

BRITISH DENTAL ASSOCIATION (THE 'COMPANY')
(REGISTERED IN ENGLAND AND WALES WITH COMPANY NUMBER 14161)
ANNUAL GENERAL MEETING

NOTICE IS HEARBY GIVEN that the Annual General Meeting of the British Dental Association will be held at 9.30 am on Thursday 25 May 2017 in the Exchange Auditorium of the Manchester Central Convention Complex, Petersfield, M2 3GX, for transaction of the following business:

1. To receive and consider the audited accounts for the financial year ended 30 September 2016 including the Directors' and auditors' reports, as included in the 21 April 2017 edition of the British Dental Journal.
2. To reappoint BDO Stoy Hayward, LLP ('BDO') as the company's auditors to hold office until the next Annual General Meeting and to authorise the Directors to fix their remuneration
3. That Dr Susie Sanderson be elected President for 2018–2019
4. To consider and, if thought fit, approve (on recommendation of the Principal Executive Committee), changes in the Articles of Association as set out in **Appendix A**.
5. That the Annual General Meeting in 2018 be held on Thursday 10 May 2018 at the Manchester Central Convention Complex

DATED 21 April 2017

BY ORDER OF THE PRINCIPAL EXECUTIVE COMMITTEE

Registered office: 64 Wimpole Street, London W1G 8YS

NOTE: A member entitled to attend, speak and vote at the Meeting is entitled to appoint a proxy who need not be a member to attend and exercise all or any of his rights at the meeting.

Appendix A

Add the following paragraphs to Article 9 of the Articles of Association as follows:

- (j) Emeritus member
Any life member who has attained the age of 80 will become an Emeritus member in succession to his current category of membership.
- (k) Removal of an honour by the Principal Executive Committee
An honour or award may be removed by the Principal Executive Committee if it reasonably believes that the actions or behaviour of a recipient are inconsistent with the interests of the Association, or bring the Association into disrepute.

Add a new Article 44 to the Articles of Association as follows (and, if approved, renumber subsequent Articles, including cross references to amended numbering throughout the Articles of Association)

44. (A) An Interim Principal Executive Committee consisting of the members of the United Kingdom Council elected from the branches (or sections if in Wales) shall be formed and assume the responsibilities of the Principal Executive Committee in the following circumstances:
- The Principal Executive Committee is dissolved by resolution at an Annual or Extraordinary General Meeting
 - All the members of the Principal Executive Committee resign
 - Membership of the Principal Executive Committee falls below the quorum prescribed by Article 49 (B)
- (B) In the event that an Interim Principal Executive Committee is formed because membership of the Principal Executive Committee has fallen below the quorum, the remaining members of the Principal Executive Committee shall be members of the Interim Principal Executive Committee, and shall resume membership of the quorate Principal Executive Committee once elections are complete
- (C) The Chair of the Interim Principal Executive Committee shall be the rotational Chair of the United Kingdom Council at the time, though this will be subject to approval by the Interim Principal Executive Committee
- (D) The Interim Principal Executive Committee may at its discretion form a smaller Business Committee consisting of some of their number to deal with business in greater detail and make recommendations for decision
- (E) The Returning Officer shall make arrangements for fresh elections as soon as practicably possible to address any of the circumstances described in Article 44(A)
- (F) In the event that a new Principal Executive Committee assumes office, following the dissolution or resignation of its predecessor, the Returning Officer shall allocate terms of office by lot for each member in order to achieve a rotation in which five members stand down each year. A 'lot' for these purposes is defined as an object, for example a slip of paper or a straw, drawn or thrown out from among a number in order to reach a decision by chance. The first elections should be held in the following year in which the new Principal Executive Committee is constituted, and no later than December of that year
- (G) In the event that the Returning Officer is organising elections in order to restore the quorum on the Principal Executive Committee, the successful candidates shall inherit the existing rotational timetable of the vacant seats they fill, unless the remainder of the term of office in any instance is six months or less from its expiration, in which case the successful candidate shall serve the unexpired term and then commence a fresh three year term until the next rotational election.