



ADVANCING EDUCATION
AND ORAL HEALTH

ASSOCIATION FOR DENTAL EDUCATION IN EUROPE

Constitution and Bylaws

The constitution and bylaws of the Association for Dental Education in Europe as approved by its members at General Assembly in August 2024



Revision Control

ASSOCIATION FOR DENTAL EDUCATION IN EUROPE

Constitution of the Association

Issued 1996
Revised November 2004
Revised August 2016
Revised August 2021
Revised August 2024

Bylaws of the Association

Issued 1996
Revised November 2004
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Contents

Constitution of the Association for Dental Education in Europe	3
1. Name	3
2. Mission Statement	3
3. Aims and Objectives	3
4. Organisation	4
5. Governance	4
6. Officers	5
7. Sessions of the General Assembly and Regional Council	6
8. Additions, alterations or amendments	7
9. Income and Property	7
10. Winding-up	8
11. Keeping Accounts	9
Bylaws of the Association For Dental Education In Europe	10
1. Membership	10
2. Application for nomination and election to membership	11
3. Privileges of membership	12
4. Subscriptions	12
5. General Assembly	13
6. Trustees	14
7. ADEE Board	14
8. Functions:	15
9. Nomination/Election process (Trustees and ADEE Board)	16
10. Standing Committees	17
11. Dues and Fees	17
12. Amendments	17

Constitution of the Association for Dental Education in Europe

Issued 1996

Revised November 2004, August 2016, August 2021

Proposed 2024

1. Name

- 1.1 The name of the association is "the Association for Dental Education in Europe" (ADEE), herein after referred to as "the Association" or "this Association" or "ADEE".

2. Mission Statement

- 2.1 The main object for which the Association for Dental Education in Europe as established, is for the advancement of education and the promotion of the highest levels of health care for all people of Europe through its influence on the education and training of dental and oral health personnel.

3. Aims and Objectives

- 3.1 The following objects as set out hereafter are exclusively subsidiary and ancillary to the main object set out above and these objects are to be used for the attainment of that main object and any income generated there from is to be applied to the main objective only.
- 3.2 To promote the advancement of oral health professionals education:
- in undergraduate courses
 - in vocational training
 - in continuing dental education and professional development
 - in higher oral health professionals training and education programmes
- 3.3 To foster convergence towards the highest standards in all facets of oral health professionals' education throughout Europe by:
- encouraging the sharing of resources
 - promoting innovation and research in educational methods
 - facilitating the exchange of expertise
 - promoting greater understanding and communication
 - fostering communication and co-operation among dental and medical educators
 - seeking to exploit the potential of the evolving European Union
- 3.4 To promote and help co-ordinate peer review and quality assurance in oral health professionals' education and training in Europe.

- 3.5 To promote the establishment of common core educational objectives and minimum clinical skills or proficiencies, without imposing a single educational approach.
- 3.6 To promote the development of assessment methods and examinations.
- 3.7 To promote distance learning and networking and to co-ordinate guidance in the use of information technology applied to oral health professionals' education.
- 3.8 To promote the exchange of staff, students and programmes among European dental schools.
- 3.9 To disseminate knowledge and understanding of dental education by:
 - The promotion of conferences and scientific meetings
 - The publication of research, innovation and methodologies applicable to oral health professionals' education
 - The establishment and maintenance of appropriate data banks.
- 3.10 To provide a cohesive, broadly based and informed voice in all facets of dental education in the determination of European and International policies in oral health professionals' education.
- 3.11 To provide a European link with other Regional organisations concerned with oral health professionals' education.
- 3.12 To provide a European link with other multinational organisations concerned with oral health professionals' education.
- 3.13 To provide a central administrative facility for use by European oral health professionals' organisations.

4. Organisation

- 4.1 This Association is a non-profit organisation.
- 4.2 The registered central office of this Association is known as the Central Office and shall be located in the Dublin Dental University Hospital, Trinity College, Dublin 2, Ireland.
- 4.3 The membership of this Association consists of dental schools and other oral health educational institutions, and such other institutions and individuals whose qualifications and classifications are established in the Bylaws.

5. Governance

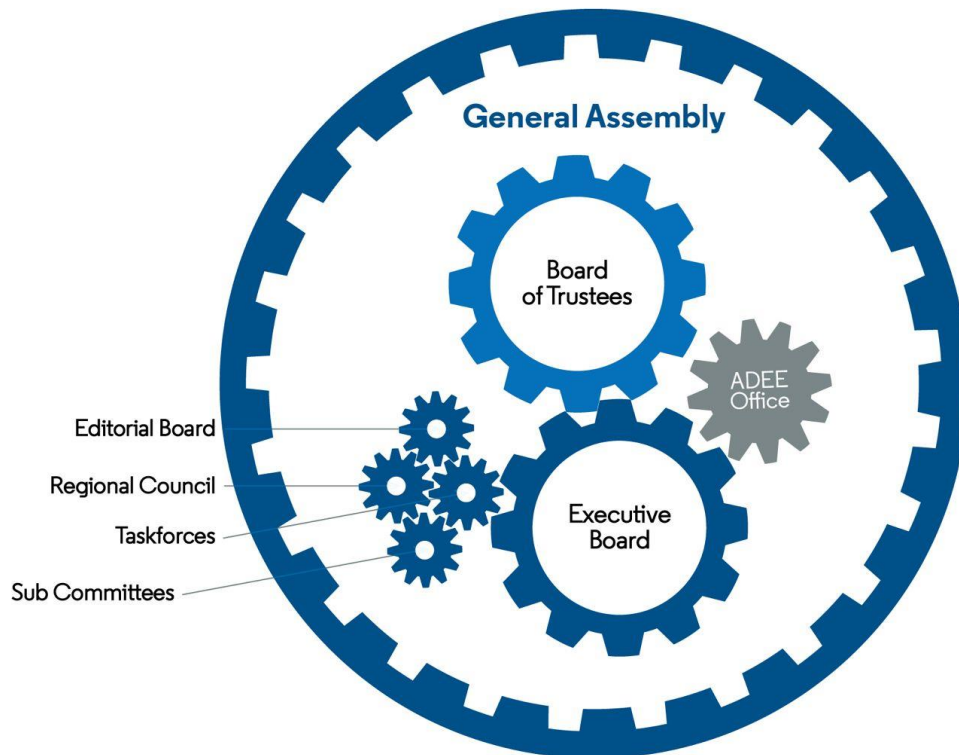
- 5.1 **The General Assembly:** The legislative body of this Association is the General Assembly of its members.

- 5.2 **The Board of Trustees:** A minimum of three Trustees, the majority of whom must be resident in Ireland shall be appointed for a term of three years by the General Assembly on the recommendation of the ADEE Board. These Trustees shall be responsible for overseeing the compliance of the Association in accordance with the laws of Ireland on behalf of the membership.
- 5.3 **The ADEE Board:** The governing body of the Association is the ADEE Board and is elected by the General Assembly following a nominations process held on a rotating basis. It is responsible for the day to day oversight of the association's activities, strategy and office.
- 5.4 **The Regional Council:** A consultative body representing membership of the association that is composed of up to three representatives from each of ADEE's administrative regions. Its purposes is to advise the ADEE Board on regional priorities, meetings and trends in dental and oral health education.

6. Officers

- 6.1 **The elected members** of the ADEE board are the President-elect, Treasurer and eight ordinary members.
- 6.2 **Ordinary members** will serve as designated appointed responsible officers of the Association in the various roles as defined in the bylaws of the association section 7.
- 6.3 These appointed officer roles are nominated by the ADEE Board from within its membership and appointed subject to the approval of the General Assembly. These titles may evolve from time to time to reflect changes in the association's focus, however number and election process will remain as stated.
- 6.4 **Appointment of Council Members** to the ADEE Regional Council are via a combination of self-nomination and open election depending on the level of interest within the specific administrative region. Elections are only open to those members within the specific region.
- 6.5 The ADEE Board can appoint and pay executive and administrative staff to facilitate and discharge the operations of ADEE.

- 6.6 The responsible person and senior administrative role that oversees operations of ADEE is the ADEE Secretary General.
- 6.7 The ADEE board is responsible for recruitment and appointment of the ADEE Secretary General on a fixed term contract. Their role is directly accountable to the ADEE President and ADEE Treasurer (as Chair of the Trustee Board). The ADEE Secretary General as a paid employee cannot be a Trustee of ADEE, they can however provide administrative and governance support to both the ADEE board and the Board of Trustees.
- 6.8 The relationship between these governing bodies is summarised in Figure 6.1 below.



7. Sessions of the General Assembly and Regional Council

- 7.1 There is an annual session of the Association to be held at such time and place as may be proposed by the ADEE Board and approved by the General Assembly. This may be online as deemed appropriate by the ADEE Board to facilitate attendance.

- 7.2 Notice of the time, place and agenda for the General Assembly, including names of candidates nominated as officers of the Association must be given to members at least six (6) weeks in advance of the meeting date.
- 7.3 An extraordinary General Assembly shall be summoned by the ADEE Board or at the request of at least 10 authorised representatives of members, in writing to the Secretary General, who having discussed the request with the ADEE Board will schedule a special session.
- 7.4 A session of the regional council will be held at least twice annually. A quorum will be considered 50% plus 1. In addition to council members, all members of the ADEE Board can be in attendance. The Regional Council Chair must be in attendance for a valid meeting to be convened.

8. Additions, alterations or amendments

- 8.1 The Association via its Board of Trustees must ensure that the Charities Regulator has a copy of its most recent governing instrument. If it is proposed to make an amendment to the governing instrument of the association which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.
- 8.2 Once approval is granted by the Charities Regulator in Ireland the proposed amendment to this Constitution must be presented in writing at a regular meeting of the General Assembly.
- 8.3 It shall then be laid on the table until the next annual session, and each member of the General Assembly shall be promptly notified in writing (via email to the nominated account) by the Central Office concerning such proposed amendment. Any such amendment may be adopted by an affirmative vote of at least two-thirds (2/3) of the General Assembly present.

9. Income and Property

- 9.1 The income and property of the Association shall be applied solely towards the promotion of its main object(s) as set forth in this Constitution. No portion of the Association's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.

- 9.2 No charity trustee or board member shall be appointed to any office of the Association paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Association.
- 9.3 However, nothing shall prevent any payment in good faith by the Association of:
- a) reasonable and proper remuneration to any member of the Association (not being a charity trustee) for any services rendered to the Association;
 - b) interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by charity trustees or other members of the Association to the Association;
 - c) reasonable and proper rent for premises demised and let by any member of the Association (including any charity trustee) to the Association;
 - d) reasonable and proper out-of-pocket expenses incurred by any trustee in connection with their attendance to any matter affecting the Association;
 - e) fees, remuneration or other benefit in money or money's worth to any Company of which a charity trustee may be a member holding not more than one hundredth part of the issued capital of such Company;
 - f) payment by the Association to a person pursuant to an agreement entered into in compliance with Section 89 of the Charities Act, 2009 (as for the time being amended, extended or replaced).

10. Winding-up

- 10.1 If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the Association. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Association.
- 10.2 The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 9 hereof.
- 10.3 Members of the Association shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object with the agreement of the Charities regulator.

10.4 Final accounts will be prepared and submitted that will include a section that identifies and values any asset transferred along with the details of the recipients and terms of transfer.

11. Keeping Accounts

11.1 Annual audited accounts shall be kept and made available to the relevant authorities in Ireland as required.

Signed: _____ Date: October 2024

Brian O'Connell

President & Chair of the ADEE Board

Signed: _____ Date: October 2024

Julia Davies

Treasurer & Chair of the Board of Trustees

Bylaws of the Association For Dental Education In Europe

Issued 1996

Revised November 2004, August 2016, August 2021

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1. Membership

1.1 The Association shall have the following categories of membership:

a) **Category 1: Active Membership** is open to University, Dental Schools, National dental educational bodies (e.g. programmes for auxiliary personnel) within the World Health Organisation European and Eastern Mediterranean Regions. It is also open to National Dental Associations and European Associations or specialist societies specifically concerned with or related to dental education.

b) **Category 2: Affiliated Membership** is open to National dental educational bodies (e.g. programmes for auxiliary personnel) not affiliated with an institution eligible for category 1 membership. It is also open to Universities, dental schools, national associations and other national dental educational bodies outside Europe as defined in Category 1a.

c) **Category 3: Corporate Membership** is open to Commercial organisations dealing with products and/or services relevant to dental education and/or dentistry.

d) **Category 4: Individual Membership** is open to individual's where the applicant's institution is not a member of ADEE

e) **Category 5: Honorary Membership** made following nomination by the ADEE Board and General Assembly approval

1.2 Upon acceptance of membership, (since 1st January 2022 for all existing members), ADEE membership includes allocation to one of ADEE regional structural groups. These regions are based on shared academic evolution and approach as well a regional and cultural similarities.

1.3 In creating the regional structure ADEE drew upon the WHO regional Structure, the European Higher Education Authority Structure and other similar structures. The seven regions in operation are:

- **Region 1:** Ireland and the United Kingdom
- **Region 2:** Scandinavia and Baltic countries

- **Region 3:** Western Europe - Austria, Belgium, Czech Republic, Slovakia, Germany, Hungary, Luxembourg, The Netherlands, Poland, Switzerland
- **Region 4:** Southern Europe - France, Italy, Portugal, Spain
- **Region 5:** Eastern Europe - Greece, Romania, Bulgaria, Former Yugoslavia and Former USSR
- **Region 6:** South & Eastern Mediterranean, North Africa and Middle East
- **Region 7:** All other countries

2. Application for nomination and election to membership

2.1 **Category 1 Active Membership Application** is open to University, Dental Schools, National dental educational bodies (e.g. programmes for auxiliary personnel), National Dental Associations and European associations or specialist societies specifically concerned with or related to dental education within the World Health Organisation European Region. Such institutions are eligible for immediate membership provided they are prepared to support the aims and objectives of the Association and to pay annual dues. They shall apply for membership to the Central Office in the designated format.

National associations, specialist societies or national dental educational bodies, other than those named under Category 1.1 (a) & (b), may apply for membership to the Central Office in the designated format who will submit the application to the ADEE Board for consideration. The applicant will be admitted if its objectives are not in conflict with the objectives of ADEE.

2.2 **Category 2 Affiliated Membership Application** is open to Institutions conducting educational programmes for auxiliary dental personnel. Such programmes that are under the administrative control of an active member institution and that are conducted at the main teaching site of that active member institution are included in the membership of the active member institution. Dental hygiene, assisting, and laboratory technology education programmes that are under the administrative control of an active member institution and are conducted away from the main teaching site of that active member institution must also be considered. They shall apply for membership to the Central Office in the designated format.

2.3 **Category 3 Corporate Membership Application** is open to a company dealing with products and/or services relevant to dental education and/or dentistry is eligible to apply for corporate membership. Companies elected to corporate membership may not cite it for commercial purposes, e.g. to imply ADEE endorsement of products and services. Applications should be submitted to the Central Office in

the designated format, and admittance to corporate membership is decided by the ADEE Board.

- 2.4 **Category 4: Individual Members Application** is open to any person with a demonstrable interest in dental or allied dental education is eligible to apply for Individual membership to the Secretary General, provided that their institution is not already a member.

Any student enrolled in any accredited university programme of a dental school Or a post-doctoral dental education programme is eligible to apply for Individual membership to the Secretary General.

- 2.5 **Category 5: Honorary Member Application** is made on a lifetime basis on the recommendation of the ADEE Board and approval of the General Assembly.

3. Privileges of membership

- 3.1 The members of Category 1 have the right to appoint two representatives who will then be entitled, in the General Assembly, the right to vote on all issues and to make nominations.
- 3.2 In order to better pursue the Mission of the Association and further engage with institutional partners to enhance adequate policies regarding the education of European Oral Health Professional only members from the ADEE Regions 1 to 6 will be eligible to hold office on the Board.
- 3.3 The members may send as many delegates as they wish to participate in the scientific meetings of ADEE at the appropriate member attendance fee rate.
- 3.4 Members of Categories 2, 3 and 4 shall have the same rights as those of the above-mentioned members. No more than one representative of corporate membership can sit on ADEE board at a given time.
- 3.5 Honorary members (Category 5) shall be entitled to attend scientific meetings as well as the General Assembly and shall have the right to vote but not to hold office.

4. Subscriptions

- 4.1 The membership subscriptions shall be paid annually before 31st March, the sum being suggested by the ADEE Board and approved by the General Assembly.

5. General Assembly

5.1 The General Assembly shall consist of authorised representatives present at a duly convened meeting.

5.2 The General Assembly is the legislative body of ADEE and shall have the following powers:

- To enact, amend and repeal the Constitution and Bylaws of ADEE;
- To elect and approve the appointments to the ADEE Board and ADEE Regional Council of ADEE.
- To elect honorary members
- To elect Trustees

5.3 The General Assembly shall:

- Approve the annual accounts of ADEE
- Approve the annual report of ADEE ADEE Board
- Initiate proposals conforming with the purposes of ADEE;
- Decide on the annual dues
- Approve the e annual budget.
- Approve the time and place of future General Assemblies and scientific meetings.

5.4 The General Assembly shall usually meet once a year in association with a Scientific Meeting or online as appropriate.

5.5 Members shall be informed of the date and time of the General Assembly when circulated with the programme for the Scientific Meeting at least six (6) weeks before the session is convened.

5.6 An extraordinary General Assembly shall be summoned by the ADEE Board or at the request of at least 10 authorised representatives of members in writing to the President or to the Secretary General.

5.7 The annual scientific meetings are organised by the ADEE office in collaboration with a local organising committee subject to the approval of the ADEE Board. The meetings are to be arranged according to "Guidelines on the Organisation of ADEE annual meetings".

5.8 The order of business at the General Assembly shall include the following:

- The meeting shall be opened by the President.
- Approval of minutes of the previous General Assembly.
- Report of the President.

- Report of the Treasurer (Chair of Board of Trustees) including the written report of the auditors.
- Report of the Editor of the EDJE.
- Decision on annual dues.
- Election and approval of the academic officers of ADEE and Members of the ADEE Board of ADEE as required by term of office.
- Approve the appointment of honorary membership.
- Approve the appointment of trustees as required by term of office.
- Noting of venues of future meetings of the General Assembly of ADEE for the subsequent two years.

5.9 Members who wish to raise specific items of new business must inform the ADEE office 3 months in advance of the scheduled date of the General Assembly

5.10 Decisions of the General Assembly shall be carried by a simple majority of the votes of the representatives present, except where otherwise stated in the Constitution and Bylaws.

6. Trustees

6.1 Trustees shall be responsible under the laws of Ireland for the management of the association in accordance with these laws.

6.2 The Trustees will ensure that the actions of the ADEE Board are solely in conformance with aims and objectives of the constitution of the Association.

6.3 A minimum of three trustees, the majority of who shall be resident in Ireland will be elected as required for a period of three years by the General Assembly on the recommendation of the ADEE Board. A Trustee can serve no more than three consecutive terms.

7. ADEE Board

7.1 The ADEE Board is the governing body of ADEE.

7.2 The ADEE Board shall consist of the following:

- The President
- The President Elect/ immediate Past President
- the European Affairs Officer,
- the Editor of the European Journal for Dental Education,
- the Regional Council Chair,

- the Curriculum Development Officer,
- the Annual Meeting and Events Officer,
- the Quality Assurance Officer,
- the Membership Development Officer, and
- the Nominations Officer
- the Secretary General in attendance, non-voting

7.3 The ADEE Board shall have the power to co-opt up to two additional members. These members can be from outside the European Economic Area.

7.4 The ADEE Board shall have the power to appoint executive and administrative officers to serve in administrative functions of the committee.

7.5 Composition of the ADEE Board will aim to reflect membership of the regional structure by ensuring no one region is dominating membership at any one time.

7.6 The ADEE Board will approved role specifications for each board role. This will include expectation of board membership and how members can be removed from the board under various circumstance (for example continued non-attendance).

8. Functions:

8.1 Role and function specific documents as well as person specific requirements for each of the roles has been approved by the Board. These are available online at adee.org.

8.2 A single term of office for members of the ADEE Board shall be up to:

- The President - 2 years
- The President Elect - 1 year
- The Immediate Past President - 1 year
- The Treasurer - 5 years
- All other positions 3 years
- Co-opted members - 2 year

8.3 Terms shall run from 1 January in the year following election and/or appointment by the General Assembly.

- 8.4 Continuous membership of the Committee should not extend for more than eight years. Under exceptional circumstances these terms can be modified by the General Assembly on the recommendation of the ADEE Board.
- 8.5 The ADEE Board shall direct and organise the activities of ADEE, and execute the decisions reached by the General Assembly and monitor the finances of ADEE. It shall nominate candidates for honorary membership. It shall appoint the Editor, subject to the agreement of the General Assembly.
- 8.6 The ADEE Board shall normally meet at least twice a year and may also meet at the request of three members of the ADEE Board.
- 8.7 The order of business for a session of the ADEE Board shall be as follows:
- The meeting shall be opened by the President.
 - Approval of minutes of the previous session.
 - Reports of the various functions.
 - Report of the committees.
 - Nominations for elections where necessary.
 - Approval of Trustees and officers for recommendation to the General Assembly.
 - Arrangements for future meetings of ADEE.
 - Unfinished and new business.
- 8.8 There ADEE editor is appointed by the ADEE Board in collaboration with the Publisher who shall normally be in attendance at the ADEE Board and General Assembly meetings.
- 8.9 The Editor shall be responsible for the publication of official ADEE documents, including the Proceedings of Annual Meetings and shall report annually to the General Assembly.

9. Nomination/Election process (Trustees and ADEE Board)

- 9.1 An open call to membership for nominations to serve on the ADEE Board and ADEE Board of Trustees will be facilitated to fill vacant positions.
- 9.2 A Nominations Committee shall be established comprising the President, the Chair of the Regional Council, the Treasurer (in the capacity of the Chair of the Board of Trustees) plus one member from the body of the Association elected by the General Assembly, these

will oversee the call for nominations process as implemented via the ADEE Office.

- 9.3 The Nomination Committee will evaluate all applications for nomination and shall propose names to the ADEE Board for election by the General Assembly. Selection is based on the predefined criteria as per the role specific documentation and to align with regional diversity requirements.

10. Standing Committees

- 10.1 The ADEE Board with the approval of the General Assembly can establish standing committees to provide an opportunity for ongoing activities on specific areas of interest for Dental Education and the Association.
- 10.2 Such standing committees shall have approved terms of reference which mandate stated aims and objectives. However, the standing committees are encouraged to undertake activities based upon their own initiative within the remits of the mandate.
- 10.3 The ADEE Board may ask a standing committee to undertake specific assignments within the remits of the mandate.
- 10.4 The Standing Committees shall report to the ADEE Board and when appropriate to the General Assembly.
- 10.5 Budgets for a Standing Committee have to be pre approved by the ADEE Board.

11. Dues and Fees

- 11.1 The ADEE Board shall recommend to the General Assembly for approval the amount of the annual dues for the various membership categories. The financial year shall correspond with the calendar year, i.e. 1 January to 31 December.

12. Amendments

- 12.1 These bylaws may be amended at any session of the General Assembly by a two-thirds majority, provided that the proposed amendments shall have been submitted in writing at a previous General Assembly or provided that such amendment has been submitted in writing to the

members of ADEE not less than six weeks before the date on which the vote is taken.

Signed: _____ Date: October 2024

Brian O'Connell

President & Chair of the ADEE Board

Signed: _____ Date: October 2024

Julia Davies

Treasurer & Chair of the Board of Trustees



ADVANCING EDUCATION
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