



International Society of Dental Regulators

ISDR GENERAL ASSEMBLY MEETING

Friday, October 6, 2017

- 1. Welcome**
(President, Barry Dolman)
- 2. President's Report**
(President, Barry Dolman)
- 3. Financial Report**
(President, Barry Dolman)
 - Fund Balance Report
 - Balance Sheet
 - Bank Reconciliation
- 4. By-Laws**
(By-Law Working Group Chair, Cédric Grolleau)
- 5. Accreditation Working Group Report**
(Accreditation Working Group Chair, Marie Warner)
 - Please see website for responses:
<http://www.isdronline.org/emergingissues/dentistaccreditationprinciples>
- 6. Any Motions Arising from Conference**
- 7. Election of Executive Committee**
(Executive Director, Irwin Fefergrad)
- 8. Conference Date for 2018**
- 9. Approval of Minutes of General Assembly meeting, May 2016**
- 10. New Business**
- 11. Adjournment**

1 **INTERNATIONAL SOCIETY OF DENTAL REGULATORS**
2
3 **GENERAL ASSEMBLY MEETING**
4 **CROWNE PLAZA HOTEL, AV LOUIS CASAI 75-77, GENEVA,**
5 **SWITZERLAND**

6
7 **FRIDAY, MAY 20, 2016**
8

9 In Attendance:

10
11 Members:

- 12 • Association of Dental Educators in Europe (ADEE) – *Non-Voting*
- 13 • Australian Health Practitioner Regulation Agency/Dental Board of
14 Australia
- 15 • Australian Dental Council
- 16 • Canadian Dental Regulatory Authorities Federation
- 17 • Commission on Dental Accreditation of Canada
- 18 • Dental Council of Ireland
- 19 • Dental Council of Jamaica
- 20 • Dental Council of New Zealand
- 21 • Korean Institute of Dental Education and Evaluation
- 22 • Ministry of Health, Singapore
- 23 • National Dental Examining Board of Canada
- 24 • Ordre National des Chirurgiens – Dentistes de France
- 25 • Royal Canadian Dental Corps – *Non-Voting*

26
27 Regrets:

- 28 • General Dental Council

29
30 Staff:

31 Mr. Irwin Fefergrad, Executive Director

32 Ms. Angie Sherban, Administrator and Committee Liaison

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34
35 **1. WELCOME**

36 Ms. Marie Warner, President, and Mr. David O’Flynn, Co-Chair, welcomed
37 members to the meeting of the General Assembly. Mr. O’Flynn called the
38 meeting to order at 3:50 p.m.

39
40

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41 **2. EXECUTIVE DIRECTOR’S REPORT**

42 Mr. Fefergrad reported that the next two years of the organization will be
43 critical and it will be necessary to obtain membership from other countries.
44 He added that the organization is currently in a sound financial position and
45 thanked the two sponsors, CDSPI and Marsh Canada/Encon for their
46 support.

47
48 **3. FINANCIAL REPORT**

49 Ms. Michelle Thomas reported on the financial information provided to the
50 General Assembly:

- 51
- 52 • Fund balance report
 - 53 • Balance sheet
 - 54 • Bank reconciliation
- 55

56 She reminded the General Assembly of its request at the September 2015
57 meeting to prepare a budget for the next two to three years, but advised that
58 this is not possible absent thoughtful strategic planning.

59
60 Although the organization is in a sound financial position, she noted that
61 this year there were minimal expenses and there was an ability to engage
62 sponsors. The location of the 2017 conference may impact the financial
63 position of the organization.

64
65 Ms. Thomas proposed that for the future, an effective budget with proposals
66 for fee increases be developed well before planning for the next conference
67 and that a line item be added for a stipend to cover secretariat services.
68 Currently these services have been carried out by staff from the Royal
69 College of Dental Surgeons of Ontario (RCDSO). To that end, the following
70 recommendation was made:

71
72 **MOTION: Thomas/Gerrow**

73
74 **THAT a stipend of \$1,500 Cdn. be paid to the Royal College of**
75 **Dental Surgeons of Ontario.**

76 **CARRIED**
77 *(Unanimously)*

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78

79

Mr. Fefergrad was asked to allocate the funds at his discretion.

80

81

4. BY-LAW REVIEW AND RECOMMENDATIONS

82

Mr. Cédric Grolleau, Chair of the By-Law Working Group, reminded the General Assembly of the by-law amendments made in 2015.

83

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At the last General Assembly meeting, it was agreed to increase the number of members on the ISDR Executive Committee from seven to eight and that there would be a maximum of two members from one country.

86

87

88

89

The position of Executive Director was included in the ISDR Executive Committee to form a composition of eight members. It was understood that the position of Executive Director should not be a voting member of the ISDR Executive Committee. Under the revised by-laws, the Executive Director is an elected position. Mr. Grolleau stated that the ISDR Executive Committee recommends that this position not be elected in the interest of continuity.

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Mr. Grolleau added that currently, there are two members of the ISDR Executive Committee from Canada, in addition to the Executive Director. If the by-laws are not amended, the Executive Director would be required to resign and it was agreed by the ISDR Executive Committee that this would not be favourable.

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It was agreed that the following amendments will be made to the ISDR By-Laws for consideration by the General Assembly at its next meeting:

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105

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Under 2.2: The provision that only 2 persons from a country can be elected to the Executive Committee does not apply to the Executive Director.

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Under 4.3: Clarify that the position of Executive Director is a non-voting position on the Executive Committee.

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115 **5. MOTIONS ARISING FROM CONFERENCE**

116 Ms. Warner asked for direction from the General Assembly on how to
117 proceed with the revised International Accreditation Principles document,
118 as presented. After fulsome discussion during the conference, the
119 Accreditation Working Group was directed to continue with its work to
120 develop an endorsement process in working with larger organizations and
121 bring back to the General Assembly for its consideration in 2017.

122

123 MOTION: Warner/Segal

124

125 THAT the General Assembly approves the ISDR Dental
126 Accreditation Principles and Dentist Competencies and the
127 development of an endorsement process, including implementation
128 date, for consultation with ISDR members and report back to the
129 General Assembly at its 2017 meeting.

130

131 A friendly amendment was made to request that the Working Group consult
132 further on the document having heard the conversation of the General
133 Assembly and report back to the General Assembly, providing options for
134 implementation.

135

136 MOTION (AMENDED): Marburg/Dolman

137

138 THAT the General Assembly requests the ISDR Accreditation
139 Working Group to further consult on the ISDR Dentist
140 Accreditation Principles and Dentist Competencies, endorsement
141 process and implementation, having heard the conversation at the
142 General Assembly meeting and report back to the General
143 Assembly in 2017 and provide options for implementation.

144

CARRIED

145

(Unanimously)

146

147 **6. ELECTION OF EXECUTIVE COMMITTEE**

148 In that the by-laws will be amended to have the position of Executive
149 Director as a non-voting and non-elected member of the ISDR Executive
150 Committee, when asked Mr. Fefergrad stated if it was the will of the
151 General Assembly that he continue as the Executive Director, he would be

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152 pleased to do so. The position of Executive Director would not be included
153 as an elected position in the 2016 election. By a show of hands, the General
154 Assembly endorsed Mr. Fefergrad continuing in the position of Executive
155 Director.

156

157 **MOTION: Marburg/Thomas**

158

159 **THAT the General Assembly directs the By-Law Working Group**
160 **to revise the by-laws to reflect that only two persons from a**
161 **country can be elected to the Executive Committee and that this**
162 **does not include the Executive Director who is a non-voting**
163 **member.**

164

CARRIED

165

(Unanimously)

166

167 Mr. Fefergrad reminded the General Assembly that under the revised ISDR
168 By-Laws, candidates for the ISDR Executive Committee were required to
169 declare their intention to stand for election no less than 28 days before the
170 meeting. He stated that the closing date was April 22, 2016 and he received
171 a list of candidates. However, after April 22, 2016, the Treasurer, Ms.
172 Thomas, notified him that she was resigning because of another position
173 within her organization that she accepted.

174

175 This left the position of Treasurer vacant and the ISDR Executive
176 Committee recommended that any person who intended to run for another
177 position in the election could also run for Treasurer even though it was
178 after April 22. There were no objections from the General Assembly
179 members to this recommendation. Mr. Michael Carpenter and Dr. David
180 Segal stated their intentions to run for Treasurer.

181

182 President and Co-Chair

183 Mr. Fefergrad reported that the following positions were elected by
184 acclamation:

185

- 186 • Dr. Barry Dolman, President
- 187 • Ms. Marie Warner, Co-Chair

188

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189 Treasurer
190 Mr. Michael Carpenter (Australia) and Dr. David Segal (Canada) were the
191 candidates. A closed ballot was held and Mr. Carpenter was elected
192 Treasurer.

193
194 Members-at-Large
195 Dr. Amarjit Rihal (Canada), Mr. Cédric Grolleau (France), Dr. Irving
196 McKenzie (Jamaica), and Professor Kack-Kyun Kim (Republic of Korea),
197 were the candidates.

198
199 The ISDR Executive Committee for 2016-2017 was announced as follows:
200

201 **MOTION: Marburg/Tseng**
202
203 **Dr. Barry Dolman, President**
204 **Ms. Marie Warner, Co-Chair**
205 **Mr. Michael Carpenter, Treasurer**
206 **Professor Kack-Kyun Kim, Member-at-Large**
207 **Mr. Cédric Grolleau, Member-at-Large**
208 **Dr. Amarjit Rihal, Member-at-Large**
209 **Dr. Irving McKenzie, Member-at-Large**
210 **Mr. Irwin Fefergrad, Executive Director (non-voting)**

211 **CARRIED**
212 *(Unanimously)*
213

214 The new Executive Committee was congratulated. Dr. Dolman thanked the
215 outgoing ISDR Executive Committee (Mr. David O’Flynn, Ms. Michelle
216 Thomas, Dr. David Segal and Dr. Patrick Tseng) for their valuable
217 contributions to ISDR.
218

219 **7. CONFERENCE DATE FOR 2017**
220 Ms. Warner thanked everyone for their participation at the conference and
221 General Assembly meeting and asked for feedback on the conference.
222

223 She advised that the International Society of Quality Assurance (ISQua)
224 would be holding its conference in London, England on October 1-4, 2017
225 and it was suggested that the next ISDR conference be held on October 6,

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226 2017 following ISQua. The ISDR Executive Committee will send out further
227 details when available.

228

229 **8. NEW BUSINESS**

230

231 New Membership

232 Colonel Kevin Goheen, Chief Dental Office for the Royal Canadian Dental
233 Corps (RCDC) of the Canadian Armed Forces requested that ISDR give
234 consideration to the RCDC becoming a member. Dr. Dolman confirmed that
235 RCDC meets the criteria to become an associate member and ISDR
236 welcomed the new organization. Dr. Goheen asked that the necessary
237 application form be forwarded to him for processing.

238

239 **MOTION: Marburg/McKenzie**

240

241 **THAT the Royal Canadian Dental Corps (RCDC) be accepted as a**
242 **member of the International Society of Dental Regulators for the**
243 **2017 year.**

244

CARRIED

245

(Carried)

246

247 Communication/Website

248 Mr. Grolleau suggested that a working group be created to explore ways of
249 promoting membership and to liaise with other international organizations,
250 e.g. World Health Organization, to become an oral health partner. It was
251 also suggested that more information be included on the ISDR website, such
252 as regular newsletter updates. The ISDR Executive Committee was asked to
253 discuss these items further at its next meeting.

254

255 **9. ADJOURNMENT**

256 There being no further business, the meeting of the General Assembly was
257 adjourned at 5:00 p.m.

258

259

260 AMS:654980



International Society of Dental Regulators

FUND BALANCE REPORT

August 31, 2017

		CAD \$
REVENUES		
Member Renewal Fees		<u>27,456</u>
Conference Registration Fees		12,969
Other Revenue - Conference Sponsorship		<u>-</u>
TOTAL REVENUES		<u>40,425</u>
EXPENSES		
<i>ISDR Operations</i>		
Administrative - bank fees	550	
Amortization of capital expenditures	4,712	
Printing, Stationary & Supplies	-	
Other Meetings	956	
Legal	-	
Travel	15,664	
Accommodations	4,323	
Postage & Courier	-	
Website	<u>339</u>	
<i>ISDR Operations total</i>		26,545
<i>Conference</i>		
Keynote Speaker	-	
Catering, Conference Space & Audio Visual	<u>-</u>	
<i>Conference total</i>		<u>-</u>
TOTAL EXPENSES		<u>26,545</u>
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENSES		<u>13,880</u>



International Society of Dental Regulators

BALANCE SHEET

As at August 31, 2017

ASSETS

Current

Bank	\$ 73,018
Accounts Receivable	-
Prepaid Expenses	9,276
Total Current Assets	82,294

Capital Assets (0)

TOTAL ASSETS **\$ 82,294**

LIABILITIES AND FUND BALANCE

Current

Accounts Payable and Accrued Liabilities	\$ -
Unearned Revenue	-
Total Current Liabilities	-

Fund Balances 82,294

TOTAL LIABILITIES AND FUND BALANCE **\$ 82,294**



International Society of Dental Regulators

Bank Reconciliation

As at August 31, 2017

Bank Reconciliation August 31, 2017

Balance per Bank, August 31, 2017	73,017.79
Less: Outstanding Cheques	-
Add: Outstanding Deposits	-
Adjusted Bank Balance, August 31, 2017	<u>73,017.79</u>
Balance per G/L, August 31, 2017	<u>73,017.79</u>
Difference	-

International Society of Dental Regulators

By-Laws

Approved: September 16, 2015

1. General

1. Definitions

In these by-laws the following definitions shall apply:

dental regulatory authority	means the body responsible for the professional regulation of dentists and/or other dental professions in a jurisdiction, including their registration or licensure, as authorized by the laws of that jurisdiction.
ISDR	means the International Society of Dental Regulators.
Articles	means the Articles of ISDR Incorporation dated 24 February 2015.
Licensure	Includes registration and certification
Member Organization	means a Member organization of the ISDR.
Act	means the Canada Not-for-profit Corporations Act

1.2 Name

The name of the organization shall be the International Society of Dental Regulators (“ISDR” or “the Society”).

1.3 Purpose and Objects

The ISDR shall be operated exclusively to support the purposes of dental regulation through scientific, educational and collaborative activities, and to encourage best practices among dental regulatory authorities worldwide in the achievement of their mandate of protecting, promoting, and maintaining the health and safety of the public by ensuring proper standards for the dental professions.

The ISDR shall achieve its purpose through the pursuit of the following objects:

- To support dental regulatory authorities worldwide in protecting the public interest by promoting high standards for dental education, licensure, registration, regulation, and professional conduct and facilitating the ongoing exchange of information among dental regulatory authorities.
- To advocate for and promote high standards of dental education, dental practitioner evaluation and assessment, licensure, regulation, dental practice, and professional conduct.

- To facilitate international cooperation and collaboration among dental regulatory authorities, including establishing a network for the regular exchange of dental licensing, registration, regulatory, and disciplinary information.
- To provide a forum for the development and sharing of new concepts and new approaches in the regulation of dental practice.
- To encourage and support research, policy analysis, and policy development related to dental licensure, registration and regulation.
- To serve as an information source for dental regulatory authorities, the public, and national and international organizations.

1.4 Website

The ISDR shall maintain a website for the provision of information regarding its purpose, objects, and other activities.

1.5 Dissolution

The ISDR may only be dissolved by the General Assembly on the basis of an affirmative vote of at least three quarters (3/4) of its attending members, after which the Executive Committee will take immediate steps to wind up the Society.

1.6 Amendments

The By-laws may be amended by the General Assembly on the basis of an affirmative vote of at least two-thirds (2/3) of its attending Members.

A proposed amendment will not be considered unless received by the Executive Committee at least three (3) months prior to the meeting at which it is to be considered and unless notice of the proposed amendment is given to the General Assembly at least two (2) months before the meeting at which it is to be considered.

1.7 Official Language & Communications

The official language of the Society is English.

The Society's logo, contact details and website address shall be prominently displayed on all ISDR communications.

1.8 Place of meeting

The ISDR holds meeting in places agreed by members.

1.9 Law

The ISDR is subject to Canadian law governing not-for-profit organisations (the 'Act').

2. Membership

2.1 *Classes of Members*

Membership of ISDR should consist in Ordinary and Associate Members.

-Ordinary Membership of ISDR is only open to :

- A national dental regulatory authority
- A national association of dental regulatory authorities
- A state, provincial, or territorial dental regulatory authority of a country.

-Associate Members of ISDR is open to :

Any other national, multinational, international, or subnational organization that has a nexus to ISDR through its involvement in dental regulation, credentialing, evaluation and assessment, education, or other matters related to the quality and integrity of the practice of dentistry.

Both categories are eligible to the Executive Committee and any other committee or working-group created by the Executive Committee.

2.2 *Voting Rights for Member Organizations*

Subject to the limitations contained below, Member Organizations shall be entitled to a single vote in any matter brought to a vote at a General Assembly or any other Society meeting.

Proxy voting shall not be permitted.

Postal vote shall not be permitted.

Candidacy to the election to the Executive Committee (see point 4.3) can be made by the national body/national committee and/or the Member Organizations, however once two (2) persons from a country are elected to the Executive Committee no other person from that country may be elected to an Executive Committee position. [This limitation does not apply to the Executive Director.](#)

-For issues relating to the nature of ISDR [i.a. Articles, By-laws, new membership, revocation of membership, dissolution], votes are only open to Ordinary Members.

Ordinary Members located within any one country are entitled to one (1) vote at the General Assembly and shall appoint one (1) individual named as a participating delegate by a Member in that country to serve as the voting delegate on behalf of all of the Members of that country.

-For issues relating to the management of ISDR [i.a. administrative decisions, elections for the Executive Committee, endorsement by ISDR of international standards, etc], votes are opened to Ordinary & Associate Members.

They have an equal vote.

2.3 Other Rights of Member Organizations

Each Member Organization in good standing shall have the following rights and privileges:

- To appoint up to two (2) delegates to represent it at the General Assembly and other Society meetings
- To propose resolutions and matters for discussion at the General Assembly and other Society meetings
- To participate in deliberations and vote at the General Assembly and other Society meetings
- To nominate one of its appointed delegates to stand for election to the Executive Committee
- To receive reports of the Executive Committee and any other standing or ad hoc committees regarding the committee's activities

2.4 Obligation of Members

In addition to any other duties or obligations provided for in these By-laws, each Member shall:

- Do all in its power to promote knowledge of, and active interest in, the objectives and work of the Society;
- Reply to all inquiries and questionnaires from the Society, the Executive Committee or any other committee established by ISDR as quickly as possible;
- Ensure that the Society is informed of any relevant events or developments in its region or country that may be of interest to Society members; and,
- Refrain from any conduct detrimental to the honour or the interest of the Society. Sanctions may be applied (see paragraph 2.10).

2.5 New Membership

An organization seeking membership in ISDR shall submit an application in the form approved by the Executive Committee.

The Executive Committee will then convey the application to the General Assembly for its approval at the next regularly scheduled General Assembly meeting after receipt. Membership applications must be approved by at least two-thirds of the General Assembly attending the meeting at which the vote is taken.

2.6 Annual Membership fees; due date

Each Member Organization shall pay a non-refundable membership fee annually in the amount approved by the General Assembly and, on or before, the date set by the Executive Committee.

2.7 Suspension for Non-Payment

A Member Organization that fails to pay the annual membership fee on or before the due date set by the Executive Committee shall be automatically suspended.

2.8 Lifting of Suspension

Where a Member Organization suspended for non-payment of fees makes payment of all outstanding fees within ninety (90) days of being suspended, the suspension shall be automatically lifted.

2.9 Termination for Non-Payment

Where a Member Organization suspended for the non-payment of fees fails to pay the outstanding fees within ninety (90) days of being suspended, the Member Organization's membership shall be automatically terminated.

2.10 Withdrawal of Membership

A Member Organization may withdraw its membership in the Society on ninety (90) days notice submitted in writing to the Executive Committee.

2.11 Revocation of Membership

In case of conduct detrimental to the honour or the interest of the Society, a Member Organization's membership may be revoked by a resolution supported by at least two-thirds of the attending members of the General Assembly.

The procedure for revocation is as follows :

- the revocation is put to the agenda of a General Assembly's meeting;
- a formal and written presentation of the charges by the Executive Committee is sent to the concerned Member Organisation and to the General Assembly;
- a formal reply is given by the concerned Member Organisation before the General Assembly;
- the General Assembly renders its decision.

3. Finance

3.1 Statutes

The ISDR is a non-profit organization based in Toronto, Canada (Corporation Number 907508-9) run by the Canada Not-for-profit Corporations Act.

3.2 Fiscal Year & Budget

- The fiscal year for the Society is the calendar year.
- The Executive Committee must produce an annual budget which must be approved by the General Assembly. The budget must reflect the annual plan established each year by the General Assembly.
- The Executive Committee must keep true and accurate financial accounts for the Society in accordance with Generally Accepted Accounting Principles.
- Any Member Organization may have access to the accounts.
- The General Assembly shall appoint an independent firm of accountants to prepare audited financial statements for the Society.
- The Executive Committee must submit to the General Assembly, a detailed report on the general state and proceedings of the Society at least annually or more frequently if so directed by the General Assembly. This report must be accompanied by a set of audited financial statements of the Society..
- The Society's budget is comprised of annual fees paid by Member Organizations and of registration or other fees for conferences the Society may organize.

3.3 Determination of Fees

The annual fees for each Member Organization is set by the General Assembly when approving the annual plan and budget presented by the Executive Committee.

4. Governance

4.1 Executive Committee

The ISDR shall be served by an Executive Committee comprised of delegates from at least five (5) Member Organizations and no more than height seven (87) Member Organizations at two (2) of whom are registered dentists.

No person shall act for an absent delegate at a meeting of Executive Committee.

4.2 Powers of the Executive Committee

The Executive Committee coordinates the work of the Society in accordance with the annual plan established by the General Assembly.

To carry out this mandate the Executive Committee shall:

- act for the Society to carry out the instruction of the General Assembly between meetings of the General Assembly;
- manage and administer the affairs of the Society in accordance with the instructions given by the General Assembly;
- present an annual report of the work accomplished by the Society, and regularly report to the Member Organizations through other means including, but not limited to, electronic communications;
- present an annual plan and budget for approval of the General Assembly;
- carry out the mandates of the ISDR as established by the Member Organizations and shall have full and complete power and authority to perform all acts and to transact all business for and on behalf of the ISDR provided its is in accordance with the annual plan and budget approved by the General Assembly or such additional instructions provided by the General Assembly;
- provide leadership in the development and implementation of the ISDR's strategic plan and business plan, and
- represent the ISDR to other organizations and speak on behalf of ISDR to promote recognition of the ISDR's efforts to fulfil its goals.

The Executive Committee is free to determine its own procedures for its internal meetings and decision making.

To ensure transparency and participation of Member Organization, the Executive Committee will develop operating procedures "for approval of the General Assembly" for such matters as, but not limited to:

- Banking and Finance
- Audit
- Approval of cheques and payments

- Hosting and transfer of control of website between Member Organizations designated to host the website
- Management of assets
- Transition of operational matters between Member Organizations which volunteer or are appointed to take on the roles and responsibilities of the executive director position on the Executive Committee.

Once approved, documents may be available on the web-site.

4.3 Election to Executive Committee

The members of the Executive Committee shall be elected annually at the General Assembly by vote of the Member Organizations.

Following the initial meeting of the General Assembly in London in 2014, to be eligible, candidates for the Executive Committee shall declare their intention to stand for election to the Executive Committee no less than twenty eight (28) days before the General Assembly's meeting.

The list of candidates shall be sent out to Member Organizations in good standing in accordance with the notice provisions established for General Assembly meetings.

The positions on the Executive Committee shall be:

1) President

The President represents the society externally. The president speaks on behalf of the Society, on matters approved by the General Assembly.

The President must regularly inform Member Organizations of all actions taken in the name of the Society.

The president chairs the meetings of the General Assembly and of the Executive Committee.

2) Co-Chair

The Co-Chair assumes responsibility for the tasks incumbent on the President in the event that the President is absent or unable to perform those duties.

The Co-Chair presides over the International Conference of Dental Regulators.

3) Treasurer

The Treasurer carries out duties assigned by the Executive Committee and General Assembly in furtherance of the approved annual plan.

The Treasurer receives and accounts for all fees and other monies payable to the Society.

The Treasurer ensures a true and accurate balance sheet and statements of accounts that are prepared for and presented at the annual General Meeting.

The Treasurer ensures that the annual audit of the accounts is undertaken and that all relevant information is made available to the auditors without impediment.

4) Executive Director

The Executive Director is responsible for the day to day operations and administration of the Society and must report regularly to the General Assembly on the work undertaken by the Society.

[The Executive Director is a non-voting position on the Executive Committee.](#)

4.4 Term of Office

A term is of one year.

A member of the Executive Committee shall serve for a term commencing at his or her election and terminating at the next General Assembly.

4.5 Maximum Term

A current or former member of the Executive Committee may be re-elected, and may serve for a maximum of three (3) terms in total.

4.6 Other Committees, Working Groups

The Executive Committee may establish ad hoc committees or working groups to carry out work in accordance with the annual plan approved by the General Assembly.

4.7 Suspension of Executive Committee Member

A member of the Executive Committee is suspended from the Executive Committee if his or her Membership Organization is suspended for non-payment of fees.

4.8 Removal of Executive Committee Member

A member of the Executive Committee may be removed by resolution supported by two-thirds of the Member Organizations.

A Member of the Executive Committee is automatically removed when his or her Member Organization's membership has been revoked.

5. Meetings

5.1 General Assembly

The ISDR shall hold an annual meeting of the General Assembly.

5.2 Special Meetings

The Executive Committee may call additional special meetings of the Member Organizations and shall call a special meeting upon written request of any five (5) Member Organizations.

5.3 Notice

The Executive Committee shall provide written notice of the time and place of meetings of the full Membership of the ISDR at least ninety (90) days prior to the date of the meeting.

The agenda for the General Assembly is prepared by the Executive Committee and sent to the Members at least sixty (60) days before the meeting, except in urgent cases. The agenda includes all the necessary documents for examining matters to be dealt with.

When necessary, the President may add to the agenda any additional matter that can be demonstrated to be of an urgent nature.

No vote can take place on a matter that has not been put on the agenda and for which adequate advance notice (at least 90 days) has been given to the Membership Organizations.

5.4 Meetings by Teleconference, etc.

Any meeting of the General Assembly, ISDR Executive Committee or a committee thereof may be held by teleconference, video conference, or similar means. Despite the foregoing the General Assembly must meet in person at least once a year.

5.5 Quorum

A majority of the number of entities holding a vote in accordance shall constitute a quorum of the General Assembly.

Three (3) delegates shall constitute a quorum of the Executive Committee.

A quorum has to be constituted for the meetings of the General Assembly and of the Executive Committee.

5.6 Decisions by Majority

Except as otherwise provided in these by-laws, all resolutions and other matters brought to a vote at a General Assembly or at any other ISDR meetings shall be by simple majority.

5.7 Minutes

Minutes of the General Assembly's and of the Executive Committee's meetings are sent to Members in the month following the meeting.

5.8 *Rules of Order*

A General Assembly and other meetings of the ISDR shall be conducted in accordance with Sturgis' Standard Code of Parliamentary Procedure, save where provided otherwise by these by-laws.

International Society of Dental Regulators

By-Laws

Approved: September 16, 2015

1. General

1. **Definitions**

In these by-laws the following definitions shall apply:

dental regulatory authority	means the body responsible for the professional regulation of dentists and/or other dental professions in a jurisdiction, including their registration or licensure, as authorized by the laws of that jurisdiction.
ISDR	means the International Society of Dental Regulators.
Articles	means the Articles of ISDR Incorporation dated 24 February 2015.
Licensure	Includes registration and certification
Member Organization	means a Member organization of the ISDR.
Act	means the Canada Not-for-profit Corporations Act

1.2 **Name**

The name of the organization shall be the International Society of Dental Regulators (“ISDR” or “*the Society*”).

1.3 **Purpose and Objects**

The ISDR shall be operated exclusively to support the purposes of dental regulation through scientific, educational and collaborative activities, and to encourage best practices among dental regulatory authorities worldwide in the achievement of their mandate of protecting, promoting, and maintaining the health and safety of the public by ensuring proper standards for the dental professions.

The ISDR shall achieve its purpose through the pursuit of the following objects:

- To support dental regulatory authorities worldwide in protecting the public interest by promoting high standards for dental education, licensure, registration, regulation, and professional conduct and facilitating the ongoing exchange of information among dental regulatory authorities.
- To advocate for and promote high standards of dental education, dental practitioner evaluation and assessment, licensure, regulation, dental practice, and professional conduct.

- To facilitate international cooperation and collaboration among dental regulatory authorities, including establishing a network for the regular exchange of dental licensing, registration, regulatory, and disciplinary information.
- To provide a forum for the development and sharing of new concepts and new approaches in the regulation of dental practice.
- To encourage and support research, policy analysis, and policy development related to dental licensure, registration and regulation.
- To serve as an information source for dental regulatory authorities, the public, and national and international organizations.

1.4 Website

The ISDR shall maintain a website for the provision of information regarding its purpose, objects, and other activities.

1.5 Dissolution

The ISDR may only be dissolved by the General Assembly on the basis of an affirmative vote of at least three quarters (3/4) of its attending members, after which the Executive Committee will take immediate steps to wind up the Society.

1.6 Amendments

The By-laws may be amended by the General Assembly on the basis of an affirmative vote of at least two-thirds (2/3) of its attending Members.

A proposed amendment will not be considered unless received by the Executive Committee at least three (3) months prior to the meeting at which it is to be considered and unless notice of the proposed amendment is given to the General Assembly at least two (2) months before the meeting at which it is to be considered.

1.7 Official Language & Communications

The official language of the Society is English.

The Society's logo, contact details and website address shall be prominently displayed on all ISDR communications.

1.8 Place of meeting

The ISDR holds meeting in places agreed by members.

1.9 Law

The ISDR is subject to Canadian law governing not-for-profit organisations (the 'Act').

2. Membership

2.1 *Classes of Members*

Membership of ISDR should consist in Ordinary and Associate Members.

-Ordinary Membership of ISDR is only open to :

- A national dental regulatory authority
- A national association of dental regulatory authorities
- A state, provincial, or territorial dental regulatory authority of a country.

-Associate Members of ISDR is open to :

Any other national, multinational, international, or subnational organization that has a nexus to ISDR through its involvement in dental regulation, credentialing, evaluation and assessment, education, or other matters related to the quality and integrity of the practice of dentistry.

Both categories are eligible to the Executive Committee and any other committee or working-group created by the Executive Committee.

2.2 *Voting Rights for Member Organizations*

Subject to the limitations contained below, Member Organizations shall be entitled to a single vote in any matter brought to a vote at a General Assembly or any other Society meeting.

Proxy voting shall not be permitted.

Postal vote shall not be permitted.

Candidacy to the election to the Executive Committee (see point 4.3) can be made by the national body/national committee and/or the Member Organizations, however once two (2) persons from a country are elected to the Executive Committee no other person from that country may be elected to an Executive Committee position. **This limitation does not apply to the Executive Director.**

-For issues relating to the nature of ISDR [i.a. Articles, By-laws, new membership, revocation of membership, dissolution], votes are only open to Ordinary Members.

Ordinary Members located within any one country are entitled to one (1) vote at the General Assembly and shall appoint one (1) individual named as a participating delegate by a Member in that country to serve as the voting delegate on behalf of all of the Members of that country.

-For issues relating to the management of ISDR [i.a. administrative decisions, elections for the Executive Committee, endorsement by ISDR of international standards, etc], votes are opened to Ordinary & Associate Members.

They have an equal vote.

2.3 Other Rights of Member Organizations

Each Member Organization in good standing shall have the following rights and privileges:

- To appoint up to two (2) delegates to represent it at the General Assembly and other Society meetings
- To propose resolutions and matters for discussion at the General Assembly and other Society meetings
- To participate in deliberations and vote at the General Assembly and other Society meetings
- To nominate one of its appointed delegates to stand for election to the Executive Committee
- To receive reports of the Executive Committee and any other standing or ad hoc committees regarding the committee's activities

2.4 Obligation of Members

In addition to any other duties or obligations provided for in these By-laws, each Member shall:

- Do all in its power to promote knowledge of, and active interest in, the objectives and work of the Society;
- Reply to all inquiries and questionnaires from the Society, the Executive Committee or any other committee established by ISDR as quickly as possible;
- Ensure that the Society is informed of any relevant events or developments in its region or country that may be of interest to Society members; and,
- Refrain from any conduct detrimental to the honour or the interest of the Society. Sanctions may be applied (see paragraph 2.10).

2.5 New Membership

An organization seeking membership in ISDR shall submit an application in the form approved by the Executive Committee.

The Executive Committee will then convey the application to the General Assembly for its approval at the next regularly scheduled General Assembly meeting after receipt. Membership applications must be approved by at least two-thirds of the General Assembly attending the meeting at which the vote is taken.

2.6 Annual Membership fees; due date

Each Member Organization shall pay a non-refundable membership fee annually in the amount approved by the General Assembly and, on or before, the date set by the Executive Committee.

2.7 Suspension for Non-Payment

A Member Organization that fails to pay the annual membership fee on or before the due date set by the Executive Committee shall be automatically suspended.

2.8 Lifting of Suspension

Where a Member Organization suspended for non-payment of fees makes payment of all outstanding fees within ninety (90) days of being suspended, the suspension shall be automatically lifted.

2.9 Termination for Non-Payment

Where a Member Organization suspended for the non-payment of fees fails to pay the outstanding fees within ninety (90) days of being suspended, the Member Organization's membership shall be automatically terminated.

2.10 Withdrawal of Membership

A Member Organization may withdraw its membership in the Society on ninety (90) days notice submitted in writing to the Executive Committee.

2.11 Revocation of Membership

In case of conduct detrimental to the honour or the interest of the Society, a Member Organization's membership may be revoked by a resolution supported by at least two-thirds of the attending members of the General Assembly.

The procedure for revocation is as follows :

- the revocation is put to the agenda of a General Assembly's meeting;
- a formal and written presentation of the charges by the Executive Committee is sent to the concerned Member Organisation and to the General Assembly;
- a formal reply is given by the concerned Member Organisation before the General Assembly;
- the General Assembly renders its decision.

3. Finance

3.1 Statutes

The ISDR is a non-profit organization based in Toronto, Canada (Corporation Number 907508-9) run by the Canada Not-for-profit Corporations Act.

3.2 Fiscal Year & Budget

- The fiscal year for the Society is the calendar year.
- The Executive Committee must produce an annual budget which must be approved by the General Assembly. The budget must reflect the annual plan established each year by the General Assembly.
- The Executive Committee must keep true and accurate financial accounts for the Society in accordance with Generally Accepted Accounting Principles.
- Any Member Organization may have access to the accounts.
- The General Assembly shall appoint an independent firm of accountants to prepare audited financial statements for the Society.
- The Executive Committee must submit to the General Assembly, a detailed report on the general state and proceedings of the Society at least annually or more frequently if so directed by the General Assembly. This report must be accompanied by a set of audited financial statements of the Society..
- The Society's budget is comprised of annual fees paid by Member Organizations and of registration or other fees for conferences the Society may organize.

3.3 Determination of Fees

The annual fees for each Member Organization is set by the General Assembly when approving the annual plan and budget presented by the Executive Committee.

4. Governance

4.1 Executive Committee

The ISDR shall be served by an Executive Committee comprised of delegates from at least five (5) Member Organizations and no more than ~~eight~~ **seven (87)** Member Organizations at two (2) of whom are registered dentists.

No person shall act for an absent delegate at a meeting of Executive Committee.

4.2 Powers of the Executive Committee

The Executive Committee coordinates the work of the Society in accordance with the annual plan established by the General Assembly.

To carry out this mandate the Executive Committee shall:

- act for the Society to carry out the instruction of the General Assembly between meetings of the General Assembly;
- manage and administer the affairs of the Society in accordance with the instructions given by the General Assembly;
- present an annual report of the work accomplished by the Society, and regularly report to the Member Organizations through other means including, but not limited to, electronic communications;
- present an annual plan and budget for approval of the General Assembly;
- carry out the mandates of the ISDR as established by the Member Organizations and shall have full and complete power and authority to perform all acts and to transact all business for and on behalf of the ISDR provided its is in accordance with the annual plan and budget approved by the General Assembly or such additional instructions provided by the General Assembly;
- provide leadership in the development and implementation of the ISDR's strategic plan and business plan, and
- represent the ISDR to other organizations and speak on behalf of ISDR to promote recognition of the ISDR's efforts to fulfil its goals.

The Executive Committee is free to determine its own procedures for its internal meetings and decision making.

To ensure transparency and participation of Member Organization, the Executive Committee will develop operating procedures "for approval of the General Assembly" for such matters as, but not limited to:

- Banking and Finance
- Audit
- Approval of cheques and payments

- Hosting and transfer of control of website between Member Organizations designated to host the website
- Management of assets
- Transition of operational matters between Member Organizations which volunteer or are appointed to take on the roles and responsibilities of the executive director position on the Executive Committee.

Once approved, documents may be available on the web-site.

4.3 Election to Executive Committee

The members of the Executive Committee shall be elected annually at the General Assembly by vote of the Member Organizations.

Following the initial meeting of the General Assembly in London in 2014, to be eligible, candidates for the Executive Committee shall declare their intention to stand for election to the Executive Committee no less than twenty eight (28) days before the General Assembly's meeting.

The list of candidates shall be sent out to Member Organizations in good standing in accordance with the notice provisions established for General Assembly meetings.

The positions on the Executive Committee shall be:

1) President

The President represents the society externally. The president speaks on behalf of the Society, on matters approved by the General Assembly.

The President must regularly inform Member Organizations of all actions taken in the name of the Society.

The president chairs the meetings of the General Assembly and of the Executive Committee.

2) Co-Chair

The Co-Chair assumes responsibility for the tasks incumbent on the President in the event that the President is absent or unable to perform those duties.

The Co-Chair presides over the International Conference of Dental Regulators.

3) Treasurer

The Treasurer carries out duties assigned by the Executive Committee and General Assembly in furtherance of the approved annual plan.

The Treasurer receives and accounts for all fees and other monies payable to the Society.

The Treasurer ensures a true and accurate balance sheet and statements of accounts that are prepared for and presented at the annual General Meeting.

The Treasurer ensures that the annual audit of the accounts is undertaken and that all relevant information is made available to the auditors without impediment.

4) Executive Director

The Executive Director is responsible for the day to day operations and administration of the Society and must report regularly to the General Assembly on the work undertaken by the Society.

The Executive Director is a non-voting position on the Executive Committee.

4.4 Term of Office

A term is of one year.

A member of the Executive Committee shall serve for a term commencing at his or her election and terminating at the next General Assembly.

4.5 Maximum Term

A current or former member of the Executive Committee may be re-elected, and may serve for a maximum of three (3) terms in total.

4.6 Other Committees, Working Groups

The Executive Committee may establish ad hoc committees or working groups to carry out work in accordance with the annual plan approved by the General Assembly.

4.7 Suspension of Executive Committee Member

A member of the Executive Committee is suspended from the Executive Committee if his or her Membership Organization is suspended for non-payment of fees.

4.8 Removal of Executive Committee Member

A member of the Executive Committee may be removed by resolution supported by two-thirds of the Member Organizations.

A Member of the Executive Committee is automatically removed when his or her Member Organization's membership has been revoked.

5. Meetings

5.1 General Assembly

The ISDR shall hold an annual meeting of the General Assembly.

5.2 Special Meetings

The Executive Committee may call additional special meetings of the Member Organizations and shall call a special meeting upon written request of any five (5) Member Organizations.

5.3 Notice

The Executive Committee shall provide written notice of the time and place of meetings of the full Membership of the ISDR at least ninety (90) days prior to the date of the meeting.

The agenda for the General Assembly is prepared by the Executive Committee and sent to the Members at least sixty (60) days before the meeting, except in urgent cases. The agenda includes all the necessary documents for examining matters to be dealt with.

When necessary, the President may add to the agenda any additional matter that can be demonstrated to be of an urgent nature.

No vote can take place on a matter that has not been put on the agenda and for which adequate advance notice (at least 90 days) has been given to the Membership Organizations.

5.4 Meetings by Teleconference, etc.

Any meeting of the General Assembly, ISDR Executive Committee or a committee thereof may be held by teleconference, video conference, or similar means. Despite the foregoing the General Assembly must meet in person at least once a year.

5.5 Quorum

A majority of the number of entities holding a vote in accordance shall constitute a quorum of the General Assembly.

Three (3) delegates shall constitute a quorum of the Executive Committee.

A quorum has to be constituted for the meetings of the General Assembly and of the Executive Committee.

5.6 Decisions by Majority

Except as otherwise provided in these by-laws, all resolutions and other matters brought to a vote at a General Assembly or at any other ISDR meetings shall be by simple majority.

5.7 Minutes

Minutes of the General Assembly's and of the Executive Committee's meetings are sent to Members in the month following the meeting.

5.8 Rules of Order

A General Assembly and other meetings of the ISDR shall be conducted in accordance with Sturgis' Standard Code of Parliamentary Procedure, save where provided otherwise by these by-laws.
