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Bylaws

ARTICLE I. NAME OF ORGANIZATION

Section 1.1. The name of this society shall be THE ACADEMY OF PROSTHODONTICS.

ARTICLE II. OBJECTIVES AND PURPOSES

Section 2.1. Objectives. This Academy is operated to promote the science and art of prosthodontics as a specialty of Dentistry; to provide for the dissemination of knowledge concerning prosthodontics and related disciplines throughout the Dental Profession; to encourage study and investigation of prosthodontics and related disciplines and subjects; and to provide outreach services to the community of need.

Section 2.2. Purposes. The Academy shall be a not-for-profit organization qualifying under Section 501 (c) (6) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law (here in after the “Code”). The corporation exists for the purposes of providing the members and others with opportunities for communication, education, and improvement of all aspects of the specialty and discipline of prosthodontics through meetings, seminars, publications, and other programs and activities.

ARTICLE III. MEMBERSHIP

Section 3.1. Members of the Academy shall be known as **Fellows**.

Section 3.2. Fellows. Fellows may be classified as **Active, Senior Life, Junior Life, Associate, and Honorary**.

Section 3.2.1. Active Fellows .. Nominees for Active Fellowship shall be from the group of Associate Fellows except as provided in subsection (d) of this section. A formal essay must be presented by an Associate Fellow at an annual meeting to establish eligibility for elevation to Active Fellowship.

(a) Active Fellows who are in good standing are entitled to vote.

(b) The number of Active Fellows shall not exceed a number determined by vote of

the Fellowship.

(c) A nominee for Active Fellowship whose nomination receives unfavorable action by the Executive Council, or by the Voting Fellowship at an annual meeting, shall not again be considered for such Fellowship previous to the second annual meeting subsequent to the one at which the unfavorable action was taken. Another formal presentation may be required by the Executive Council.

(d) A former Active Fellow who resigned in good standing for justifiable reason may be nominated for Active Fellowship.

Section 3.2.2. Life Fellows. Any Active Fellow who has been in good standing in the Academy for a period of twenty (20) years or more, may, upon request, become a Life Fellow. In calculating the years of membership, the years of Associate Fellowship will apply. The year of election to Associate Fellowship is to be noted in the Roster. An Active Fellow who has been in good standing in the Academy for a period of twenty-five (25) years will automatically become a Life Fellow. However, upon special request to the Executive Council, an Active Fellow, by approval of the Council and of the Fellowship during annual business meeting, may be granted the privilege of Life Fellowship previous to twenty years of service. Active Fellows who have served as President of the Academy may upon request become a Life Fellow. An Active Fellow (upon reaching the age of 65) who is not actively involved in the practice of dentistry or teaching, or is not receiving primary income from same, will be eligible to request elevation to Life Fellowship.

(a) Senior Life Fellows are those with twenty-five (25) or more years of service as an Active and Life Fellow.

(b) Junior Life Fellows are Life Fellows with less than twenty-five (25) years of service as an Active and Life Fellow.

(c) Life Fellows are entitled to hold office and vote.

Section 3.2.3. Associate Fellows. Any person possessing the qualifications outlined in Section 1 of this Chapter may be considered for election to Associate Fellowship. It is understood that the principal interest in dentistry of the proposed Associate Fellows shall be in the field of Prosthodontics.

(a) Election to Associate Fellowship shall require a two-thirds (2/3) secret vote of the Executive Council and three fourths (3/4) secret vote of the Active and Life fellows present and voting at the annual business meeting.

(b) Election to Associate fellowship shall be for a period of three (3) years. An Associate fellow is eligible for advancement to Active Fellowship at any time after the first 3-year term. If not elected to Active Fellowship after the first 3 year term, the Associate will be considered for Active Fellowship on a year-to-year basis and may be required to present an additional essay. If an Associate has not been advanced to Active fellowship by the end of the 6th year on the roster, reevaluation and action by the Executive Council shall determine continued affiliation on a year-to-year basis.

(c) Associate fellows shall attend the annual business meeting and vote on all matters except Fellowship.

(d) The number of Associate fellows shall not exceed a number determined by vote of the Fellowship.

Section 3.2.4. Honorary Fellows. Any person whose attainments have been deemed to be distinguished in any line of investigation which may contribute to the advancement of Prosthodontics and who presents the results of such investigation before the Academy may be elected an Honorary fellow.

(a) The election shall require a three fourths (3/4) secret vote of the Executive Council and of the Active and Life Fellows present and voting at the annual business meeting.

(b) Honorary fellows shall be exempt from all fees and may not hold office or vote.

Section 3.3. Eligibility, Nomination and Selection to Fellowship.

Section 3.3.1. No candidate shall be placed in nomination for Fellowship until at least one (1) formal essay has been presented on the scientific program of an annual meeting of the Academy.

Section 3.3.2. Any Active or Life Fellow may present the name of a candidate for Active, Life, Associate, or Honorary Fellowship in the Academy by placing the candidate's nomination with the Secretary in writing, on forms furnished by the Secretary, during any annual meeting, or not later than six (6) months prior to the next annual meeting.

(a) All nominations must be signed by the nominator and by at least one (1) other Active or Life Fellow. At least one (1) of the nominators shall send a letter to the Fellowship Committee, stating in detail the extent of their acquaintance with the nominee and such other facts as will assist the Fellowship Committee in determining whether or not the nominee should be approved for Associate Fellowship.

(b) The Secretary shall deliver all such nominations to the chair of the Fellowship Committee not later than five (5) months prior to the next annual meeting.

(c) Final action on all such nominations shall be delayed until the next annual meeting.

(d) Nominations for Active Fellowship must comply with (c) of Section 3.2.1 and (b) of Section 3.2.3, Article III, to be eligible for consideration.

Section 3.3.3. The Fellowship Committee shall investigate the qualifications of all nominees and report its findings and recommendations to the Executive Council not later than the next to last day of the week of the annual meeting.

Section 3.3.4. The Executive Council will consider all findings and recommendations of the Fellowship Committee. All nominations which have been approved by a two-thirds (2/3) secret vote of the Executive Council shall be placed before the Academy for final action at the annual business meeting.

Section 3.3.5. No individual shall be eligible for nomination or election to Active Fellowship until that individual has served at least three (3) years as an Associate Fellow and is in good standing.

Section 3.3.6. A two-thirds (2/3) secret vote of the Executive Council and a three-fourths (3/4) vote of the voting Fellows at the annual business meeting shall be required for election to any type of Fellowship in this Academy.

Section 3.4. Termination of Fellowship. The termination of Fellowship for any reason other than death, resignation, or for nonpayment of dues, shall require a two-thirds (2/3) secret vote of the Executive Council supported by the three-fourths (3/4) secret vote of the voting Fellows present at any annual business meeting of the Academy.

ARTICLE IV. FEES

Section 4.1. The annual dues of Active and Associate Fellows shall be determined by the Executive Council and submitted for approval by the Fellowship. Dues are payable in U.S. currency January first of each year. International Fellows are responsible for additional mailing costs and currency differences.

Section 4.1.1. Senior Life Fellows are exempt from all dues except if they attend an annual meeting, they shall pay dues (meeting fees) as determined by Executive Council. Dues may be in the form of a contribution to the Academy of Prosthodontics Foundation. Junior Life Fellows shall pay half the annual dues paid by the Active Fellows and if attending an annual meeting may be subject to additional dues (meeting fees) as determined by Executive Council. Such dues may be in the form of a contribution to the Academy of Prosthodontics Foundation.. Senior and Junior Life Fellows shall be obligated to pay the cost of an annual subscription to the Journal of Prosthetic Dentistry. Failure to pay this subscription cost shall result in cancellation of the subscription. Honorary Fellows are exempt from all dues. If they elect to subscribe to the Journal of Prosthetic Dentistry through the Academy of Prosthodontics, they shall pay for the cost of the subscription.

Section 4.1.2. Any Active or Associate Fellow who fails to pay the annual dues by February 1 of any year shall be declared delinquent, and shall forfeit all rights and privileges of the Academy.

Section 4.1.3. Any Fellow who has not satisfied the dues obligation by February 1 shall be automatically dropped from Fellowship, and shall be notified by the Secretary, in writing and by registered mail, return receipt required.

Section 4.1.4. Any Active Fellow who has been dropped from Fellowship for non-payment

of dues may be reinstated to Active Fellowship upon invitation of the Academy and upon payment of all back dues plus the regular initiation fee. To be reinstated, the Fellow in question must receive a two-thirds (2/3) secret vote of the Executive Council and of the Fellows present and voting at the Annual business meeting.

Section 4.1.5. Any Active Fellow who resigned in good standing and has been duly nominated and reelected to Active Fellowship shall pay all back dues and special assessments accumulated during the period of absence up to a maximum of the immediate past five (5) years or as determined by the Executive Council.

Section 4.2. An elevation fee shall be paid by newly elected Active Fellows. Associate Fellows shall pay an initiation fee. The amount of the fees will be determined by the Fellowship.

Section 4.3. All Fellows of the Academy (except Honorary Fellows) who are in good standing on February 1 of each year shall receive a one-year subscription to the Journal of Prosthetic Dentistry.

ARTICLE V. FISCAL YEAR

Section 5.1. Fiscal year. The fiscal year of the Academy shall extend from December first to November thirtieth inclusive.

Section 5.1.1. The Treasurer's annual financial reports shall cover the previous fiscal year of the Academy.

ARTICLE VI. GOVERNANCE

Section 6.1. Officers. The Officers of the Academy shall be the **President, President-Elect, Vice President, Secretary-Treasurer, Recording Secretary** and the **Executive Council**.

Section 6.1.1. All officers shall be Active or Life Fellows of the Academy, and shall serve for a period of one year or until their successors have been installed, except as otherwise herein provided.

Section 6.1.2. The election of officers shall occur not later than next to the last day of the week of the annual meeting. A majority vote shall elect.

Section 6.1.3. The installation of officers shall occur at the same annual meeting of the election at a time designated by the Executive Council.

Section 6.1.4. When two or more candidates are nominated for the same office the election shall be by secret ballot.

Section 6.1.5. In the absence of the President at an annual meeting the President-Elect shall preside.

Section 6.1.6. In the case of death, resignation, disqualification, or removal of the President, the President-Elect shall serve as President until his installation as President at the next annual meeting.

Section 6.1.7. In the case of death, resignation, disqualification, or removal of the President-Elect, the Academy shall, at its next annual meeting, elect a President to serve the term of office, which such President-Elect would have served as President.

Section 6.1.8. In the case of death, resignation, disqualification, or removal from office of any elected official other than those specified in Sections 6.1.6 and 6.1.7 of this Article, the Academy shall, at its next annual meeting, elect an Active or Life Fellow to fill such vacancy. For the period between the vacancy and the opening session of the Academy's next annual meeting, the Executive Council may elect, by mail or telephone, an Active or Life Fellow to serve until the next annual meeting.

Section 6.1.9. An officer of the Academy shall not be considered for Life Fellowship until the year in which he or she is the Junior Past President even though otherwise eligible.

Section 6.2. Duties of Officers. The duties of the officers of the Academy shall be as follows:

Section 6.2.1. The **President** shall preside at all meetings of the Academy and of the Executive Council and shall appoint all committees not otherwise provided for in these Bylaws. The President shall be an ex-officio member of all committees without the right to vote and shall perform such other duties as pertain to this office by custom. Vacancies on committees appointed by the President shall be filled by the President.

Section 6.2.2. The **President-Elect** shall become President during the installation of officers ceremony at the Annual meeting which follows the one at which the Fellow was elected President-Elect. In the absence of the President the President-Elect shall assume the duties of that office. The President-Elect shall, thirty (30) days prior to the annual meeting at which time the President-Elect will become President, notify the Secretary of proposed appointments to regular and special committees.

Section 6.2.3. The **Vice President** in the absence of the President-Elect shall assume the duties of that office. The Vice President shall serve as Program Chair.

Section 6.2.4. The **Secretary-Treasurer** shall keep a record of all meetings of the Executive Council. The Secretary shall be a Fellow and as such shall have voting privileges. The Secretary-Treasurer shall keep a record of the annual business meeting of the Academy. The Secretary-Treasurer shall be an ex-officio member of all Committees without vote. The Secretary-Treasurer shall be Chair of the Place of Meeting Committee

and shall be a member of the Policy Committee.

(a) The Secretary-Treasurer shall pay all bills approved by the Executive Council.

(b) The Secretary-Treasurer shall have full charge of all moneys, securities, and properties of the Academy and shall keep accurate accounts of them. At the expiration of the term of office all of these shall be delivered to the successor at a mutually agreeable time within ninety (90) days following installation of a new Secretary-Treasurer.

(c) At each annual meeting, the Secretary-Treasurer shall present a financial report based upon the previous fiscal year of the Academy.

(d) The Secretary-Treasurer shall be bonded at the expense of the Academy for a sum to be determined annually by the Executive Council.

Section 6.2.5. The Recording Secretary is elected by the Fellowship.

(a) The duties of the Recording Secretary shall be to record pertinent discussion and actions taken at all sessions of the Executive Council and all regular meetings of the Academy.

(b) Other duties may be assigned to the Recording Secretary by the Secretary-Treasurer or the Executive Council. The Recording Secretary shall be directly responsible to the Secretary-Treasurer and through the Secretary-Treasurer to the Executive Council and Fellowship.

Section 6.2.6. The Executive Council shall consist of the President, President-Elect, Vice President, Secretary-Treasurer, Recording Secretary, Immediate Past-President, and four (4), but not to exceed five (5) Active or Life Fellows to make a total of eleven (11) different Active or Life Fellows. The four (4), but not to exceed five (5) Active or Life Fellows shall be elected by the Academy to serve a term of four (4), but not to exceed five (5) years each, with one to be elected each year. The President shall act as Chair.

(a) The Executive Council shall transact the business of the Academy except as otherwise provided in the Bylaws and also excepting that any matter may be brought before the Academy for action by a vote of the Executive Council itself or by a petition signed by twenty-five (25) percent of the Active and Life Fellows present at any regular business meeting.

(b) The Executive Council shall report its proceedings and make recommendations to the Academy at each annual business session.

(c) The Executive Council shall act as the official nominating committee of the Academy.

(d) The Executive Council shall act as the ad interim committee of the Academy and is authorized to transact all business of the Academy between annual meetings. The Secretary shall upon direction of the President, poll the members of the Executive Council by mail or by telephone.

Section 6.3. Committees. The standing committees of the Academy shall be as follows:

Bylaws

Communications

Community Outreach
Corporate Liaison
Editorial and Publications
Education and Research Committee Fellowship
Associates Subcommittee
Finance
History and Records
Photography
Subcommittee
Local Arrangements
Registration Subcommittee
Nomenclature
Officers
Place of Meeting
Policy
Program
Resolutions and Remembrance

Section 6.3.1. The Fellowship, Officers, Place of Meeting, Policy, and Program Committees are composed primarily of officers as described in the Operations Manual for Committees. The Committee on Consultation with the American Board of Prosthodontics is elected by the Fellowship. All other committees are appointed by the president and/or elected by the Executive Council.

Section 6.3.2. Committee membership will consist of three (3) members unless a larger committee is believed appropriate by the President and/or the Executive Council. Appointments will be made for three years. The Chair will be appointed by the President. The Community Outreach and Place of Meeting Committees are exempt from the length of appointment and membership size requirements.

Section 6.3.3. No Fellow shall be re-elected or appointed to serve on any Committee of the Academy for more than two (2) consecutive terms except that the Fellowship may, under unusual circumstances by a two-thirds (2/3) secret vote, approve his/her election for a final third term. The Community Outreach and the Resolutions and Remembrance Committees are exempt from this requirement.

Section 6.3.4. Special committees may be appointed by the President as deemed necessary or as may be directed by the Executive Council. Special committees shall be considered disbanded no later than the expiration of the term of office of the President who appointed the committee unless otherwise directed by the Executive Council.

Section 6.3.5. Any committee may petition the Executive Council for financial support necessary to fulfill its responsibilities.

Section 6.3.6. All committee reports, unless otherwise specified, shall be presented in writing to the Secretary not less than thirty (30) days prior to the opening of the annual meeting. Interim reports of committee activity shall be presented in writing to the Secretary not less than fourteen (14) days prior to the annual Academy interim meeting. Negative reports must be submitted if no activity of a committee has taken place.

Section 6.3.7. Committees shall discharge their responsibilities in a timely manner. Charges to each committee shall be included in a Manual of Operations. Guidelines for committee activity shall also be contained in the Manual of Operations. Guidelines do not limit the activity of a committee but should be included in discharged responsibilities. Each committee is charged to make recommendations to the Executive Council concerning revisions of the guidelines for that committee when deemed appropriate.

Section 6.3.8. Membership on a committee is limited to Active, Life and Associate Fellows. Two (2) Associate Fellows will be appointed to an Associates Subcommittee of the Fellowship Committee. The Associate Fellows will not vote on fellowship matters. Non-members of the Academy may be appointed to serve as a consultant to a committee by the President.

Section 6.3.9. Ex-officio committee members shall not have voting privileges.

ARTICLE VII. MEETINGS

Section 7.1. Annual. There shall be an annual meeting of the Academy.

(a) The time and place of the annual meeting shall be decided by the Fellows upon recommendation of the Executive Council.

Section 7.1.1. The annual business sessions shall be printed in the program at the time of the annual meeting.

Section 7.1.2. Regular attendance by Active and Associate Fellows at all annual meetings is expected. Less than total attendance limits optimal function of the Academy.

Section 7.1.3. Attendance records will be maintained by the Secretary-Treasurer for all meetings of the Academy.

Section 7.1.4. The Executive Council may, upon two-thirds (2/3) vote, revoke the Fellowship of an offending member for non-attendance.

Section 7.1.5. Because of the time and expense involved, Fellows residing outside North America are exempt from Section 1, but are encouraged to attend so that both the individual and the Academy can continue to benefit from the mutual association.

Section 7.2. Interim. There shall be an interim meeting . between annual meetings of the Executive Council to conduct necessary business of the Academy.

Section 7.3. Special. Special meetings may be held at the call of the Executive Council or shall be held upon the written petition signed by twenty-five (25) percent of the Active Fellows, Life Fellows, and Associate Fellows.

Section 7.4. Guests. Attendance at meetings of the Academy, by other than duly elected Fellows, shall be by invitation only.

Section 7.4.1. Guest invitations to the annual meeting may only be extended through the Secretary.

Section 7.4.2. Each Active and Life Fellow may propose one (1) or more guest(s) for the annual meeting.

Section 7.4.3. Requests from Active and Life Fellows for invitations for guests must be received by the Secretary not less than thirty (30) days before the annual meeting.

Section 7.4.4. Guests shall be permitted to attend all sessions of the annual meeting, except for the annual business meeting. They may attend and speak at the annual business meeting by invitation of the Executive Council only.

Section 7.4.5. Non-contributing guests to the annual meeting shall be required to pay a guest fee unless otherwise provided by the Executive Council. The amount will be determined by the Executive Council one (1) year in advance of each annual meeting. Non-contributing guests, or their sponsors, shall also be responsible for the cost of all social activities, including dinners, breakfasts, and luncheons, which they elect to attend.

Section 7.4.6. Contributing guests are those individuals, not Fellows of the Academy, who have been invited to participate in the scientific program at the annual meeting. They shall not be required to pay a guest fee or any social events fees for the meeting during which they contribute. Spouses/companions accompanying contributing guests to the meeting will be required to pay social events fees for those events, which they may elect to attend. Spouses/companions who are dentists and wish to attend the scientific sessions will also be required to pay the guest registration fee.

Section 7.4.7. Members of a Local Arrangement Committee, who are not Fellows of the Academy, but who aid in the preparation for and production of the annual meeting, shall be admitted upon the same basis as contributing guests.

Section 7.5. Papers. All essayists should submit written papers prepared according to the “Guidelines for Authors” of the Journal of Prosthetic Dentistry .. These papers shall be collected by the Chair of the Editorial and Publications Committee, and transmitted to the

Journal of Prosthetic Dentistry for evaluation for publication or the article may be submitted to the presenter's journal of choice.

Section 7.5.1. The Academy shall assume no responsibility regarding the acceptance or rejection of such papers for publication in the Journal of Prosthetic Dentistry, or in any other publication.

ARTICLE VIII. AMENDMENTS

Section 8.1. Bylaws. Amendment to the Bylaws may be recommended by a two-thirds (2/3) vote of the Executive Council and may be adopted by a three-fourths (3/4) vote of the eligible voting Fellows at the scheduled business session of any annual meeting.

Section 8.1.1. Amendment(s) that are to be voted on at any annual meeting shall be submitted, in writing, to all eligible voting Fellows at least thirty (30) days in advance of that business session.

Section 8.1.2. Active and Life Fellows not in attendance may vote by mail, providing their vote is received by the Secretary prior to the opening session of the annual meeting at which the adoption of the amendment(s) is to be considered.

ARTICLE IX. PROCEDURE

Section 9.1. Parliamentary Procedure. All business sessions of the Academy shall be governed by the provisions of Sturgis Standard Code of Parliamentary Procedure unless at variance with these Bylaws.

Section 9.2. Quorum. Except for those actions which require a larger numerical vote, as provided in the Bylaws, six (6) Fellows shall constitute a quorum of the Executive Council and twenty (20) voting Fellows shall constitute a quorum for any sessions of the Academy.

ARTICLE X. ETHICS

Adopted May 17, 1979

Section 10.1. The ethical and professional standards for Fellows of the Academy shall be consistent with the Principles of Ethics and Code of Professional Conduct of the American Dental Association, including official advisory opinions.