

I. CONSTITUTION

ARTICLE I: NAME

The name of this organization shall be the American Academy of the History of Dentistry, hereinafter referred to as the Academy.

ARTICLE II: MISSION STATEMENT

The mission of this Academy is to stimulate interest, study, and research in the evolution and development of dentistry. Our objectives are to interpret and distribute reliable, valid information pertaining to the history and development of dentistry.

ARTICLE III: ORGANIZATION

SECTION 1. ORGANIZATION: This Academy is a non-profit organization. Should it be dissolved at any time, no part of its funds or property shall be distributed to, or among its members. After payment of all indebtedness of the Academy, its surplus funds and properties shall be conveyed to an academic program supporting scholarly research in dental history. The designated program shall be selected by a two-thirds vote of the Board of Directors.

SECTION 2. CENTRAL OFFICE: The central office of this Academy shall be that of the Secretary-Treasurer or such other locations as determined by the Board of Directors.

SECTION 3. Fellowship: The Fellowship of this Academy shall consist of individuals whose qualifications and classifications shall be as established in Chapter I of the Bylaws.

SECTION 4. AFFILIATED DENTAL HISTORY ORGANIZATIONS: Affiliated dental history organizations shall be those organizations chartered as such in conformity with Chapter II of the Bylaws.

ARTICLE IV: GOVERNMENT

SECTION 1. LEGISLATIVE BODY: The legislative and governing body of this Academy shall be the fellows of the Academy, as provided in Chapter VI of the Bylaws.

SECTION 2. ADMINISTRATIVE BODY: The Administrative Body of this Academy shall be the Board of Directors as provided in Chapter V of the Bylaws.

ARTICLE V: OFFICERS

SECTION 1. ELECTED OFFICERS: The elected officers of this Academy shall be a President and a Secretary-Treasurer, each of whom shall be elected by the members of the Academy as provided in Chapter III of the Bylaws.

SECTION 2. APPOINTED OFFICERS: The appointed officers of this Academy shall be an Executive Director and an Editor-in-Chief, each of whom will be appointed by the Board of Directors as provided in Chapter IV of the Bylaws.

ARTICLE VI: ANNUAL MEETING

There shall be an Annual Meeting of the Academy conducted in accordance with Chapter VI of the Bylaws.

ARTICLE VII: AMENDMENTS

This Constitution may be amended by a three-fourths vote of the members present and voting at an Annual Meeting of the Academy .

II. BYLAWS

CHAPTER I: Fellowship

SECTION 1. CLASSIFICATION: The members of this Academy shall be classified as follows:

Fellows

Lifetime Fellows

Distinguished Fellows

General Members

Student Members

SECTION 2. QUALIFICATIONS:

A. FELLOWS: A Fellow of this Academy shall be an individual who is a member of this Academy and shall show through research, special interest, publications, or through an expressed resolute interest in the history of dentistry and have a positive concern for the advancement of the knowledge of dental history. Application for Fellowship shall be made on the Academy's "Application for Fellowship" form.

B. LIFETIME FELLOWS: Any person eligible to be a Fellow may become a Lifetime Fellow of the American Academy of the History of Dentistry upon payment to the Academy of an amount fixed from time to time by the Board. Lifetime Fellows shall be exempt from the annual assessment.

C. DISTINGUISHED FELLOWS: A Distinguished Fellow shall be an individual who has made outstanding historical contributions to the art and science of dentistry, or has made historical contributions in the fields of science, health, literature, philanthropy, ethics or public administration. Distinguished fellowship shall be instituted on the basis of a written nomination signed by three Distinguished Fellows and/or Hayden-Harris Awardees in good standing of the Academy and submitted to the Board of Directors for approval.

D. GENERAL MEMBER: A General Member shall be an individual requesting information and knowledge as to the history and development of dentistry.

E. STUDENT MEMBERS: A Student Member shall be an individual who is a full-time student (including full-time postdoctoral students and residents of hospital and other training programs). Applications for student membership shall be made on the Academy's Fellowship Application form.

SECTION 3. DEFINITION OF "IN GOOD STANDING":

A Fellow and member of this Academy whose dues for the current year have been paid shall be in good standing.

SECTION 4. PRIVILEGES:

A. FELLOWS, LIFETIME FELLOWS & DISTINGUISHED FELLOWS:

a. A Fellow in good standing shall receive the Journal of the History of Dentistry, the subscription price of which shall be included in the annual dues. Additionally, a Fellow will have access to research resources and tools as maybe prescribe, by the Board of Directors. A Fellow shall be entitled to vote on all issues brought before the Fellowship.

b. A Lifetime or Distinguished Fellow shall have all benefits as provided to Fellows.

c. All Fellows in good standing shall be eligible for election or appointment to any office or committee of this Academy as provided for in these bylaws.

B. GENERAL MEMBER: A General Member in good standing shall receive the Journal of the History of Dentistry, the subscription price of which shall be included in the annual dues. General Members are not eligible to hold elective office and they shall not have the privilege of a vote.

C. STUDENT MEMBER: A Student Member in good standing shall receive the Journal of the History of Dentistry, the subscription price of which shall be included in the annual dues. Student Members are not eligible to hold elective office and they shall not have the privilege of a vote.

SECTION 5. DUES: Fellowship dues shall be determined by the Board of Directors and approved by a majority vote of the voting members at an Annual Meeting. The Fellowship shall be informed in writing of any proposed change in dues at least sixty (60) days before the Annual Meeting as provided in Chapter XI, Section 2 of these Bylaws. The dues of Fellows, General Members and Student Members shall be due January 1 of each year and shall be paid to the Secretary-Treasurer. The Board of Directors may waive the dues of any member. Distinguished Fellows & Lifetime Fellows are exempt from annual dues. Special assessments may from time to time be assessed by the Board of Directors

CHAPTER II: AFFILIATED ORGANIZATIONS

SECTION 1. ORGANIZATION: Affiliated dental history groups may be organized and chartered, subject to the approval of the Board of Directors and by a majority of the members present and voting at an Annual Meeting of the Academy. The name, powers, duties, Fellowship, privileges, officers and meetings shall be included in the affiliate's Bylaws and shall be submitted to the Board of Directors for approval before recognition.

CHAPTER III: ELECTIVE OFFICERS

SECTION 1. TITLE: The elective officers of this Academy shall be President and Secretary-Treasurer, as provided in Article V of the Constitution.

SECTION 2. ELIGIBILITY: Only Fellows in good standing of this Academy shall be eligible to serve as an elective officer.

SECTION 3. NOMINATIONS: Nominations for the office of President and Secretary-Treasurer shall be submitted by the Board of Directors at the Annual Meeting. Additional nominations may be made from the floor by any Active Fellow in good standing.

SECTION 4. ELECTIONS: The officers shall be elected by a majority vote of the Active Fellows in good standing present and voting at the Annual Meeting of the Academy.

SECTION 5. TERM OF OFFICE: The officers shall serve for two years or until successors are elected and installed.

SECTION 6. INSTALLATION: The officers shall be installed at the close of the Annual Meeting at which they were elected.

SECTION 7. VACANCIES: If in the event that a vacancy of elective office occurs between Annual Meetings of the Academy, the Board of Directors shall designate a successor to serve in the vacant position until the next Annual Meeting of the Academy.

SECTION 8. DUTIES:

A. PRESIDENT: It shall be the duty of the President:

- a. To serve as the official representative of this Academy for the purpose of advancing the objectives and policies of this Academy.
- b. To preside at all meetings of the Academy and to perform all duties associated with the office.
- c. To serve as Chairperson and ex officio member of the Board of Directors, without the right to vote, except in the case of a tie vote of the Board. To serve as ex officio member of all committees of the Academy without the right to vote.
- d. To appoint the members of all standing committees of the Academy after his or her installation in office.

B. SECRETARY TREASURER: It shall be the duty of the Secretary-Treasurer:

- a. To serve as Secretary and a member of the Board of Directors.
- b. To record notes of the proceedings of all meetings of the Academy, prepare and certify the correctness of the minutes.
- c. To authenticate official documents of the Academy by signature.
- d. To serve as Treasurer and to collect, maintain and disperse the funds of the Academy. To deposit all Academy funds in a bank or other depository approved by the Board of Directors. Expenditures of Academy funds shall be by instrument bearing the signature of the President and/or Secretary- Treasurer, as directed by the Board of Directors.
- e. To maintain an accurate record of all financial activities of the Academy.
- f. To collect all dues and other funds owed the Academy.
- g. To submit a full report on the finances of the Academy at the Board of Directors meetings.

SECTION 9. COMPENSATION

Elective officers shall be exempt from Annual Meeting Registration fee.

CHAPTER IV: APPOINTED OFFICERS

SECTION 1. TITLE: The appointed officers of the Academy shall be an Executive Director and an Editor-in-Chief.

SECTION 2. APPOINTMENT: Board of Directors shall appoint the Executive director and the Editor-in-Chief.

SECTION 3. TERMS OF OFFICE: The Board of Directors shall set the terms and conditions of service.

SECTION 4. DUTIES:

A. EXECUTIVE DIRECTOR. It shall be the duty of the Executive Director:

- a. To serve as chief executive officer for the Academy and as such have responsibility for the implementation and coordination of the Academy's programs under and in concert with the Board of directors.
- b. Manage and direct the activities of the Academy as prescribed by the Board of Directors and be responsible to the Board.
- c. To employ such persons as are necessary to the administrative functioning of the Academy.
- e. Have such and other duties and responsibilities as delegated from time to time by the Board of Directors.
- f. To carry on general correspondence of the Academy.

B. EDITOR-IN-CHIEF. It shall be the duty of the Editor-in-Chief:

- a. To select from the Fellowship an Editor of the Journal of the History of Dentistry.
- b. To perform as publisher of the Journal of the History of Dentistry.
- c. To serve as a member of the Board of Directors.
- d. to serve as Chairperson of the Publications Committee, as specified in Chapter VII

C. EDITOR. It shall be the duty of the Editor:

- a. to serve as Editor of the Journal of the History of Dentistry
- b. To prepare and edit report and papers for publication
- c. to serve as a member of the Board of Directors

SECTION 5. COMPENSATION. The Executive Director, Editor, and Editor-in-Chief shall be exempt from Annual Meeting Registration fee.

CHAPTER V: BOARD OF DIRECTORS

SECTION 1. COMPOSITION: The Board of Directors shall consist of the President, the Secretary-Treasurer, the Editor-in-Chief, the Editor, and four Fellows elected at-Large. The Fellows-at-Large shall be nominated and elected to the Board in the same manner as the officers of the Academy as provided in Chapter III, Sections 3 and 4 of these Bylaws.

SECTION 2. POWERS:

- A. The Board of Directors shall be the administrative body of the Academy. It shall have the power to conduct all business of the Academy not inconsistent with the Bylaws of this Academy.
- B. It shall have the power to establish rules and regulations consistent with these Bylaws to govern its organization and procedures in conformity with mandates of the Fellowship.
- C. It shall have the power to remove a committee chairperson or any committee member for just cause.
- D. It shall have the power to approve or reject Fellows, Lifetime Fellows, Distinguished Fellows, and Student Members submitted to it by the Fellowship.
- E. It shall have the power to approve the establishment of official affiliations with other organizations.

SECTION 5. DUTIES: It shall be the duty of the Board of Directors:

- A. To consider such matters of policy and procedure as may be brought to its attention, and recommend courses of action for consideration by the Fellowship of the Academy.
- B. To determine the date and place for convening meetings of the Academy and to provide for the management and general arrangements for each Annual Meeting of the Academy in conjunction with the provisions contained in Chapter VI, Section 10 of these Bylaws.
- C. To approve all appointments of members and chairpersons to committees of the Academy as provided in these Bylaws.
- D. To receive and review all the reports of the officers and committees of the Academy and to evaluate and make recommendations concerning all such reports to the Fellowship at the Annual Meeting.

E. To review for approval or rejection all applications for fellowship as submitted by the chairperson of the Committee on Fellowship & Nominations.

F. To appoint special committees in accordance with Chapter VIII of these Bylaws.

SECTION 6. MEETINGS:

A. REGULAR MEETINGS: The Board of Directors shall meet annually at a time and place to be determined by the President.

B. VIRTUAL MEETINGS VIA TELEPHONE OR ELECTRONIC MEDIA: The members of the Board of Directors may participate in and act at a meeting of the Board of Directors called by the President on matters of the Academy requiring immediate attention through the use of conference telephone or another communications equipment. Notice of such meetings must be provided to each member in advance of the meeting and only such business as requiring the immediate attention of the Board shall be discussed. Such teleconferences are considered as meetings, which shall be recorded and made a part of the actions of the Board of Directors.

SECTION 7. QUORUM: A majority of the voting members of the Board of Directors shall constitute a quorum.

SECTION 8. OFFICERS OF THE BOARD:

A. CHAIRPERSON AND SECRETARY: The Chairperson of the Board of Directors shall be the President of the Academy and the Secretary-Treasurer of the Academy shall be the Secretary.

B. DUTIES:

a. CHAIRPERSON: The Chairperson shall preside at all meetings of the Board of Directors. The Chairperson shall vote only in the case of a tie vote.

b. SECRETARY: The Secretary shall serve as the recording officer of the Board of Directors and as the custodian of its records.

CHAPTER VI: ANNUAL MEETING

SECTION 1. ANNUAL MEETING: The Academy shall meet annually to establish policy and conduct the business of the Academy.

SECTION 2. RULES OF ORDER:

A. STANDING RULES AND REPORTS:

a. REPORTS: All reports of officers and committees shall have been submitted to the Board of Directors for approval before their submission to the Fellowship at the Annual Meeting.

B. ADDITIONAL RULES: The rules contained in the current edition of Sturgis Standard Code of Parliamentary Procedures shall govern the deliberations of the Annual Meeting in all cases where they are applicable and not in conflict with the Standing Rules of the Academy or these Bylaws.

SECTION 3. QUORUM: Thirteen voting fellows in good standing present at the Annual Meeting of the Academy shall constitute a quorum for conducting the business of the Academy.

SECTION 4. ELECTION PROCEDURE: Elective officers of the Academy and the four Fellows-at-Large to the Board of Directors shall be elected by the voting members of the Academy at the Annual Meeting. If a contest exists between a number of

candidates for an elective office or for the at-large positions on the Board of Directors, voting shall then be by closed ballot. If there is only one candidate for an executive office, such candidate may be declared elected by the presiding officer. If there are only four candidates for the members-at-large positions on the Board of Directors, such candidates may be declared elected by the presiding officer.

SECTION 5. PRESENTATION OF PAPERS AND TOURS: The reading of historical papers and the organizing of tours are established to foster the viewing, presentation and discussion of subjects pertaining to the history of dentistry.

SECTION 6. TIME AND PLACE: The presentation of papers shall be held in conjunction with the Annual Meeting of the Academy. A tour of dentally related sites in the area of the Annual Meeting may be scheduled, depending on their availability.

CHAPTER VII: COMMITTEES

SECTION 1. NAME: There shall be a standing committee of this Academy for each of the following functions:

Awards Constitution & Bylaws Fellowship Finance Publications

SECTION 2. COMPOSITIONS AND ELIGIBILITY:

The composition of the committees of this Academy shall be as follows:

- a. The Awards Committee shall consist of two distinct subcommittees: the subcommittee to determine the recipient of the Hayden-Harris Award, and the subcommittee to determine the recipient of the Bremner Award. The Hayden-Harris Award subcommittee shall consist of three former recipients of the award who are fellows of the Academy. The Bremner Award subcommittee shall consist of at least three fellows from the Publication Committee of the Academy. The President shall select the Chairperson for each subcommittee from one of its members.
- b. Constitution & shall consist of at least five Academy fellows in good standing. The President and the Secretary-Treasurer shall be members of the committee. The President shall serve as Chairperson Bylaws
- c. Fellowship shall consist of at least five Academy fellows in good standing. The President and the Secretary-Treasurer shall be members of the committee. The President shall serve as Chairperson
- d. The Finance Committee shall consist of at least five Academy fellows in good standing. The President and the Secretary-Treasurer shall be members of the committee. The President shall serve as Chairperson.
- e. The Publications Committee shall consist of at least five Academy members in good standing. The Editor-in-Chief shall serve as Chairperson.

SECTION 3. QUORUM: A majority of the members of a committee shall constitute a quorum.

SECTION 4. DUTIES:

A. AWARDS COMMITTEES:

- a. The subcommittee responsible for the Hayden-Harris Award shall review the qualifications of nominees and prospective recipients and if a candidate is accepted, it shall identify the recipient in a recommendation to the Board of Directors.
- b. The subcommittee responsible for the M.D.K. Bremner Award, with the approval of the Board of Directors, may confer on an undergraduate or graduate student from an accredited college, university or school of dentistry, this award for an original unpublished essay on a subject relevant to the history of dentistry. The essay may be the result of research, or a

composition revealing an uncommon appreciation or understanding of history as it pertains to dentistry.

B. PUBLICATIONS COMMITTEE: This committee shall be tasked with the responsibility to evaluate past and current material on the history of dentistry to support the mission of the Academy. This committee shall cause to be published an official journal under the title of Journal of the History of Dentistry. It shall advise and assist the Editor-in-Chief in the printing and distribution of the Journal.

CHAPTER VIII: FISCAL YEAR

The fiscal year of the Academy shall begin on the first (1) day of September and end on the thirty-first (31) day of August in the following calendar year.

CHAPTER IX: INDEMNIFICATION

Each director, officer and committee member of this Academy shall be held harmless and indemnified by the Academy against all claims and liabilities and all costs and expenses, including attorney's fees, reasonably incurred or imposed upon such person in connection with or resulting from any action, suit or proceeding, or the settlement or compromise thereof, to which such person may be made a party by reason of any action taken or omitted to be taken by such person as a director, officer or committee member of this Academy in good faith. This right of indemnification shall apply to such person whether or not such person is a director, officer or committee member at the time such liabilities, costs or expenses are imposed or incurred and, in the event of such person's death, shall extend to such person's legal representative. To the extent available, the Academy shall insure against any potential liability hereunder.

CHAPTER X: AMENDMENTS

SECTION 1. PROCEDURE: These Bylaws may be amended at an Annual Meeting of the Academy by a two-thirds (2/3) vote of the voting fellows present and voting, provided the proposed amendments shall have been submitted in writing to the President or the Secretary- Treasurer at least ninety (90) days in advance of the Annual Meeting.

SECTION 2. RESOLUTIONS RELATING TO DUES: Any resolution effecting a change in the dues of Fellows or affecting the procedure for changing the dues of Fellows may be adopted only if the proposed amendment has been presented in writing to the entire Fellowship of the Academy at least sixty (60) days prior to the Annual Meeting at which it is to be considered.

Adopted: October 15, 2006, Las Vegas, Nevada

Amended: October 1, 2007, San Francisco, California

Amended: June 3, 2011, Charleston, South Carolina

Amended: October 19, 2013, Boston, Massachusetts

Amended: October 8, 2015, Boston, Massachusetts