

IFDH Board of Directors Motions

April 5, 2024

NOTE: The following bylaws changes highlighted in blue were approved by the IFDH Board of Directors at its meeting on April 15, 2024 and are mainly procedural issues. They include strikeout of words deleted and new text noted in red.

-----Motion #A1-----

ARTICLE IV: MEMBERS

Section 4.1(A) Association Members

4.1(A)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 **staff and forwarded to the** 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.

Rationale: The staff individual involved in reviewing Individual Member applications to ensure all data required is entered is not the Executive Director. In addition, it is the charge and duty of the Membership Committee to oversee membership application review.

-----Motion #A2-----

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 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 **and such application shall be reviewed by the Federation's staff and forwarded to the Membership Committee to**. ~~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.~~

Rationale: The staff individual involved in reviewing Individual Member applications to ensure all data required is entered is not the Executive Director. In addition, it is the charge and duty of the Membership Committee to oversee membership application review.

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 **and such application shall be reviewed by the Federation's staff and forwarded to the Membership Committee to** ~~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.

Rationale: The staff individual involved in reviewing Student Member applications to ensure all data required is entered is not the Executive Director. In addition, it is the charge and duty of the Membership Committee to oversee membership application review.

ARTICLE V: GOVERNANCE

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 Full Association Member, Each Full Association Member shall have the right to have up to two (2) delegates as members of the House of Delegates. No one delegate may represent more than one country. Each ~~delegate~~ **Full Association Member** shall have the right to **one** vote and present a motion at **any and** all House of Delegate meetings. In the event of vacancy for whatever reason, each Full Association Member is responsible for replacement of its member of the House of Delegate. Each Full 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.

Rationale: Clarification is needed regarding the number of votes afforded to each Full Association member. One vote per country (i.e. Full Association Member) allows an equitable and fair voting process, since not all Full Association Members have both delegates present at the HOD business meetings.

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NOTE: The following motions (B) highlighted in yellow are bylaw changes written by the IFDH Board of Directors and are to be voted on by the HoDs. They include strikeout of words to be deleted and new text noted in red.

-----Motion #B1-----

Section 5.2(C) House of Delegates Meetings

The House of Delegates shall convene ~~an in-person~~ **a** meeting as often as deemed necessary by the House of Delegates, or as requested by the Board, but not less than once every two years 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) **vote** of the House of Delegates, or by a majority of the Board.

The date and location of ~~all~~ House of Delegates' meetings at ISDH shall be determined by the House of Delegates.

Rationale: Future House of Delegates meetings may necessitate virtual or hybrid representation. This also aligns with Strategic Plan goal B3: Improve participation of the House of Delegates.

-----Motion #B2-----

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~~ & Virtual Meetings

Any action to be taken at a meeting of the House of Delegates may be taken through the use of a conference telephone, **virtual meeting platform**, 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.

Rationale: While conference call meetings may take place on occasion, the majority of meetings that do not take place in person are now conducted by virtual meetings platforms. This also aligns with Strategic Plan goal B3: Improve participation of the House of Delegates.

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Section 5.3 Board of Directors

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~~ **distribute e-newsletters and email communications to the House of Delegates on a quarterly basis. The minutes of all Board meetings will also be published in the secure section of the Federation's website.**

Rationale: Ongoing communication with the House of Delegates allows for transparency and keeps delegates current regarding IFDH business. In addition, delegates are entitled to view Board business via meeting minutes in a secure manner. This also aligns with Strategic Plan goal B1: Improve amount and type of communication of Board decisions and activities.

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 Executive Director shall be an ex-officio member 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, **except for Board honoraria as approved with each annual budget.**

Rationale: The first edit clarifies that the Executive Director is not an elected member of the Board but holds an ex officio position. The second edit clarifies that Board Honoraria, as passed by the HoD in 2022, is not automatic, but amounts determined annually with the budget.

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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, **retains the Corporate Seal and the Corporate Minute book** 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~~ **conducted** by the Board of Directors **in October of the second year of the IFDH fiscal year.**

Rationale: The Corporate Seal and Corporate Minute Book are housed at the IFDH central office to ensure consistency of custody. As the new Board's term occurs every two years, conducting the Executive Director performance evaluation mid-way during the term allows the Board to have ample time to interact with the Executive Director in order to perform an accurate and fair review.

ARTICLE VIII: FINANCES

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. **A full audit of the Federation's finances and business practices shall occur every 5 years by an external accounting firm.**

Rationale: A full audit promotes transparency and trust regarding the use of IFDH's finances. Scheduling this audit every five years reduces the financial strain on the IFDH. This also aligns with Strategic Plan goal B2: Continue to improve the financial security of IFDH.

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ARTICLE IX: INTERNATIONAL SYMPOSIUM ON DENTAL HYGIENE

Section 9.1 ISDH Meeting-International Symposium

The Federation shall provide and arrange for the ISDH which purpose shall be to provide an international symposium with the purpose of providing a forum for the understanding and imparting of knowledge regarding issues pertaining to dental hygiene.

The international symposium is an IFDH program and the IFDH owns the name, logo and all intellectual property and content of the International Symposium on Dental Hygiene (ISDH) and any future publication of proceedings. The ISDH international symposium shall be conducted every two (2) years in conjunction with the regularly scheduled in-person House of Delegates meeting.

The House of Delegates shall select a Full Association Member to host the international symposium from location applications submitted. The city and country selected shall be announced at the closing session of a preceding ISDH international symposium. When EuroPerio is held in the same year as ISDH, host applications will only be accepted from countries outside of Europe.

Starting in 2028, The IFDH Board of Directors are vested with full responsibility to oversee and manage the ISDH international symposium with the IFDH Executive Director and/or IFDH Professional Conference Organizer (PCO) as appropriate to plan, execute, publicize and market the International Symposium and provide sales of sponsorship and exhibits. The Full Association Member selected shall become an ad hoc Local Organizing Committee (LOC) under the auspices of the Board of Directors to help manage local events and shall follow all ISDH International Symposium Guidelines. The LOC shall receive a commission on the revenues as determined by the Board of Directors.

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.

Rationale: The International Symposium is the official meeting of the IFDH. Therefore, it is crucial that all Symposia have consistency in planning and marketing with each event. This also aligns with Strategic Plan goal C1: Continue to improve the delivery of the IFDH International Symposium on Dental Hygiene.

Adding Dental therapists, oral therapists and oral health therapist organizations as full members

That a category of membership be created that allows for membership of dental therapists and oral therapists organizations.

Further: That Article IV: Members , section 4.1 (A) i)

Article IV: Members

Section 4.1 A)

i) Full Association Members

A Full Association Member shall be a dental hygienist, dental therapist, or oral therapist and/or oral health therapist organization. Only 1 association in each category may represent one (1) nation.

Each Full Association member must have 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, dental therapists and/or oral therapists and/or oral health therapists in that country. A Full Association Member must demonstrate support for the Federation's policies.

Should the above motion pass the section 4.1 B and D will need to include dental therapists and/or oral therapists and/or oral health therapists