association who either:*

(1) *has been for twenty-five years continuously an Ordinary member of the Association, or*

(2) *has been (i) for ten years continuously an Ordinary Member of the Association and (ii) has ceased to practise Dentistry, and (iii) holds no paid dental appointment,*

shall be eligible for election by the Representative Body on recommendation by the Executive Board as a Life Member of the Association. A Life Member shall have all the rights and privileges of membership, but shall not be liable to pay any subscriptions to the Association or to any Branch thereof. A Life Member shall be eligible to be elected or appointed to any office in the Association. The honour is marked by the presentation of a scroll at a General Meeting or other occasion determined by the Executive Board.

Distinguished Member

(C) *Any Ordinary Member of the Association who has:*

(1) *served in an outstanding capacity in the governing of the Association;*

(2) *given numerous years of service and significant contribution across the Association's committees; and*

(3) *given personal commitment to the running and welfare of the Association;*

shall be eligible for election by Representative Body on recommendation by the Executive Board as a Distinguished Member of the Association. A Distinguished Member shall have all the rights and privileges of ordinary membership, but shall not be liable to pay any subscriptions to the Association or to any Branch thereof. The honour is marked by the presentation of a scroll at a General Meeting or other occasion determined by the Executive Board."

6. That within the Memorandum and Articles of Association and By-Laws thereto, all references to the word 'constitution' be replaced by the word 'membership' except in Article 15(C) and By-Laws 16(15)2.(a) & (b) and By-Law 16(15)7.
7. That in the Articles of Association there shall be a new Article 51(C) inserted with the following wording:
"The Representative Body will also appoint a scientific adviser for the Association who shall provide advice to the Association from time to time and may or may not be a member of the Representative Body or the Executive Board."
8. That within the Memorandum and Articles of Association and By-Laws thereto all references to the word 'functions' be replaced by the word 'remit'.
9. That within the Memorandum and Articles of Association the following wording be inserted at the end after the words 'on the Roll of Distinction' of Article 51(B)(5):
"... Distinguished Membership, the Certificate of Merit for Services to the Association and the Certificate of Merit for Services to the Dental Profession".
10. That within the Memorandum and Articles of Association the following wording be inserted in Article 52 (B)(4) in the 2nd line after the words '*recommendation of the Chair of the Representative Body*' and before the words '*who need not be members*':
'in consultation with the Chair of the Audit Committee'.
11. That Article 53(A)(3) of the Memorandum and Articles of Association be deleted and replaced by the word "reserved".
12. That the second paragraph of Article 53(C) of the Memorandum and Articles of Association be deleted.
13. That within the Memorandum and Articles of Association the words 'and Awards' be inserted at the end of Article 56(C)(16).
14. That in By-Law 16(2), in the "Functions" paragraph under the sub-heading "Dental Public Health Representatives", in the 2nd line after the word "employed" and the 4th line after the words "public health" the following words be inserted:
"within England, Wales and Northern Ireland".
15. That in By-Law 16(3), under the heading "Central Committee for Hospital Dental Services, the heading "Function" and the corresponding 1st paragraph are moved to the end of that By-Law.
16. That in the first paragraph of By-Law 16(6), the reference to "CCUDT &RW" be replaced by "CCDAS" and under the reference to "Chair Executive Board 1" and above the reference to "Chief Executive 1", the reference to "Chair Representative Body" should be inserted so as to read as follows:

| | |
|----------------------------------|-----------|
| <i>"Chair Executive Board</i> | <i>1</i> |
| <i>Chair Representative Body</i> | <i>1</i> |
| <i>Chief Executive</i> | <i>1"</i> |
17. That at the end of By-Law 16(8), insert the following words:

"REMIT:
To provide a channel of communication between community and public health dental staff, salaried general dental practitioners and those who negotiate their terms and conditions of service.

To advise NHS Boards, Primary Care Trusts, Island Health Boards and the Scottish Executive on matters relating to the provision of efficient community and public health dental services in Scotland.

To liaise with, and send representatives to, the Central Committee for Community and Public Health Dentistry and the Scottish Council of the British Dental Association."
18. That in the "Remit" paragraph By-Law 16(9), after the words "To advise NHS Boards, the words "*Primary Care Trusts or their successors,*" be deleted.
19. That in By-Law 16(15)(4)(b) ("Membership"), the sole reference to "other" be deleted and the following words be inserted after the words "Chair of Representative Body" and before the words "who shall not":
"in consultation with the Chair of the Audit Committee"
20. That the first paragraph of By-Law 18(3) be amended to read:

"Membership:
The Chair of the Representative Body the Chair of the Executive Board and seven members of the Representative Body. In addition the Executive Board may appoint one lay member."