



IFDH Bylaws Updated February 2017

The International Federation of Dental Hygienists
100 South Washington Street, Rockville MD 20850, USA
www.ifdh.org



BYLAWS

ARTICLE I: NAME & CHARACTER

Section 1.1 Name and Character

The name of the organization is the International Federation of Dental Hygienists, hereinafter referred to as the "Federation". The Federation is a Maryland nonstock membership corporation with international members and scope.

ARTICLE II: PURPOSE

Section 2.1 Purpose

The purpose of the Federation is to:

- * Safeguard and defend the interests of, and represent and advance the global profession of dental hygiene.
- * Promote professional alliances with its association members as well as with other interdisciplinary associations, federations and organizations whose objectives are similar.
- * Promote and coordinate the exchange of knowledge and information about the profession, its education, evidence-based research, and best practice.
- * Promote access to quality preventive oral health services and foster social responsibility programs to enhance oral health.
- * Increase public awareness that oral disease can be prevented through proven regimens and can have significant impact on general health.
- * Provide an international scientific forum for education and networking

This is provided that such purposes and activities of the Federation are only as permitted an organization described in Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Federation is not organized for profit or organized to engage in an activity ordinarily carried on for profit.

ARTICLE III: ORGANIZATION

Section 3.1 Headquarters

The principal office of the Federation shall be located in the State of Maryland. The Federation shall have other offices at such other places as the Board of Directors ("Board") may from time to time designate or as the business of Federation may require.

Section 3.2 Language

The official and administrative language of the Federation shall be English.



ARTICLE IV: MEMBERS

Section 4.1 Categories of Members and Affiliations

The Federation has the following four (4) categories of members (collectively “Members”):

1. Association Members
 - a) Financial
 - b) Non Financial
2. Individual Members
3. Honorary - Life Members
4. Student Members

The Federation has the following category of affiliation:

1. Allied Supporters

Section 4.1(A) Association Members

There shall be three (3) categories of Association Members. They are:

- (i) Full Association Members
- (ii) Allied Association Members
- (iii) Non Financial Association Members

i) Full Association Members

A Full Association Member shall be a dental hygienists organization representing one (1) nation and which has a written constitution or articles of incorporation, or the equivalent thereof, which is consistent with the Federation’s purpose as set forth in these Bylaws. Each Full Association Member must be comprised of members who are recognized by the Federation as representing qualified registered/licensed dental hygienists in that country. A Full Association Member must demonstrate support for the Federation’s policies.

Application to become a Full Association Member shall be made by the prospective Full Association Member to the Federation’s headquarters and such application shall be reviewed by the Federation’s Membership Committee (“Membership Committee”). If a prospective Full Association Member’s application is recommended by the Membership Committee, the recommendation shall be considered by the Board. If Full Association Member status is granted by the Board, such status shall become effective upon the Federation’s receipt of the new Full Association Member’s initial membership dues.

Each Full Association Member shall be obligated to pay its Full Association Member dues timely, when due, and in full. A Full Association Member’s membership status with the Federation may be terminated or suspended, at the Federation’s sole discretion, if, among other reasons, the Full Association Member has not timely paid all of the Full Association Member’s dues.

Each Full Association Member may exercise its vote regarding Federation matters at House of Delegates’ meeting, as set forth in these Bylaws. Each Full Association Member shall have one (1) vote per delegate at House of Delegates’ meetings regarding Federation matters and such vote may be made only by a designated member of the Full Association Member, whose designation shall be disclosed to the Federation prior to any vote.



There shall be only one (1) Full Association Member for any one (1) country.

ii) Allied Association Members

Where a Full Association Member currently exists in a country, an Allied Association Member shall be a subsequent dental hygienists organization representing the same nation and which has a written constitution or articles of incorporation, or the equivalent thereof, which is consistent with the Federation's purpose as set forth in these Bylaws. Each Allied Association Member must be comprised of members who are recognized by the Federation as also representing qualified registered/licensed dental hygienists in that country. An Allied Association Member must demonstrate support for the Federation's policies.

Application to become an Allied Association Member shall be made by the prospective Allied Association Member to the Board, and if recommended by the Board, such application shall be reviewed by the Membership Committee. If a prospective Allied Association Member's application is recommended by the Membership Committee, the recommendation shall be considered, and final determination about whether to offer Allied Association Member status to the prospective Allied Association Member shall be made, Board of Directors. If Allied Association Member status is granted by the Board of Directors, such status shall become effective upon the Board of Directors granting of Allied Association Member status.

Each Allied Association Member shall be obligated to pay its Allied Association Member dues timely, when due, and in full. An Allied Association Member's membership status with the Federation may be terminated or suspended, at the Federation's sole discretion, if, among other reasons, the Allied Association Member has not timely paid all of the Allied Association Member's dues.

Allied Association Members do not have the right to vote at any meeting.

iii) Non Financial Association Members

A Non Financial Association Member shall be a dental hygienists organization representing one (1) nation and which is identified by the United Nations in its list of least developed countries and which has a written constitution or articles of incorporation, or the equivalent thereto, and which is consistent with the Federation's purpose as set forth in these Bylaws. Each Non Financial Association Member must be comprised of members who are recognized by the Federation as representing a substantial proportion of the qualified registered/licensed dental hygienists in that country. A Non Financial Association Member must demonstrate support for the Federation's policies.

Application to become a Non Financial Association Member shall be made by the prospective Non Financial Member to the Board, and if recommended by the Board, such application shall be reviewed by the Membership Committee. If a prospective Non Financial Association Member's application is recommended by the Membership Committee, the recommendation shall be considered, and final determination about whether to offer Non Financial Association Member status to the prospective Non Financial Association Member shall be made, by the Board of Directors. If Non Financial Association Member status is granted by the Board of Directors, such status shall become



effective upon the Board of Directors granting of Non Financial Association Member status.

Non Financial Association Members do not have the right to vote at any meeting and do not pay dues to the Federation.

Section 4.1(B) Individual Members

An Individual Member shall be a dental hygienist who supports the purpose and policies of the Federation and who is able to prove that he/she: (a) has graduated from an accredited minimum two (2) year dental hygiene program, or (b) is a member in good standing in an organization that is a member of the Federation.

An Individual Member must be registered, or eligible to be registered with the regulatory board overseeing dental hygienists in his/her domicile country.

Application to become an Individual Member shall be delivered by the prospective Individual Member to the Federation's headquarters. The Federation's Executive Director, along with the Membership Committee chair, shall determine whether the prospective Individual Member meets the criteria to become an Individual Member and shall make the final determination about whether to offer Individual Member status to the prospective Individual Member. If Individual Member status is granted, such status shall become effective upon the Federation's receipt of the new Individual Member's initial membership dues.

Each Individual Member shall be obligated to pay his/her Individual Member dues timely, when due, and in full. An Individual Member's membership status with the Federation may be terminated or suspended, at the Federation's sole discretion, if, among other reasons, the Individual Member has not timely paid all of the Individual Member's dues.

Individual Members do not have the right to vote or have representation at any meeting.

Individual Members are entitled to attend meetings of the House of Delegates, as observers, and they may attend Federation social functions.

The Individual Member membership dues shall be determined by the Board in its sole discretion.

Section 4.1(C) Honorary-Life Members

An Honorary-Life Member shall be an individual who has made outstanding contributions to the dental hygiene profession and to the Federation.

An Honorary-Life Member must be nominated by the Board. Such nomination, if accepted by the Honorary-Life Member, shall be referred to the House of Delegates who shall make the final determination about whether to grant Honorary-Life Member status. Notwithstanding the preceding sentences, all past presidents of the Federation automatically shall be granted Honorary-Life Member status.



Honorary-Life Members do not have the right to vote or have representation at any meeting.

Section 4.1(D) Student Members

A Student Member shall be a dental hygiene student who supports the Federation's purpose and policies and who provides the Federation with written proof of his/her enrolment in an accredited minimum two (2) year dental hygiene program.

Application to become a Student Member shall be delivered by the prospective Student Member to the Federation's headquarters. The Federation's Executive Director, along with the Membership Committee chair, shall determine whether the prospective Student Member meets the criteria to become a Student Member and shall make the final determination about whether to offer Student Member status to the prospective Student Member. If Student Member status is granted, such status shall become effective upon the Federation's receipt of the new Student Member's initial membership dues.

Each Student Member shall be obligated to pay its Student Member dues timely, when due, and in full. A Student Member's membership status with the Federation may be terminated or suspended, at the Federation's sole discretion, if, among other reasons, the Student Member has not timely paid all of the Student Member's dues

Student Members do not have the right to vote or have representation at any meeting.

Section 4.1(E) Allied Supporters Affiliation

Allied Supporters Affiliates shall be individuals, institutions, organizations or groups who promote wellness and the prevention of oral disease and who support the Federation's purposes and policies.

Application to become an Allied Supporter Affiliate shall be made by the prospective Allied Supporter Affiliate to the Membership Committee. If a prospective Allied Supporter Affiliate's application is recommended by the Membership Committee, the recommendation shall be considered, and final determination about whether to offer Allied Supporter Affiliation status to the prospective Allied Supporter Affiliate shall be made, by the Board. If Allied Supporter Affiliation status is granted by the Board, such status shall become effective upon the Federation's receipt of the new Allied Supporter Affiliate's initial dues.

Each Allied Supporter Affiliate shall be obligated to pay its Allied Supporter Affiliation dues timely, when due, and in full. An Allied Supporter Affiliate's affiliation status with the Federation may be terminated or suspended, at the Federation's sole discretion, if, among other reasons, the Allied Supporter Affiliate has not timely paid all of its dues.

Allied Supporters Affiliates do not have the right to vote or have representation at any meeting.



Section 4.2 Termination of Membership

Any member or affiliation may be terminated by any of the following:

1. Resignation
2. Demise
3. Removal

Section 4.2(A) Resignation

Any member may resign from the Federation. Notice of a member's intention to resign shall be delivered by the member to the Board at least six (6) months prior to the close of the current fiscal year. Cessation of membership status with the Federation becomes effective at the close of the then current fiscal year and does not exonerate the member from accrued financial obligations to the Federation. Any member that is more than six (6) months behind in payment of dues automatically shall be deemed to be resigned from the Federation, provided that the Federation has first attempted to contact the resigning member.

Section 4.2(B) Demise

The dissolution of an Association Member, Allied Supporter Affiliate and/or the demise of an Individual Member, Honorary – Life Member, or Student Member automatically shall terminate the membership or affiliate status of the applicable member.

Section 4.3(C) Removal

(i) Association Members

An Association Member that does not comply or act in a manner consistent with these Bylaws and/or the Federation's purpose, may be removed as a member of the Federation upon the recommendation of the Board and a two-thirds (2/3) vote of the House of Delegates at which a quorum is present. In such an event, the Board first must provide written notice to the Association Member and the House of Delegates of its intention to remove the Association Member, which notice shall include the specific charges of conduct detrimental to the Federation. The Association Member shall be given the opportunity to respond to the specific charges. Removal shall become effective as of the date of the House of Delegate's vote to remove the Association Member. Removal of the Association Member shall not exonerate the Association Member from any accrued financial obligations to the Federation.

(ii) Individual Members, Honorary–Life Members, Student Members and Allied Supporter Affiliates

An Individual Member, Honorary-Life Member, Student Member or Allied Supporters Affiliate whose actions are inconsistent with these Bylaws and/or the Federation's purpose and policies may be removed as a member of the Federation upon the decision of the Board. In such an event, the Board first must provide written notice to the applicable member or affiliate of its intention to remove such member or affiliate, which notice shall include the specific charges of conduct detrimental to the Federation. The applicable member or affiliate shall be given the opportunity to respond to the specific charges. Removal shall become effective as of the date of the Board determination to remove the applicable member or affiliate. Removal of the applicable member or affiliate shall not exonerate the applicable member or affiliate from any accrued financial obligations to the Federation.



Section 4.4 Reinstatement of Membership

Any member or affiliate, who has resigned in good standing or whose membership or affiliation has terminated due to its non-payment of dues or fees, may be reinstated upon its application to the Board and by payment of the outstanding amount due, including for the current fiscal year.

ARTICLE V: GOVERNANCE

Section 5.1 Governing Bodies

The governing bodies of the Federation are the following:

- (A) The House of Delegates; and
- (B) The Board

Section 5.2 House of Delegates

Section 5.2(A) Composition of House of Delegates

The House of Delegates shall provide general guidance to the Board relating to the Federation's policies and direction in connection with the development, establishment, and practice of dental hygiene consistent with the Federation's purpose as set forth in these Bylaws.

The House of Delegates is composed of delegates from each Financial Association Member, Each Financial Association Member shall have the right to have up to two (2) delegates as members of the House of Delegates. Each delegate shall have the right to vote and present a motion at any and all House of Delegate meetings. In the event of vacancy for whatever reason, each Financial Association Member is responsible for replacement of its member of the House of Delegate. Each Financial Association Member shall be responsible to provide written notification of any new delegate representing the Financial Association Member at the House of Delegates. Such written notice shall be delivered to the Board and will not be effective until received by the Board.

All Board members shall, on behalf of the Board, be ex-officio members of the House of Delegates, with the right to attend all House of Delegate meetings and present motions at House of Delegate meetings, but without the right to vote.

Section 5.2(B) Authority

The House of Delegates is vested with the following powers:

- (i) Adoption and modification of the Bylaws;
- (ii) Election of Officers;
- (iii) Recommendation to the Board, for Board approval, of the creation of standing and ad hoc committees;
- (iv) Admission and/or exclusion of Association Members and Honorary-Life Members;
- (v) Dissolution of the Federation and/or the acquisition of, sale to, or merger into, another organization; and
- (vi) Selection of the host Association Member for the ISDH.



Section 5.2(C) House of Delegates Meetings

The House of Delegates shall convene an in-person meeting as often as deemed necessary by the House of Delegates, or as requested by the Board, but not less than once every three (3) years (and every 2 years after 2022) which in-person meeting shall be in conjunction with the International Symposium on Dental Hygiene (“ISDH”). All House of Delegates’ meetings, whether in-person or as otherwise permitted by law, except for the House of Delegates’ Meeting in conjunction with the ISDH, may be called only by a two-thirds (2/3) of the House of Delegates or by a majority of the Board. The date and location of all House of Delegates’ meetings shall be determined by the House of Delegates.

Section 5.2(D) Meetings Procedures

(i) Notice of In-Person Meeting

With the exception of the in-person House of Delegates meeting in conjunction with the ISDH, all delegates must be provided with at least thirty (30) days advance written notice of any in-person House of Delegates meeting, which written notice shall be in accordance with Maryland law. With respect to the in-person House of Delegates meeting in conjunction with the ISDH, all delegates must be provided with at least four (4) months advance written notice of such meeting, which written notice shall be in accordance with Maryland law.

(ii) Meeting by Conference Call

Any action to be taken at a meeting of the House of Delegates may be taken through the use of a conference telephone or other communications permitted by law and by means in which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute presence in person at the meeting of the persons so participating. Notwithstanding anything set forth to the contrary in these Bylaws, notice of any meeting to be held by conference call (whether regular or special), except in the case of an emergency, must be delivered at least forty-eight (48) hours prior to the meeting.

(iii) Motions

All motions to be considered by the House of Delegates may only be presented to the House of Delegates by: (i) a Financial Association Member, (ii) the President, or his or her designee who must also be a member of the Board, on behalf of the Board, and/or (iii) committees. All motions to be considered by the House of Delegates at the House of Delegates in-person meeting in conjunction with the ISDH, shall be delivered to the Board in writing at least four (4) months prior to that meeting, except in the case of emergency where the motion may be delivered to the Board in less time in advance of the meeting of the House of Delegates. All motions to be considered by the House of Delegates at a House of Delegates in-person meeting that is not in conjunction with the ISDH, shall be delivered to the Board in writing at least thirty (30) days prior to that meeting, except in the case of emergency where the motion may be delivered to the Board in less time in advance of the in-person meeting of the House of Delegates. All motions to be considered by the House of Delegates at a House of Delegates conference call or similar meeting, shall be delivered to the Board in writing at least forty-eight (48) hours prior to that meeting, except in the case of emergency where the motion may be delivered to the Board in less time in advance of the meeting of the House of Delegates.



(iv) Agenda

The Board shall prepare and distribute the meeting agenda to all members of the House of Delegates at least two (2) months prior to the in-person meeting of the House of Delegates held in conjunction with the ISDH. The Board shall prepare and distribute the meeting agenda to all members of the House of Delegates at least thirty (30) days prior to the in-person meeting of the House of Delegates not held in conjunction with the ISDH. The Board shall prepare and distribute the meeting agenda to all members of the House of Delegates at least forty-eight (48) hours prior to the House of Delegates' conference call or similar meeting. Any issue that was unknown at the time of the creation of the agenda and not included on the agenda may be presented at the House of Delegates meeting under the category "New Business".

(v) Quorum

A majority of voting members of the House of Delegates present at House of Delegates meeting, whether in person or otherwise in compliance with Maryland law, shall constitute a quorum.

Section 5.2(E) Voting

(i) General Voting Requirement

Except as otherwise set forth in these Bylaws, all House of Delegates votes shall be determined by a majority vote of all voting members of the House of Delegates at which a quorum is present. No member of the House of Delegates may vote if it has not paid all dues and amounts due to the Federation at the time of the vote.

(ii) Action by Unanimous Written Consent

Any action requiring a vote of the House of Delegates may be taken without a meeting by the unanimous written consent of all of the voting members of the House of Delegates, which unanimous written consent shall set forth the action taken.

Section 5.3 Board of Directors

Section 5.3(A) Composition of the Board

The Board shall implement the general policy and direction established by the House of Delegates and consistent with the purpose set forth in these Bylaws, including oversight of the day to day administration of Federation business and decision making, as well as oversight of the Federation's staff. The Board shall be composed of five (5) members, who shall include the President, President-elect, Vice President, Treasurer, and Secretary.

Section 5.3(B) Authority

The Board is vested with the following powers:

- (i) Adoption and modification of the Bylaws;
- (ii) Approval of Committee reports;
- (iii) Approval of the Treasurer's report;
- (iv) Determination of Membership dues;
- (v) Adoption of policies;
- (vi) Approval of House of Delegates recommended standing and ad hoc committees;
- (vii) Adoption of the Federation's strategic plan.



Section 5.3(C) Authority and Responsibilities of the Board

The Federation's affairs shall be managed by the Board, which shall: (i) supervise and give direction over the Federation's operations and day-to-day activities, (ii) determine and implement Federation policies and procedures, and modifications thereto, consistent with these Bylaws and the Federation's purpose as set forth in these Bylaws, (iii), adopt and ratify the Federation's annual budget, (iv) actively promote the Federation's purposes as set forth in these Bylaws, and (v) in its discretion, determine how best to use Federation funds consistent with the Federation's purposes as set forth in these Bylaws. The Board shall act for and on behalf of the House of Delegates between meetings of the House of Delegates. The Board may adopt such rules and regulations for the conduct of its business as it deems advisable and may, in the execution of such powers, appoint agents as it considers necessary. The Board shall provide written reports to the House of Delegates at least semi-annually.

Each member of the Board shall serve as an ex-officio member and liaison with one (1) or more Federation committees, as determined by the President. By invitation of the Board, the Immediate Past-President may serve as an ex-officio member of the Board or any Federation committee.

Section 5.3(D) Meetings

(i) Notice of Meeting

Except in the case of an emergency, all Board members must be provided with at least sixty (60) days advance written notice of any Board meeting, which written notice shall be in accordance with Maryland law. All meetings of the Board may be called by the President or upon written request of three (3) members of the Board, which request shall be delivered to the President. Notice of a meeting shall state the time, date, and place of the meeting. Attendance by a member of the Board at any meeting shall constitute a waiver of notice of such meeting except where a member of the Board attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called and convened.

(ii) Meeting by Conference Call

Any action to be taken at a meeting of the Board or any committee of the Board may be taken through the use of a conference telephone or other communications means by which all persons participating in the meeting can communicate with each other. Notwithstanding anything set forth to the contrary in these Bylaws, notice of any meeting to be held by conference call (whether regular or special), except in the case of an emergency, must be delivered at least seventy-two (72) hours prior to the meeting.

(iii) Quorum

A majority of the members of the Board present at a Board meeting, whether in person or otherwise in compliance with Maryland law, shall constitute a quorum.

Section 5.3(E) Voting

(i) General Voting

Except as otherwise set forth in these Bylaws, all Board votes shall be determined by a majority vote of all voting members of the Board at which a quorum is present.

(ii) Action by Unanimous Written Consent



Any action requiring a vote of the Board may be taken without a meeting by the unanimous written consent of all of the voting members of the Board which unanimous written consent shall set forth the action taken.

ARTICLE VI: OFFICERS

Section 6.1 Officer Positions

The officers ("Officers") of the Federation shall be: (A) President, (B) President-elect, (C) Vice President, (D) Treasurer, (E) Secretary, and (F) Executive Director who shall be an ex-officio member of the Board. No two (2) offices may be held by the same person at the same time. All officers shall be members of the Board. The Board may appoint such other officers and agents, as it shall deem necessary. With the exception of the Executive Director, no officer shall receive any fixed salaries or other forms of compensation.

Section 6.1(A) President

The President shall preside at all meetings of the Board. The President shall promote and foster the interests of the Federation. The President shall perform the other duties usually required of such an officer but shall not be expected or required to devote his time exclusively to the service of the Federation. The President is not eligible to have consecutive terms as President. The President shall appoint the Chairmen for standing committees and ad hoc committees, except as elsewhere provided in these Bylaws.

Section 6.1(B) President-elect

The President-elect shall be elected by the House of Delegates at the in-person meeting of the House of Delegates in conjunction with the ISDH. In the absence of the President or in the event of the President's inability or refusal to act, the President-elect shall perform the duties of the President and when so acting shall have all the powers of the President and be subject to the same restrictions. The President-elect shall be the chairperson of the Nominating Committee. The President-elect shall perform such other duties as from time to time may be assigned by the President. The President-elect automatically shall assume the office of President at the conclusion of the President's term.

Section 6.1(C) Vice President

The Vice President shall be elected by the House of Delegates at the in-person meeting of the House of Delegates in conjunction with the ISDH. The Vice President shall: (i) provide such services as the Board shall reasonably determine, (ii) provide leadership to members of the House of Delegates as reasonably determined by the Board, and (iii) serve on such committees as determined by the President.

Section 6.1(D) Treasurer

The Treasurer shall be elected by the House of Delegates at the in-person meeting of the House of Delegates in conjunction with the ISDH. In his/her capacity as the Treasurer, the Treasurer (i) shall oversee the financial transactions by staff related to all monies and funds of the Federation, (ii) cause for the disbursement of the funds of the Federation as may be directed by the Board or by the President, taking proper vouchers for such disbursements, and (iii) shall render to the President and to the Board as may be required of him/her, an account of all his/her oversight of transactions as Treasurer and of the financial condition of the Federation. The Treasurer shall perform all duties incident to the



office as shall be required by the Board. In the absence of the Treasurer, the President shall assume the duties incident to this office as shall be required of him/her by the Board.

Section 6.1(E) Secretary

The Secretary shall be elected by the House of Delegates at the in-person meeting of the House of Delegates in conjunction with the ISDH. In his/her capacity as Secretary, the Secretary shall: (i) issue notices for all meetings of the House of Delegates and of all meetings of the Board; (ii) keep the minutes of all meetings of the House of Delegates and of the Board; (iii) have charge of the corporate seal and the minute book; and, (iv) make all reports and perform all such duties as are incident to the office of the Secretary or as are required by the Board, or by the President.

Section 6.1(F) Executive Director

There shall be an Executive Director who shall be appointed by the Board. He/she shall perform such duties as may be assigned to him/her by the Board, the President and/or the President-elect. The Executive Director shall be the chief staff officer. He/she shall have responsibility for selection and supervision of the staff, shall define duties of the staff, shall fix their compensation within budgetary limitations, and shall otherwise execute the duties assigned by the Board. He/she shall have the authority to make expenditures and execute contracts in the name of the Federation in accordance with the then-active budget approved by the Board provided that the Executive Director first obtains approval from the President or the Treasurer. The Executive Director shall be an ex-officio member of the Board, without the right to vote. The Executive Director shall have a performance evaluation every twelve months by the Board of Directors.

Section 6.2 Officer Terms

Elected officers may not serve more than one (1) three (3) year term in that Officer position, except for the Treasurer who may serve not more than two consecutive terms. Except with respect to the Executive Director and with respect to the President in accordance with this Section 6.2, an Officer may not serve more than three (3) consecutive three (3) year terms on the Board. The President-elect may serve as President for the full term of Office as President even if that term as President will result in that Officer's term exceeding three (3) consecutive three (3) year terms. Each Officer term shall commence at the close of the in-person House of Delegates meeting in conjunction with the ISDH and shall expire on the third (3rd) anniversary thereafter, at the close of the in person House of Delegates in-person meeting in conjunction with the ISDH. The terms of office noted above shall change to 2-year terms as of 2022, to coincide with the frequency of the IFDH International Symposium.

Section 6.3 Election & Vacancies

The Officers of the Federation shall be elected by the House of Delegates, at an in-person meeting of the House of Delegates in conjunction with the ISDH. Nominees are to be selected from the delegates of the House of Delegates. Nominations for Officer positions shall be delivered by the Nominating Committee to the House of Delegates in accordance with the Federation's policies and procedures, at least ninety (90) days prior to in-person meeting of the House of Delegates in conjunction with the ISDH. In addition, delegates may nominate candidates for Officer positions from the floor at the in-person meeting of the House of Delegates in conjunction with the ISDH. Effective upon the expiration of the President-elect term, the President-elect shall succeed to the office of President, without



regard to the Director term limits set forth in these Bylaws and, in such event, the term for such Director shall be extended accordingly. Except for the President Officer position, vacancies shall be filled by the members of the House of Delegates, which, at the discretion of the Board, may be done by mail ballot. Each Officer shall hold office until his/her successor is duly elected and qualified.

Section 6.4. Removal and Resignation

Any Officer may be removed by a majority vote of the House of Delegates at which a quorum is present whenever in its judgment the best interest of the Federation will be served thereby. In the event that an Officer is removed, resigns, or otherwise cannot fill the position to which he or she was elected, the Board may elect a successor to fill the remaining term.

Section 6.5. Bonds

The Treasurer, or any other person entrusted with the handling of funds or property of the Federation shall, if required by the Board, furnish at the expense of the Federation, a bond approved by the Board, in such sum and with such surety or sureties as the Board shall prescribe.

Section 6.6 Signatures

With respect to financial obligations, the signature of either the Treasurer or the President is sufficient, with review by both parties. No member of the Board may sign for any payment made to himself/herself. Payments to the President or the Treasurer must be reviewed by a third party. Other contracts, documents, and instruments requiring a signature from the Federation shall be signed by the President.

ARTICLE VII: COMMITTEES

Section 7.1 Committee Creation

The Board, in its discretion, may create and authorize standing committees and/or ad hoc committees to carry out specific duties in order to further the objectives of the Federation.

Section 7.2 Standing Committees The following are standing committees: (A) Education & Research, (B) Infrastructure, (C) Membership, (D) Professional & Public Relations, and (E) Nominating Committee.

Section 7.3 Committee Composition

The President shall appoint chairpersons of each committee. With the exception of the Executive Committee, each committee shall be composed of at least three (3) members of the House of Delegates.

ARTICLE VIII: FINANCES

Section 8.1 Membership Dues & Affiliation Dues

Annual membership dues and affiliation dues shall be determined by the Board and approved by the House of Delegates. If a member or affiliate has not paid the entirety of all amounts due, including without limitation member dues and affiliate fees, within six (6) months when due, such member or affiliate automatically shall be deemed to have resigned from the Federation.



Section 8.2 Payment of Association Members Dues & Affiliation Dues

All membership dues and affiliation dues are due and payable on the 1st of January of each year. If the annual membership dues and affiliation dues are not received by February 28th of the current year, interest shall accrue on the total amount due at the rate of twelve percent (12%) per annum, commencing on March 1st of that year until the date of receipt of the membership dues, provided that it is understood, at no time shall the interest charged for late payment of membership dues be less than twenty five dollars (\$25.00). Members or affiliates wishing to use credit card facilities to pay membership dues will be responsible to pay any and all transaction fees required by the financial institution.

Section 8.3 Fiscal Period and Auditing

The Federation's fiscal year shall be from January 1 through December 31 of the same year. The Federation's financial accounts shall undergo a financial review by an external auditor and such review shall occur within three (3) months of the end of each fiscal year. The board shall include the outcome of the financial review in a yearly report to the House of Delegates.

ARTICLE IX: INTERNATIONAL SYMPOSIUM ON DENTAL HYGIENE

Section 9.1 ISDH Meeting

The Federation shall provide and arrange for the ISDH which purpose shall be to provide a forum for the understanding and imparting of knowledge regarding issues pertaining to dental hygiene. The ISDH shall be conducted every three (3) years in conjunction with the regularly scheduled in-person House of Delegates meeting. After 2022, the frequency shall change to two (2) years. When Euro Perio is held in the same year as ISDH after 2022, host applications will only be accepted from countries outside of Europe. The House of Delegates shall select a Full Association Member from location applications submitted. The country selected shall be announced at the closing session of a preceding ISDH. The IFDH Board of Directors are vested with full responsibility to oversee and manage the ISDH. The Full Association Member selected shall become an Ad Hoc Committee under the auspices of the Board of Directors to help manage local events and shall follow all ISDH Guidelines.

ARTICLE X: AMENDMENTS

Section 10.1 Amending the Bylaws by the House of Delegates with Prior Notice

These Bylaws may be amended by a majority vote of the House of Delegates at which a quorum is present. Voting may take place in accordance with these Bylaws or by electronic ballot in accordance with Maryland law. If voting will take place at an in-person meeting or conference call of the House of Delegates, written notice of the proposed Bylaws amendment must be delivered to all Financial Association Members not less than sixty (60) days prior to a meeting of the House of Delegates at which the amendment will be considered. If voting will take place by electronic ballot, written notice of the proposed Bylaws amendment must be delivered to all voting Financial Association Members not less than thirty (30) days prior to the electronic vote.



Section 10.2 Amending the Bylaws by the House of Delegates without Prior Notice

These Bylaws may be amended without prior notice provided that the amendment is presented at an in-person meeting of the House of Delegates and will be considered at in-person meeting of the House of Delegates at least one (1) day after initially presented. In this event, the amendment will require at least a two-thirds (2/3rd) vote of the Financial Association Members at which a quorum is present.

Section 10.3 Amending the Bylaws by the Board

These Bylaws may be amended by a majority vote of the Board at which a quorum is present. Voting may take place in accordance with these Bylaws. Written notice of the proposed Bylaws amendment must be delivered to all members of the House of Delegates at their last known addresses not less than thirty (60) days prior to a meeting of the Board at which the amendment will be considered. The House of Delegates may make written comments to the Board regarding the proposed Bylaws changes. Such proposed changes must be delivered to the Board by no later than thirty (30) days prior to the meeting of the Board. Any Board proposed Bylaws change that would result in a significant financial impact to the Federation of the Association Members must be accompanied by a financial impact statement.

ARTICLE XI: DISSOLUTION

Section 11.1 Dissolution

No part of the net earnings of the Federation shall inure to the benefit of, or be distributable to the members of the House of Delegate, Directors or Officers, or any other private persons or individuals, except that the Federation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. Upon dissolution of the Federation, the Board shall, after paying or making provision for the payment of all liabilities of the Federation, dispose of all assets, exclusively for, and consistent with, the purposes of the Federation in such manner, or to such organization or organizations which are then qualified as exempt within the meaning of Section 501(c)(6) or Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board shall determine.