



**Australian Dental Association (W.A. Branch) Inc.
(ADAWA)**

**CONSTITUTION
AND
PRINCIPLES OF ETHICS
AND CODE OF PROFESSIONAL CONDUCT**

CONSTITUTION

NAME

The name of the Association is the "Australian Dental Association (W.A. Branch) Inc.", (ADAWA).

OBJECTS

The objects of the Branch are to promote the health of the public, the art and science of dentistry, and the interests of the dental profession.

DEFINITIONS

In this Constitution unless the context otherwise requires:

"Association, Inc" means "Australian Dental Association";

"Branch" means "Australian Dental Association (W.A. Branch) Inc.";

"Newsletter" means "Western Articulator" or other official periodical publication of the Branch;

"Council" means Council of the ADAWA;

"Chief Executive Officer" means Chief Executive Officer of the Branch appointed by the Council;

"Special resolution" means a resolution passed by a majority of at least three quarters of those present and entitled to vote and voting on that motion;

Words importing the singular include the plural and vice versa; and words importing the masculine gender include the feminine.

OFFICE

The office of the Branch shall be at 54-58 Havelock Street, West Perth or such other place as the Council from time to time directs.

MEMBERSHIP

Register of Members:

The Chief Executive Officer shall maintain a Register of Members in which shall be entered the names and addresses of all members and such other particulars as the Council from time to time directs.

1. Active Members:

The following are eligible for active membership:

- (a) Dentists registered under the National Health Practitioner Regulation Law;
- (b) Dentists on duty in Western Australia with the Defence Forces or as Commonwealth Dental Officers.

2. Concessional Members:

A member who works less than 770 hours in a membership year may be eligible for a concession of 50% of the branch subscription. Upon receipt of a written application on the prescribed form after the end of the membership year, Council may elect to pay this rebate for the preceding year, provided that the branch subscription was paid in full by the due date. Council reserves the right to verify the claim by examination of practice records or by employer guarantee or by any other means that it deems appropriate.

3. Restricted Members:

- (1) This form of membership shall be available to:
 - (a) Dentists eligible for registration in Western Australia who do not participate actively in the practice, teaching or administration of dentistry;
 - (b) A Dentist who is a full-time graduate student proceeding to a formal dental degree or qualification.
- (2) Restricted members may propose and second persons for membership of the Branch but are not qualified to vote, to be members of the Council or to nominate others for such membership, or to be appointed by the Branch to the Council of the Association.
- (3) The Branch annual subscription for restricted members shall be substantially less than the annual subscription of active members.

4. Retired Members:

- (1) This form of membership shall be available to:
 - (a) Dentists eligible for registration in Western Australia who do not participate actively in the practice, teaching or administration of dentistry;
- (2) Retired members may propose and second persons for membership of the Branch but are not qualified to vote, to be members of the Council or to nominate others for such membership, or to be appointed by the Branch to the Council of the Association.
- (3) The Branch annual subscription for retired members shall be substantially less than the annual subscription of active members.

5. Student Members:

- (1) Undergraduates at the Dental School of the University of Western Australia are eligible for student membership.
- (2) Student members are not qualified to vote, to propose or second persons for membership of the Branch, to be members of the Council or to nominate others for such membership, or to be appointed by the Branch to the Council of the Association.
- (3) Dentists not qualified to practice in Australia but who are proceeding to examination under the Australian Dental Council (ADC) provisions are eligible for Student membership.

6. Application for Membership:

- (1) Application for all categories of membership:
 - (a) must be in the form prescribed in Appendix A;
 - (b) must be proposed and seconded by honorary life members, active members, retired or restricted members; and
 - (c) must contain:
 - (i) the applicant's name, address, and date of birth;
 - (ii) particulars of qualifications for membership (including dates and institutions of degrees, diplomas etc.);
 - (iii) the category of membership applied for;

- (iv) an undertaking signed by the applicant that if elected he will abide by the Constitution and Principles of Ethics and Code of Professional Conduct of the Branch.
- (2) A member proposing an applicant for membership is responsible for ensuring that the applicant is aware of the contents of the Constitution and Principles of Ethics and Code of Professional Conduct and shall on request be provided by the Chief Executive Officer with a copy of the same for the applicant.
- (3)
 - (a) An applicant must submit to the Chief Executive Officer of the Branch together with his application the amount of the annual subscription for which he will be liable if elected: such amount will be refunded if the application is rejected.
 - (b) New members are liable if elected before 1st March in any financial year for the full amount of the annual subscription for that year, and if elected on or after that date for half that amount.
 - (c) An applicant who is a member of another branch of the Association need not submit any subscription with his application but must satisfy the Chief Executive Officer that he is a member of good standing of the other Branch and that his current annual subscription to the Association has been paid. Such applicant on being elected to membership of the Branch will be liable for the whole or such part of the subscription of the current year as the Council decides.

7. **Election of members** (other than honorary life members and honorary members):

- (1) As soon as practicable after receipt of an application for membership the Chief Executive Officer shall give to all members notice of the application including the name of the applicant, the names of his Proposer and Seconder, and the class of membership applied for.
- (2) Any member may object to the election of the applicant by lodging written notice of objection with the Chief Executive Officer within fourteen days of the date of service on him of the notice of the application.

- (3) The Council shall consider each application for membership at its first meeting after the time for the lodging of notices of objection has expired.
- (4) Any member who has duly lodged notice of objection shall be given forty-eight hours' notice of such meeting and unless he either appears personally at the meeting to state the reasons for his objection or submits such reasons in writing for consideration at the meeting, the objection shall lapse.
- (5) The Council may, whether there has been any objection or not, either:
 - (a) elect the applicant to membership; or
 - (b) reject the application; or
 - (c) submit the application to a General Meeting of the Branch.
- (6) An application for membership submitted by the Council to a General Meeting shall be decided by ballot and the applicant shall only be elected to membership if there is a special resolution in favour of his election.

8. **Honorary Membership:**

- (1) Honorary Life Members:
 - (a) The members may at any General Meeting of the Branch elect as an honorary life member any member or past member nominated by Council who has made an outstanding contribution to the advancement of the art and science of dentistry or to the dental profession.
 - (b) Honorary life members shall have all the rights and privileges of active members but shall not be required to pay the Branch annual subscriptions; they shall be liable for Association Inc annual subscriptions.
- (2) Honorary Members:
 - (a) The members may at any General Meeting of the Branch elect as an honorary member for twelve months at a time:
 - (i) any person distinguished in dental or allied sciences;
 - (ii) any person who has rendered or is rendering distinguished service to the Branch or to the promotion of the dental or allied sciences;
or
 - (iii) any person with interests in dental or allied sciences who is not qualified for active, restricted or student membership.

- (b) Honorary members are not qualified to vote, to propose or second persons for membership of the Branch, to be members of the Council or to nominate others for such membership, or to be appointed by the Branch to the Council of the Association.
- (c) Honorary members shall not be required to pay branch subscriptions.

9. Honours and Awards of the Branch:

- (1) Distinguished Service Award – members may at any General Meeting of the Branch, elect to bestow this award on any member, past or present, nominated by Council who has rendered distinguished service to the Association or to the Dental Profession or who has had continuous membership of the Association over a long period.
- (2) Award of Merit – members may at any General Meeting of the Branch, elect to bestow this award on any person who is not a member, nominated by Council who has made a significant contribution to the Dental Profession or the Association.

10. Membership of the Association:

- (1) All members, other than honorary members, are by virtue of their membership of the Branch, members of the Association and subject to its Constitution.
- (2) Members shall pay to the Branch all the Association subscriptions for which they are liable and the Branch shall account to the Association for such subscriptions received.

11. Termination of Membership:

- (1) Any member may resign his membership of the Branch by notice in writing to the Chief Executive Officer.
- (2) A member who loses the qualifications which make him eligible for his membership shall cease to be a member.
- (3) A member who ceases to be a member of the Association Inc shall cease to be a member of the Branch.
- (4) The Council may terminate the membership of any member whose subscriptions or other dues are two months or more in arrears and may reinstate a person whose membership has been so terminated on payment by the person of all monies due by him to the Association and the Branch.

12. Penalties upon Members:

- (1) Any member of the Branch may make a complaint charging any other member with:
 - (a) a breach of any provision of the Constitution;
 - (b) a breach of the ADAWA Branch, Constitution and Principles of Ethics and Code of Professional Conduct;
 - (c) conduct detrimental to the dental profession;
 - (d) conduct detrimental to the Branch;
 - (e) failure to comply with a direction of Council.
- (2) The complaint which may be in writing or in person must be made to the Council.
- (3) The Council may dismiss the complaint summarily if in its opinion the matter of complaint is trivial or vexatious.
- (4) In any other case the Council shall investigate the complaint and shall provide the member charged with particulars of the complaint and shall give him an opportunity to answer the charge or charges either in person or in writing or both.
- (5) After such investigation the Council may dismiss the complaint, impose a penalty or refer it to a Special General Meeting.
- (6) Council is empowered to impose:
 - (a) A reprimand and/or
 - (b) A fine not exceeding \$5,000 and/or
 - (c) Suspension for a period determined by Council.
- (7) A member who has such a penalty imposed under Rule 12(6) shall have the right of appeal to a Special General Meeting of the Branch.
- (8) If the Council decides to refer the complaint to a Special General Meeting the Chief Executive Officer shall convene such meeting as soon as practicable after the Council's decision provided that the member charged shall be given at least thirty days' notice of the time and place of the meeting.
- (9) The member charged shall have the right to attend the meeting, address the members in answer to the charge or charges, and to vote on any motion submitted.
- (10) The meeting may by a special resolution expel the member who shall on such resolution being passed immediately cease to be a member of the Branch.

13. Obligations of persons who cease to be members:

Any person who ceases to be a member of the Branch for any reason whatever;

- (a) shall not be entitled to a refund of any subscriptions, levies or other payments made by him to the Branch or the Association; and
- (b) shall continue to be liable for any subscriptions, levies and other payments due by him to the Branch or the Association and unpaid at the date of his ceasing to be a member.

SUBSCRIPTIONS

14. Conditions

- (1) The financial year of the Branch commences on 1st July.
- (2) At the May General Meeting in each year the members shall determine the annual subscriptions for the following financial year for active, restricted and student members provided that if the subscriptions are not so determined at the May meeting, the subscriptions for the following financial year shall be the same as those last determined unless subsequently varied by a special resolution.
- (3) Annual subscriptions are payable in advance and become due at the commencement of the financial year.
- (4) Any member whose subscriptions or other dues are not paid within one month of their becoming due shall be an unfinancial member.
- (5) All the rights and privileges of a financial member shall be suspended for as long as he remains an unfinancial member.
- (6) On application the Council may excuse payment of the whole or any part of a member's Branch annual subscription.
- (7) All members of the Branch shall be offered the professional indemnity carrier nominated by Council, unless, upon application, an exception is granted by Council.

LEVIES

15. Levies on Members

- (1) The Council may make a special levy on all or any of the classes of active restricted and student members if the funds of the Branch are insufficient to meet its commitments.
- (2) Such levy shall be payable within thirty days of members being notified of it.

16. Association Records:

Subject to this Constitution the Chief Executive Officer shall have custody of all records of the Branch. Any member may apply in writing to Council for access to any of the records of the Branch, or copies thereof, and Council shall use its discretion to determine whether such access will be given.

GENERAL MEETINGS

17. Ordinary General Meetings:

- (1) An ordinary General Meeting shall be held bi-monthly from March to October inclusive and may be held in any other month provided that the Council may decide that an ordinary General Meeting be not held in any one or more months.
- (2) The Chief Executive Officer shall give each member at least seven days' notice of an ordinary General Meeting.
- (3) The order of business at ordinary General Meetings shall be:
 - (a) Formal introduction of new members by the Chairman.
 - (b) Confirmation of the Minutes of any previous ordinary or Special General Meetings requiring confirmation.
 - (c) Business arising from the Minutes.
 - (d) Business brought forward by the Council.
 - (e) Business of which notice of motion has been given at the preceding General Meeting or which the Chairman in his discretion allows without notice.
 - (f) Notification of new members.
 - (g) Notices of motion.
 - (h) Subject of the evening and discussion.

- (4) The Chairman may postpone any debate arising out of any item in the agenda until the subject of the evening and discussion has concluded.

18. Annual General Meeting:

- (1) The Annual General Meeting shall be held in October each year.
- (2) The order of business at the Annual General Meeting shall be:
 - (a) Formal Introduction of new members by the Chairman.
 - (b) Confirmation of minutes of any previous Annual General Meeting requiring confirmation.
 - (c) Business arising from the Minutes.
 - (d) Presentation of the Annual Report.
 - (e) Presentation of the Balance Sheet and Auditor's Report.
 - (f) Business brought forward by the Council.
 - (g) Business of which notice of motion has been given at the preceding General Meeting or which the Chairman in his discretion allows without notice.
 - (h) Report of the Returning Officer and declaration of the Annual Elections.
 - (i) Subject of the evening and discussion.

19. Special General Meetings:

- (1) The Chief Executive Officer shall convene a Special General Meeting if directed to do so by the President, or the Council, or by written requisition signed by twenty members who are either honorary life or active members; the direction must state for what business the meeting is being called.
- (2) The Special General Meeting shall be held as soon as practicable but no later than six weeks after the receipt by the Chief Executive Officer of the direction to convene it.
- (3) The Chief Executive Officer shall give to each member at least 21 days' notice of the meeting specifying the business for which it has been convened and whether at the direction of the President, or the Council or members.
- (4) No other business may be considered at the meeting.

20. Visitors:

Any member may with the approval of the Chairman invite a visitor to any ordinary General Meeting or the Annual General Meeting provided that the Chairman may direct that any visitor or visitors be excluded during elections, or the discussion of any particular business.

21. Quorum:

- (1) Twenty members present and entitled to vote shall constitute a quorum at any General Meeting.
- (2) If within half an hour of the time appointed for any General Meeting there be no quorum, the meeting if convened on the direction of a requisition of members shall lapse; in any other case it shall stand adjourned to such time and place within fourteen days as shall be decided by a majority of the members present, entitled to vote, and voting: if within half an hour of the time appointed for such adjourned meeting there be no quorum the meeting shall lapse unless it be an Annual General Meeting in which case the members present and entitled to vote shall constitute a sufficient quorum for the meeting.

22. Voting:

- (1) Each honorary life member and each financial active member shall be entitled to one vote on each motion at any Branch Meeting or on any matter submitted by the Council for decision by postal vote.
- (2) All motions at General Meetings shall be decided by a simple majority of those present, entitled to vote, and voting unless a special resolution is required under the Constitution.

23. Chairman:

The Chairman of any General Meeting:

- (a) shall have a casting as well as an original vote;
- (b) may adjourn the meeting from time to time; and
- (c) shall conduct all General Meetings in accordance with the Procedure of Meetings and Rules of Debate as set out in Appendix C.

24. **Postal / Electronic Voting:**

- (1) The Council may submit for decision via any determined media any motion other than:
 - (a) a motion objecting to an application for membership;
 - (b) a motion for the expulsion of a member;
 - (c) a motion for the dismissal of a member from office or ordinary membership of the Council;
 - (d) a motion which if carried would in effect reverse a special resolution passed at a General Meeting within six months previous to the date specified for the return of the voting papers.
- (2) All motions submitted for decision by such vote shall be decided by the majority required by the Constitution of the valid votes returned within the time specified on the voting paper.

THE COUNCIL

25. **Management and Control of Branch:**

Subject to the Constitution and to any directions not inconsistent with the Constitution given at a General Meeting of the Branch by special resolution of which notice of motion has been duly given, the affairs of the Branch shall be managed and controlled by a Council consisting of:

- (a) The President, Vice President, the Immediate Past-President and the Treasurer.
- (b) **Ten** Ordinary Members of the Council, one of whom shall be from the country, and known as the Country Councillor who shall practice more than 50km from the Perth General Post Office and one of whom shall be known as the Councillor representing salaried dentists and who shall hold a full time government salaried position, not in private practice.
- (c) The Head of the School of Dentistry of the University of Western Australia or his nominee, and the Director of Dental Health Services of the Public Health Department or his nominee, provided in each case that the individual holding the appointment is an active member or an honorary life member of the Branch.
- (d) The Federal Councillors of the Western Australian Branch of the Australian Dental Association.

26. Nominations for Council:

- (1) The Officers of the Council, namely the President, Vice President, and Treasurer, and **ten** ordinary members of the Council shall be elected annually.
- (2) Only active members and honorary life members are eligible for the offices of President, Vice President and Treasurer or for ordinary membership of the Council; and only such active and honorary life members who practice outside a radius of 50km from the General Post Office in Perth are eligible for election to the office of Country Councillor.
- (3) Nominations for election must be on nomination forms as in Appendix B which may be obtained from the Chief Executive Officer.
- (4) A nomination must be signed by the candidate and his nominator (who must be either an active member or an honorary life member) and may contain a short personal biography of the candidate including:
 - (a) date of graduation and professional qualifications;
 - (b) nature and locations of past and present practice;
 - (c) particulars, if any, of membership of and work with organisations connected with dentistry.
- (5) Nominations for elections as officers of the Council shall close with the Chief Executive Officer at noon on the forty-ninth day before the Annual General Meeting.
- (6) Nominations for election as ordinary members of the Council shall close with the Chief Executive Officer at noon on the twenty-first day before the Annual General Meeting.
- (7) The Chief Executive Officer shall acknowledge receipt of each nomination by immediately notifying the candidate concerned.

27. Election of Officers of Council:

If more than one candidate is nominated for any of the offices on the Council the election shall be by ballot which shall be conducted as directed by By-Law 1 of the Branch, to be posted to each member entitled to vote not less than 42 days before the Annual General Meeting.

- (a) The ballot shall close at the Branch Office at noon on the twenty-eighth day before the Annual General Meeting.

- (b) The count shall be made and the results announced on the day on which the ballot closes by a returning officer in the presence of two witnesses all three of whom shall have been appointed by the Council.
- (c) Any ties in the ballot shall be settled by ballot at the Annual General Meeting.
- (d) A candidate while involved in a tie shall not be eligible for nomination for ordinary membership of the Council but he may withdraw from the election for the contested office and shall then become eligible for nomination for ordinary membership in the same way as any other member.
- (e) Successful candidates shall not take up office until the declaration of the elections at the Annual General Meeting.

28. Election of Ordinary Members of Council:

If more than **eight** candidates who practice within 50km from the Perth General Post Office are nominated for ordinary membership of the Council, and/or more than one candidate is nominated from Country Members who practice more than 50km from the Perth General Post Office, and/or more than one candidate nominated for the Councillor representing salaried dentists, the election shall be by ballot, which shall be conducted as directed by By-Law 1 of the Branch and posted to each member entitled to vote, not less than 14 days before the Annual General Meeting.

- (a) Each Member who receives a ballot paper and wishes to exercise his vote must vote for 8 candidates.
- (b) The ballot shall close at the Branch Office at noon on the day preceding the Annual General Meeting.
- (c) The count shall be made on the same day by a Returning Officer in the presence of two witnesses all three of whom shall have been appointed by the Council and the results of the ballot shall be declared at the Annual General Meeting.
- (d) Any ties in the ballot shall be settled by ballot at the meeting.
- (e) No member shall nominate for the position of Councillor and Country Councillor at the same election.

BY-LAW 1

Conduct of Ballots within the A.D.A. (W.A. Branch) Inc.

Ballots for election of officers of Council, ordinary members of Council, and to decide other matters requiring postal vote, are to be conducted as follows:

- (1) The Chief Executive Officer is to post to each member entitled to vote:
 - (a) A Ballot Paper initialled by the Returning Officer showing the names of candidates, or the alternatives of an issue to be voted on.
 - (b) For Council elections, a short personal biography of candidates for election who have submitted such.
 - (c) A Ballot Envelope labelled "Ballot Paper".
 - (d) A counterfoil envelope addressed to the Branch Chief Executive Officer showing on the reverse the member's name and address with space provided for the member's signature.
- (2) A member wishing to cast a formal vote should:
 - (a) Mark the Ballot paper as required.
 - (b) Seal it within the Ballot envelope.
 - (c) Seal the Ballot envelope within the counterfoil envelope and sign same.
 - (d) Post it.
- (3) The Chief Executive Officer on receipt of the counterfoil envelopes should keep them secure for handover to the Returning Officer.
- (4) The Returning Officer on receipt of counterfoil envelopes should:
 - (a) Rule out the member's name, as having voted, on the register of members entitled to vote.
 - (b) Open the counterfoil envelope - deposit the sealed ballot envelope in a secure ballot box and retain the counterfoils for 28 days after the ballot.
 - (c) On the day designated for the count, open each ballot envelope and record the vote in the presence of two witnesses appointed by Council.

29. **Insufficient Nominations:**

- (1) If no nominations are received for any office or an insufficient number of nominations are received for ordinary membership of the Council the Chairman at the Annual General Meeting shall:
 - (a) declare elected the candidates nominated, and
 - (b) call further nominations at the meeting to fill vacancies.
- (2) No member may be nominated for election to any such vacancy unless he is an active member or an honorary life member, is present at the meeting, and accepts the nomination.
- (3) If there are more nominations at the meeting than vacancies to be filled, election shall be by ballot.
- (4) If any ballot is required to fill a vacancy in any of the offices this shall be decided before nominations are called to fill any vacancies among the ordinary members of Council.

30. **Tenure:**

- (1) All officers and ordinary members of Council shall hold office until their successors are declared elected at the Annual General Meeting.
- (2) The Council may elect any active member or honorary life member of the Branch to fill until the next Annual General Meeting any vacancy occurring among the officers or ordinary members of Council.
- (3) The Council may elect any active member or honorary life member of the Branch to temporarily fill any vacancy occurring when any of the officers or ordinary members of Council are given leave of absence.
- (4) If the position of Immediate Past President should become vacant the Council may elect any Past President to be a member of the Council until an Immediate Past President should again become available to fill the position.

31. **Termination of Membership of Council:**

An officer or ordinary member of Council shall cease to be a member of Council if:

- (a) he ceases to be a member of the Branch; or
- (b) he becomes an unfinancial member of the Branch; or

- (c) he absents himself without good cause or leave of absence from three Council Meetings; or
- (d) he is dismissed from office or ordinary membership of the Council by a special resolution at a Special General Meeting: at the same meeting another qualified member of the Branch may be elected to fill the vacancy until the next Annual General Meeting.

32. Meeting of Council:

- (1) The Council shall meet monthly from February to December or at such times as the Council from time to time decides.
- (2) The Chief Executive Officer shall immediately convene a special meeting of the Council to deal with special or urgent business if directed to by the President, Executive Committee or by written requisition signed by at least **three** members of the Council.
- (3) At all meetings of the Council.
 - (a) **Eight** members shall constitute a quorum.
 - (b) A simple majority of votes cast shall be sufficient for any decision. Proxy voting is acceptable but such votes should clearly indicate the preference of the absent Councillor in relation to a given motion. Proxy votes may be received via any medium.
 - (c) All members present shall vote on each motion provided that:
 - (i) The Head of the Dental School of the University of Western Australia or his nominee, and the Director of the Dental Health Services of the Public Health Department or his nominee may abstain from voting on any motion.
 - (ii) Federal Councillors shall have the right to vote on all matters
 - (d) The Chairman shall have a casting as well as an original vote.
 - (e) The Chairman may adjourn the meeting from time to time.

33. Executive Committee:

- (1) There shall be an Executive Committee which shall consist of the President, the Vice-President, the Immediate Past President (or the Past President elected by the Council to fill an Immediate Past President vacancy) and the Treasurer.

- (2) The Executive Committee shall meet twice a month or at such times as the President from time to time decides.
- (3) Two members shall constitute a quorum.
- (4) The Executive Committee shall administer the affairs of the Branch and shall conduct such business as the Council from time to time authorises.

34. Other Committees:

The Council may from time to time appoint other committees for such purposes and with such powers as it thinks fit. Should a defect in the appointment of a person to any position approved by Council be apparent there shall be no effect as to the appointment.

35. Association Councillors:

The Council shall on behalf of the Branch appoint Federal Councillors to the Council of the Association as required under the Association, Inc, Constitution.

36. President-Chairman:

At all general and Council meetings the President if present shall have the right to be Chairman; if the President is absent or declines to act as Chairman the Vice-president shall have the right to be Chairman; if the Vice-President is also absent or declines to act as Chairman, the Immediate Past President shall have the right to be Chairman; if the President, Vice-President and Immediate Past President are all absent or if such of them as are present decline to act as Chairman, the members present and entitled to vote shall elect one of themselves to be Chairman.

37. Chief Executive Officer and other servants:

- (1) The Council shall appoint a Chief Executive Officer and may appoint such other servants and agents as it considers fit.
- (2) The Council shall fix, and may from time to time vary the remuneration, allowances and duties of the Chief Executive Officer and any other persons so appointed.
- (3) The Council may suspend or dismiss any person it appoints and may appoint another in his place.

- (4) The Chief Executive Officer shall in addition to the duties fixed for him by the Council carry out the duties imposed on him directly or indirectly under the Constitution with the delegated authority of Council or Executive.

38. Auditor:

- (1) The Council shall appoint an auditor each year.
- (2) The auditor shall examine the books and accounts of the Branch for the financial year and prepare a report for presentation to the members at the Annual General Meeting.
- (3) The auditor shall also examine the books and accounts of the Branch at any time when requested to do so by the council and shall as soon as practicable after such examination report to the Council.

FINANCE AND PROPERTY

39. Use Of - In General:

The income and property of the Branch shall be applied to the promotion of its objects and no part thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of pecuniary profit to any member provided that remuneration may be paid to any person in return for services actually rendered to the Branch.

40. Reserve Account:

At the end of each financial year after setting aside such amount as the Council decides is required for the ordinary conduct of the business and affairs of the Branch, any surplus funds remaining shall be placed in a Reserve Account from which no withdrawals may be made except as permitted in the Constitution. For the purpose of investment the Reserve Account may be amalgamated with other Branch funds so long as the Reserve Account remains identifiable.

41. Special power of Council regarding finance and property:

Subject to the Constitution and to any directions not inconsistent with the Constitution given at a General Meeting of the Branch by special resolution the Council shall have:

- (a) full control over the property of the Branch, and authority to acquire, dispose or otherwise deal in any way with property;
- (b) full control over the finances of the Branch with power:
 - (i) to operate on any bank accounts in the name of the Branch through such of its members or servants or both as it sees fit;
 - (ii) to use the funds of the Branch for the conduct of its business and affairs including the payment of salaries, wages, bonuses, gratuities, travelling and other expenses incurred in connection with the performance of duties or services for the Branch;
 - (iii) to invest and deal with any funds of the Branch not immediately required for the conduct of its business and affairs, provided that funds shall not be withdrawn from the Reserve Account except in accordance with a resolution of a two thirds majority of Council, of which notice of motion has been duly given:
- (c) with the approval of a resolution of the Council, power:
 - (i) to withdraw funds from the Reserve Account, and
 - (ii) to borrow or raise money and if approved by the resolution, give security for money so borrowed or raised.

CONSTITUTION

42. Notice of Constitution:

All members of the Branch are bound by and are deemed to have notice of the Constitution.

43. Interpretation of Constitution:

The Council shall be the sole authority for the interpretation of the Constitution and decisions of the Council on questions of interpretation shall be final and binding on all members.

44. **Amendment of Constitution:**

The Constitution may be amended by special resolution provided that if the resolution is passed at a meeting it shall not be valid unless notice of the motion was duly given to the membership at least 21 days in advance of the date of the meeting.

AFFILIATED BODIES

45.

- (1) The Branch may by special resolution of which notice of motion has been given adopt rules for the organisation management and control of Divisions or Affiliated Bodies.
- (2) Such rules when adopted shall become an appendix to the Constitution and may be amended in like manner.

ETHICS

46.

- (1) The Branch may by special resolution of which notice of motion has been duly given adopt The Principles of Ethics and Professional Conduct guide which may from time to time be added to or amended in the same way as the Constitution.
- (2) All members shall be bound by The Principles of Ethics and Professional Conduct guide but it shall not be taken in any way to relieve members of any other legal, moral, or conventional rules or standards of conduct.

NOTICES

47.

- (1) Notices may be given to members by publication in the Western Articulator.
- (2) Any notice or copy of the Western Articulator sent by prepaid post to a member at the address appearing against his name in the Register of Members shall be deemed to have been served on him at the time at which the notice or Western Articulator as the case may be would have been delivered at the address in the ordinary course of post.

DISSOLUTION

48.

- (1) The Branch may be dissolved by the consent of three quarters of the members entitled to vote testified by their signatures to an instrument of dissolution.
- (2) Any surplus funds or property remaining on dissolution shall be given or transferred to some other dental organisation incorporated, with objects similar wholly or in part to the objects of the Branch, or if this be not possible, to some charitable or non profit organisation or organisations, such body, organisation or organisations being selected by the majority of the members consenting to the dissolution, or if the majority of such members are unable to agree, by the Council.

INDEMNITY

49. Indemnity

The Branch shall at all times hold indemnity for directors' liability for members of Council. This liability shall extend to all duly appointed representatives, servants and Committees of the Branch.



**Australian Dental Association (W.A. Branch) Inc.
(ADAWA)**

**PRINCIPLES OF ETHICS
AND CODE OF PROFESSIONAL CONDUCT**

INTRODUCTION

The Australian Dental Association, (W.A. Branch) Inc. (ADAWA), is a voluntary Association comprising registered dentists, dentists eligible for registration and honorary members. All members of the ADAWA agree to abide by the Principles of Ethics and Code of Professional Conduct (the Code). Members recognise that continued public trust is based upon the commitment of individual dentists to high ethical standards of conduct. It is a condition of membership that all members abide by the Code. In all matters of interpretation the sole arbiter of the Code is the Council of the ADAWA. The Code is binding on members and breaches may result in disciplinary action under the Constitution of ADAWA.

Members should also acquaint themselves with the duties and obligations imposed on dentists under the Health Practitioner Regulation National Law (HPRNL) any regulations made under the HPRNL, and the Rules made by the Dental Board of Australia under the HPRNL. All provisions in the HPRNL, Regulations and Rules relating in any way to professional conduct are incorporated in these Principles of Ethics and Code of Professional Conduct.

CORNERSTONE PRINCIPLES

1. Patient autonomy
2. No harm
3. Do good
4. Just conduct
5. Truth

Patient autonomy:

The dentist must always appreciate the desires of the patient within the confines of acceptable practice and provide security confidentiality and privacy.

No harm:

The dentist has a duty to refrain from any action that may harm the patient. This includes the use of timely referral when indicated and entails the obligation of continuing professional development. The concept of no harm extends to auxiliaries under the instruction of the dentist.

Do good:

The welfare of the patient is paramount in the provision of dental services. The dentist is obligated to consider the well-being of the patient in the presentation of treatment options and the ultimate provision of agreed services.

Just conduct:

The dentist has an obligation to treat all patients fairly without bias or discrimination. The dentist however, has the right to refuse treatment on reasonable and non-discriminatory grounds.

Truth:

The dentist has a primary obligation, to deal with all patients in a truthful and respectful manner.

Any dentist or member of the public may lodge a complaint with the ADAWA regarding alleged unethical conduct. The complaint will be examined by the body appointed to deliberate on such issues. That body will, after rigorous investigation report to the Council of ADAWA. The Council may then impose a punishment as prescribed in the Constitution of the ADAWA.

Responsibility and Obligations to the Professional Association:

Except with the written authority of the Branch Council, no member may publish or be a party to publishing in any newspaper or other medium, any minute, decision, document, or proceedings of the Branch or any communication whatsoever between himself and the Branch or the Association or any committee, secretary, servant or member of the Branch or Association.

This Code cannot cover all ethical considerations which may arise. Members are expected to exercise discretion in any situation not covered and to act in the best interests of their patients and the profession in accordance with the spirit of this Code.