

# BYLAWS OF THE AMERICAN ASSOCIATION OF ENDODONTISTS

Revised as of April 19, 2013

## CHAPTER I. MEMBERSHIP REQUIREMENTS

### Section 1. Active Members.

All applicants for Active membership must be qualified to announce as specialist in, or practice limited to, endodontics, according to the *American Dental Association Principles of Ethics and Code of Professional Conduct*.

Active members shall be endodontists who meet the following requirements:

- a. membership in the American Dental Association and conformance to its *Principles of Ethics and Code of Professional Conduct*; or, if not residing in the US, membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence and conformance to that association's principles of ethics;
- b. submission of a complete and accurate application to the Association;
- c. payment of an application fee and annual dues in United States currency which must accompany the application;
- d. successful completion of an advanced specialty education program in endodontics approved by the Commission on Dental Accreditation of the American Dental Association.

Continuation of Active membership in the Association is contingent upon membership in the American Dental Association; or, if not residing in the US, membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence. Current Active members in good standing prior to January 1, 1985, may continue Active membership notwithstanding educational qualifications in endodontics.

### Section 2. Associate Members.

A practicing dentist who has an interest in endodontics but is not educationally qualified as an endodontist; a practicing dentist outside the United States (non-US citizen) who is engaged in the full-time teaching of endodontics or the limited practice of endodontics or a dentist whose primary concern and activity is in the area of education, administration or research related to endodontics shall become an Associate member if the following requirements are met:

- a. membership in the American Dental Association and conformance to its *Principles of Ethics and Code of Professional Conduct*; or, if not residing in the US, membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence and conformance to that association's principles of ethics (this requirement is not applicable to non-dentists);
- b. submission of a complete and accurate application to the Association;
- c. payment of an application fee and annual dues in United States currency, which must accompany the application.

Notwithstanding the foregoing requirements, an Active member not educationally qualified in the United States prior to January 1, 1985, may transfer to Associate membership but will not be allowed to revert to Active status until successfully completing an advanced education program in endodontics approved by the Commission on Dental Accreditation of the American Dental Association.

**Section 3. Educator Members.**

An individual who meets all of the requirements for Active membership may be an Educator member if he or she is a full-time member of the faculty in a predoctoral department or an advanced specialty education program in endodontics accredited by the ADA Commission on Dental Accreditation or an institution that has a reciprocal agreement with the Commission.

**Section 4. Disabled Active Members.**

An Active member of this Association who is unable to engage in any duties of the dental profession for a continuous period of one year due to a medical disability and who was an Active member in good standing at the time the disability occurred, shall be exempt from the payment of dues and shall remain in good standing during the period of disability.

- a. A permanently disabled member, to be exempt from dues payment, shall submit to the secretary a medical certificate attesting to said permanent disability.
- b. A temporarily disabled member, to be exempt from dues payment, shall submit annually to the secretary a medical certificate attesting to said temporary disability.
- c. The Association shall in its sole discretion determine whether a member qualifies for this status.

**Section 5. Life Members.**

An Active or Retired member who has been an Active or Active and Retired member for 25 consecutive years, including the period of time in Resident membership, and who has attained the age of 65 years, shall be eligible for Life membership upon submission of a complete and accurate application to the Association and approval by the Board of Directors.

Life member status shall become effective on July 1 of the year following approval.

**Section 6. Retired Members.**

An Active member in good standing for at least ten consecutive years, including the period of time in Resident membership, who is not qualified for Life membership but who has completely retired from teaching, consulting, lecturing, and/or practice, or teaches voluntarily or for a small stipend, shall be eligible to become a Retired member upon submission of a complete and accurate application to the Association and approval by the Board of Directors. The educational institution will define what constitutes teaching.

Retired member status shall become effective immediately following approval from the Board of Directors.

**Section 7. Honorary Members.**

Honorary members shall be those approved by the Board of Directors because of significant contributions to the advancement of endodontics. Individuals who are eligible for other classes of membership in the AAE shall not be eligible for Honorary membership in the AAE.

**Section 8. Resident Members.**

A dentist enrolled in an advanced specialty education program in endodontics approved by the Commission on Dental Accreditation of the American Dental Association, a dentist enrolled in an advanced education program in general dentistry approved by the Commission on Dental Accreditation of the American Dental Association, a dentist enrolled in a general practice residency program approved by the Commission on Dental Accreditation of the American Dental Association, a foreign graduate who has completed an advanced specialty education program in endodontics but is enrolled in an advanced placement program in a U.S. dental school accredited by the Commission on Dental Accreditation to obtain a license to practice dentistry/endodontics, or an endodontist who has completed dental and

endodontic training in an accredited U.S. dental School and who is enrolled in a full-time advanced education program in a health-related field shall become a Resident member if the following requirements are met:

- a. submission of a complete and accurate application endorsed by the director of the advanced specialty education program in endodontics, advanced placement program or other health-related program;
- b. submission of the first year's dues with the application.

At the successful conclusion of the advanced specialty training, advanced education program in general dentistry, general practice residency program, advanced placement program or health-related program, the Resident member is required to submit an application for membership to maintain affiliation.

Resident membership ceases on June 30 in the year in which advanced specialty training, advanced placement program or other health-related program is completed. Resident members transferring to Active membership (1) are required to submit a complete and accurate application for Active membership upon completion of their Resident membership and (2) must show evidence of membership in the American Dental Association and conformance to its *Principles of Ethics and Code of Professional Conduct*; or, if not residing in the US, membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence and conformance to that association's principles of ethics.

Resident members transferring to Active membership will be assessed 50% of the application fee; 50% of the dues of an Active member for the first year of Active membership; 75% of the dues for the second year of Active membership; and full dues of an Active member in the years thereafter.

Advanced specialty education students who were not Resident members of the Association and who apply for Active membership will be required to pay the full application fee and full Active member dues. (Refer to Chapter I, Section 1.)

### **Section 9. Auxiliary Members.**

A dental staff person employed by an endodontist or by a member of the Association shall become an Auxiliary member if the following requirements are met:

- a. submission of a complete and accurate application to the Association;
- b. submission of the first year's dues with the application.

### **Section 10. Predoctoral Student Members.**

A predoctoral student enrolled in a dental school accredited by the Commission on Dental Accreditation of the American Dental Association who has an interest in endodontics and is not enrolled in an advanced specialty education program in endodontics shall become a Predoctoral Student member if the following requirements are met:

- a. submission of a complete and accurate application endorsed by an endodontic faculty member or Active AAE member.
- b. submission of the first year's dues with the application.

Predoctoral Student membership ceases June 30 in the year in which the student graduated from dental school. Predoctoral Student members transferring to Resident membership are required to submit a complete and accurate application for Resident membership upon completion of their Predoctoral Student membership.

### **Section 11. International Members.**

International members shall be endodontists, as defined by their countries of residence, who meet the

following requirements:

- a. Qualification to announce as a specialist, as demonstrated by:
  - i. meeting the qualifications to be considered an endodontist by the government or recognized endodontic specialty association in the country of residence; or
  - ii. approval of the AAE Board of Directors, based on educational equivalency, if a.i. cannot be determined;
- b. Membership in the recognized endodontic specialty association in the country of residence; or, if none, then the equivalent national dental association of the country of current residence and conformance to that association's principles of ethics;
- c. Submission of a complete and accurate application to the Association;
- d. Payment of an application fee and annual dues in United States currency, which must accompany the application.

Continuation of International membership in the Association is contingent upon membership in the recognized endodontic specialty association, or, if none, then the equivalent national dental association, of the country of current residence.

#### **Section 12. International Resident Members.**

A dentist enrolled full-time in an advanced specialty education program in endodontics as defined by their country of residence shall become an International Resident member if the following requirements are met:

- a. submission of a complete and accurate application, written in English, endorsed by the director of the advanced specialty education program in endodontics, advanced placement program or other health-related program;
- b. submission of a signed letter from the university admissions representative on official university letterhead confirming student status, written in English;
- c. submission of a letter signed by the director of the advanced specialty education program in endodontics on official university letterhead confirming enrollment, written in English;
- d. submission of a signed statement affirming accuracy of all application materials and commitment to ethical behavior as an Association member, written in English; and
- e. submission of the first year's dues with the application.

At the successful conclusion of the advanced specialty training, the International Resident member is required to submit an application for International membership to maintain affiliation.

International Resident membership ceases on June 30 in the year in which advanced specialty training is completed. International Resident members transferring to International membership (1) are required to submit a complete and accurate application for International membership upon completion of their International Resident membership and (2) must show evidence of membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence and conformance to that association's principles of ethics.

International Resident members transferring to International membership will be assessed 50% of the application fee; 50% of the dues of an International member for the first year of membership; 75% of the dues for the second year of International membership; and full dues of an International member in the years thereafter.

Advanced specialty education students who were not International Resident members of the Association and who apply for International membership will be required to pay the full application fee and full International member dues.

## **CHAPTER II. ETHICS AND PROFESSIONAL CONDUCT**

The principles of ethics and professional conduct of this Association shall be the *Principles of Ethics and Code of Professional Conduct* of the American Dental Association.

## **CHAPTER III. RIGHTS AND PRIVILEGES OF MEMBERS**

### **Section 1. Active Members.**

Active members shall have all the privileges of membership, including the right to vote at General Assembly meetings, to nominate and hold office, and to receive the official journal of the Association.

### **Section 2. Associate Members.**

Associate members shall have the privilege of attending all annual sessions and receiving the official journal of the Association but shall have no rights to vote, nominate, hold office or serve as committee chairs. An Associate member shall not be eligible for Retired or Life membership status.

### **Section 3. Educator Members**

Educator members shall have the same rights and privileges as Active members.

### **Section 4. Life Members.**

Life members shall have the same rights and privileges as Active members. They may receive the official journal of the Association upon payment of the then current subscription fee to the Association.

### **Section 5. Disabled Active Members.**

Disabled Active members shall have the same rights and privileges of membership as Active members. They may receive the official journal of the Association upon payment of the then current subscription fee to the Association.

### **Section 6. Retired Members.**

Retired members shall have the privilege of attending all annual sessions and shall retain the right to vote but shall have no rights to nominate, hold office, or serve as committee chairs until such time as they become eligible for Life membership status, whereupon they shall have all the rights and privileges of Life membership. They may receive the official journal of the Association upon payment of the then current subscription fee to the Association.

### **Section 7. Honorary Members.**

Honorary members shall have the privilege of attending all annual sessions but shall have no rights to vote, nominate, hold office, or serve as committee chairs. They may receive the official journal of the Association upon payment of the then current subscription fee to the Association.

### **Section 8. Resident Members.**

Resident members shall have the privilege of attending all annual sessions and receiving the official journal of the Association but shall have no rights to vote, nominate, hold office or serve as committee chairs.

Resident members may be appointed to appropriate committees by the president with the approval of the Board of Directors for a term of one year. Upon termination of Resident membership, a student's membership on a committee shall automatically terminate.

Resident members shall be listed in a separate section of the official Roster under the advanced education program in which they are enrolled with the year of completion designated.

### **Section 9. Auxiliary Members.**

Auxiliary members shall have the privilege of attending all annual sessions, may serve on committees but shall have no rights to vote, nominate, hold office or serve as committee chairs.

**Section 10. Predoctoral Student Members.**

Predoctoral Student members shall have the privilege of attending all annual sessions at the Predoctoral Student member fee and receiving the official journal of the Association, but shall have no rights to vote, nominate, hold office or serve as committee chairs. Predoctoral Student members shall be listed in a separate section of the official Roster.

**Section 11. International Members.**

International members shall have the privilege of attending all annual sessions at the same registration fees as Active members, receive a subscription to the official journal of the Association, be eligible for Retired and Life membership status and serve on committees, but shall have no rights to vote, nominate, hold office or serve as committee chairs.

**Section 12. International Resident Members.**

International Resident members shall have the privilege of attending all annual sessions and receiving access to the online version of the official journal of the Association but shall have no rights to vote, nominate, hold office or serve as committee chairs.

International Resident members may be appointed to appropriate committees by the president with the approval of the Board of Directors for a term of one year. Upon termination of International Resident membership, a student's membership on a committee shall automatically terminate.

International Resident members shall be listed in a separate section of the official Roster under the advanced education program in which they are enrolled with the year of completion designated.

**CHAPTER IV. DUES, ASSESSMENTS AND FEES**

**Section 1. Determinations.**

Annual dues, subscription fees for the official journal of the Association, registration fees for the annual session of the Association, special assessments, fees for any special educational or social function of the Association and delinquency fines shall be determined by the Board of Directors.

- a. Active members shall pay the full annual dues of the Association, which shall include a subscription to the *Journal of Endodontics* and a supporting fee for the annual session of the Association. At its discretion, the Board of Directors shall determine (1) special assessments for Active members to support special programs or to meet nonrecurring expenses and (2) fees for any special educational or social functions to be assessed Active members for the annual session.
- b. Associate and Resident members shall pay reduced annual dues that shall include a subscription to the *Journal of Endodontics*.

Associate and Resident members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

At its discretion, the Board of Directors shall determine special assessments for Associate and/or Resident members to support special programs or to meet nonrecurring expenses.

- c. Educator members shall pay annual dues equal to 50% of the amount paid by an Active member, which shall include a subscription to the *Journal of Endodontics* and a supporting fee for the annual session of the Association.

At its discretion, the Board of Directors shall determine (1) special assessments for Educator

members to support special programs or to meet nonrecurring expenses and (2) fees for any special educational or social functions to be assessed Educator members for the annual session.

- d. Life, Honorary and Disabled Active members are not required to pay annual dues but will be assessed the subscription fee for the *Journal of Endodontics*, if they wish to receive the publication.

Life, Honorary and Disabled Active members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

- e. Retired members shall pay annual dues to meet the direct cost of member services, as determined by the Board of Directors.

Retired members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

- f. International members shall pay annual dues equal to 50% of the amount paid by an Active member, which shall include a subscription to the *Journal of Endodontics*. International members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

- g. Auxiliary members shall pay annual dues to meet the direct cost of member services as determined by the Board of Directors. Auxiliary members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

- h. Nonmembers of the Association shall be entitled to subscribe to the *Journal of Endodontics* and attend the annual session of the Association upon payment of a nonmember subscription fee and a nonmember registration fee.

- i. Active members serving in the Federal Dental Health Services (U. S. Army, U. S. Navy, U. S. Air Force, Public Health Service and Veterans Administration) shall pay annual dues equal to 50% of the amount paid by an Active member, which shall include a subscription to the *Journal of Endodontics* and a supporting fee for the annual session of the Association.

At its discretion, the Board of Directors shall determine (1) special assessments for Active members serving in the Federal Dental Health Services to support special programs or to meet nonrecurring expenses and (2) fees for any special educational or social functions to be assessed Active members serving in the Federal Dental Health Services for the annual session.

- j. Resident members transferring to Active membership shall pay one-half annual dues plus the application fee during the first year of Active membership following graduation and three-fourths annual dues the second year after graduation.

- k. International Resident members shall pay reduced annual dues that shall include electronic access to the *Journal of Endodontics*.

International Resident members shall pay a registration fee for the annual session of the Association, as well as fees applicable to Active members for special educational or social functions.

At its discretion, the Board of Directors shall determine special assessments for International Resident members to support special programs or to meet nonrecurring expenses.

- l. International Resident members transferring to International membership shall pay one-half annual dues plus the application fee during the first year of International membership following graduation and three-fourths annual dues the second year after graduation.

## **Section 2. Dues Dates.**

Dues for each calendar year are payable on July 1 of that year. A member shall be delinquent after August 1, and a delinquency fine shall then be assessed.

Decisions of payment due dates and penalty dates for nonpayment of special assessments will be

made by the Board of Directors.

### **Section 3. Nonpayment.**

Failure to pay dues or special assessments, together with any applicable delinquency fine, by October 1 results in automatic termination of membership.

## **CHAPTER V. TERMINATION AND REINSTATEMENT OF MEMBERSHIP**

### **Section 1. Immediate Termination.**

Each of the following are grounds for immediate termination of membership:

- a. failure to pay dues, fees or special assessments as provided in Chapter IV or defaults on any other obligation due the Association;
- b. submission of a resignation;
- c. failure to maintain current membership in the American Dental Association; or if not residing in the US, membership in the recognized endodontic specialty association; or, if none, then the equivalent national dental association of the country of current residence.

### **Section 2. Disciplinary Action.**

A member may be disciplined by action of the Board of Directors for:

- a. violating the *Principles of Ethics and Code of Professional Conduct* as set forth in Chapter II;
- b. conviction of, or pleading nolo contendere to, a felony;
- c. conviction of, or pleading nolo contendere to, a violation of a state dental practice act.

Any question or complaint regarding the conduct of an Association member shall be submitted in writing and signed by the complainant and shall be forwarded to a special committee on Professional Conduct and Ethics for a determination as to whether the matter involves conduct or alleged conduct of a type that may subject the member to disciplinary action. If the committee determines that the matter involves such conduct or alleged conduct, then it shall refer the matter to a Judicial Board appointed by the president and composed of past presidents of the Association.

If the Judicial Board initially determines that the matter may warrant further consideration of disciplinary action, it shall notify the accused member in writing as to the allegations, and the accused member shall have the right to present his/her position in writing and to personally appear before the Judicial Board, provided that the meeting of the Judicial Board is not less than 30 days subsequent to the date on which written notice is sent by certified mail, overnight courier or personal delivery to the accused. Within 30 days after the meeting of the Judicial Board, the accused member shall be notified in writing of the Judicial Board's recommendation for disciplinary action (if any) to the Board of Directors, and the accused member shall have the right to present his/her objections in writing to the Board of Directors, provided that the meeting is not less than 30 days subsequent to the date on which written notice is sent by certified mail, overnight courier, or personal delivery to the accused.

Discipline may be expulsion, suspension for a stated period of time, or reprimand. Notification from the Board of Directors to the accused shall be delivered by certified mail, overnight courier, or personal delivery. The decision of the Board of Directors shall be final.

### **Section 3. Active, Associate, Educator and International Members.**

Active, Associate, Educator and International members whose membership has been terminated for the reasons set forth in Chapter V, Section 1, may reapply for membership by submitting a new, complete and accurate membership application, dues and special assessments for the current year, and an application fee. Preceding years of Active, Educator or International membership will no longer apply toward consecutive years needed to qualify for Life or Retired membership status, except as provided



below.

Only an Active, Educator or International member whose membership has been terminated for the reasons set forth in Chapter V, Section 1, shall have the option, for a period not to exceed two years, to reinstate membership and retain cumulative membership years (reflecting years of membership prior and subsequent to termination) toward Life or Retired membership. This shall be accomplished by paying all delinquent and current dues and special assessments.

#### **Section 4. Auxiliary Members.**

The following are grounds for immediate termination of Auxiliary membership:

- a. failure to pay dues or other defaults on obligations due the Association;
- b. submission of a resignation;
- c. termination of employment.

Auxiliary members may reinstate their membership by submitting a new complete and accurate application.

### **CHAPTER VI. INDEMNIFICATION**

#### **Section 1. Indemnification.**

The Association shall indemnify and hold harmless the actions of each officer, director, committee member, employee and other agent of the Association serving the Association in good faith from and against any and all claims and liabilities, costs and expenses (including reasonable attorney's fees and expenses) for which he/she may be, or become, subject to by reason of his/her alleged acts, errors, or omissions as an officer, provided, however, that no officer, director, committee member, employee, or other agent of the Association shall be indemnified against, or reimbursed for, any liability or expense incurred in defending any claim arising out of conduct which, in the judgment of the Board of Directors, constitutes willful misconduct or is contrary to any rule or policy of the Association.

The indemnification provided by the Association shall be secondary to any insurance available to the individual and shall be given only if such individual accepts legal counsel selected by the Association. The same legal counsel may be selected by the Association to represent more than one individual if the Association concludes that the interests of the indemnified individuals are aligned.

The Board of Directors has the sole discretion to determine whether the party seeking indemnification has acted in good faith.

### **CHAPTER VII. FINANCES**

#### **Section 1. Fiscal Year.**

The fiscal year of the Association shall end on the last day of June of each year.

#### **Section 2. Annual Budget.**

An annual budget shall be prepared by the Treasurer for adoption by the Board of Directors at its annual meeting.

### **CHAPTER VIII. AMERICAN BOARD OF ENDODONTICS**

#### **Section 1. Name and Object.**

In compliance with an American Dental Association requirement, the Association sponsors the American Board of Endodontics, hereinafter called "the ABE." The ABE's purpose is to contribute to the advancement of endodontics by elevating the standards of endodontic practice within the dental profession through the certification of candidates in the special area of endodontics.

#### **Section 2. Requirements.**

As required by the American Dental Association, the ABE shall conform to the requirements as determined by the Council on Dental Education and Licensure of the American Dental Association for the organization, operation and candidate certification of a recognized certifying board of dentistry.

### **Section 3. Composition and Election.**

The ABE Board of Directors shall consist of nine voting Directors who are Diplomates of the ABE. A candidate for election as a Director of the ABE shall be selected by the ABE Board of Directors and submitted to the Nominating Committee of the Association, which shall either forward the candidate to the General Assembly or request that the ABE Board of Directors submit a different candidate.

- a. Three Directors of the ABE shall be elected at each annual meeting of the General Assembly to serve a term of office of three years. No one may serve as a Director of the ABE for more than a total of seven years.
- b. The Directors of the ABE shall elect their own officers in accordance with such Bylaws as they shall establish for the organization and operation of the ABE.

### **Section 4. Duties of the Board of Directors of the ABE.**

The duties of the Board of Directors of the ABE shall be to examine candidates for certification as Diplomates of the ABE and to issue certificates to those who successfully fulfill the requirements the Board of Directors of the ABE shall establish.

- a. The Board of Directors of the ABE shall give at least one examination in each calendar year, except upon waiver by the Council on Dental Education and Licensure, and shall announce such an examination at least six months in advance.
- b. The Board of Directors of the ABE shall maintain a current Roster of Diplomates.
- c. The Board of Directors of the ABE shall require an annual registration fee from each of its Diplomates so as to assist in supporting financially the continued program of the ABE.
- d. The Board of Directors of the ABE shall establish requirements for the maintenance of Diplomate status in conformity with the policies and guidelines of the Council on Dental Education and Licensure of the American Dental Association.

### **Section 5. Annual Report.**

The Association shall request that the Board of Directors of the ABE submit annually to the Board of Directors of the Association, to the General Assembly and to the Council on Dental Education and Licensure of the American Dental Association data relative to the ABE's financial operations, applicant admission and examination procedures and results thereof and such information as the Association or the Council may request for the conduct of their affairs.

### **Section 6. Vacancy.**

In the event a vacancy occurs on the Board of Directors of the ABE, the president of the Board of Directors of the ABE, with the approval of the Directors of the ABE, shall appoint a successor from among the Diplomates of the ABE to fill the unexpired portion of the term of the vacated position.

## **CHAPTER IX. AMERICAN ASSOCIATION OF ENDODONTISTS FOUNDATION**

### **Section 1. Name and Object.**

The Association sponsors the American Association of Endodontists Foundation, hereinafter called "the Foundation." The Foundation's mission is to act as a charitable and educational organization as defined in Section 501(c)(3) of the Internal Revenue Code, and in furtherance thereof to inspire and support clinical research and the genesis of new knowledge in endodontics, to enhance educational programs and opportunities in endodontology and to improve the endodontic health of the public by securing funding

to support the philanthropic activities of the Foundation.

### **Section 2. Corporate Management.**

The affairs of the Foundation shall be managed by a Board of Trustees, hereinafter referred to as "Trustees." The Trustees shall receive all powers specifically granted to the Board of Trustees by operation of law to achieve the purposes stated in their Bylaws and the Articles of Incorporation.

### **Section 3. Composition and Election.**

The Board of Trustees of the Foundation shall consist of the following members: (a) ten Active or Life members of the Association, one of whom is a new practitioner and has been in practice less than five years when first nominated, (b) up to three trustees from the public sector, (c) the president, president-elect, vice president and immediate past president of the Association, (d) the president and president-elect of the Foundation, and (e) the executive director of the Association who shall serve as a voting member.

- a. Nominees for the Active or Life member trustee positions, including the new practitioner, shall be selected by the Foundation's Nominating Committee and submitted to the Nominating Committee of the Association, which shall either forward the candidate to the General Assembly or request that the Foundation's Nominating Committee submit a different candidate. Other than the new practitioner, nominees for the Active or Life member trustee positions shall be elected for one term of four years by voting members present at the annual meeting of the General Assembly. A Trustee appointed to fill an unexpired term shall be eligible for election to a full, consecutive term.
- b. The new practitioner shall be elected for one term of two years and shall be eligible for re-election to a second consecutive two-year term.
- c. Nominees for the public sector trustee position shall be selected by the Foundation's Nominating Committee and submitted to the Nominating Committee of the Association, which shall either forward the candidate to the General Assembly or request that the Foundation's Nominating Committee submit a different candidate. Nominees for the public sector trustee position shall be elected for one term of one year by voting members present at the annual meeting of the General Assembly and shall be eligible for re-election to a maximum of three consecutive one-year terms.
- d. The Trustees shall elect their own officers.

### **Section 4. Annual Report.**

The officers of the Board of Trustees shall report to the Board of Directors of the Association and to the General Assembly. The Association shall request that the AAE Foundation submit annually to the Board of Directors of the Association and to the General Assembly an annual report, including financial operations and such information as the Association may request for the conduct of their affairs.

### **Section 5. Vacancy.**

In case of any vacancy in any trustee position on the Foundation's Board of Trustees that was filled by vote of the General Assembly of the Association, the president of the Foundation shall appoint a successor with approval of the Foundation's Board of Trustees.

## **CHAPTER X. AFFILIATE ASSOCIATIONS**

An affiliate association of the American Association of Endodontists must meet the following requirements as set forth by the Board of Directors:

- a. The membership of all affiliate associations is limited to Active, Educator and Life members of the Association;

- b. All Active, Educator and Life members of the Association shall be eligible to join any affiliate association;
- c. No Active, Educator or Life member of the Association can be excluded from active membership in any affiliate association;
- d. Members of the affiliate association shall have all the privileges of membership, including the right to vote, to nominate and to hold office in their affiliate association(s) but may nominate and vote for a district director nominee only in the affiliate association representing the geographic area of their primary professional activity. For purposes of this provision, the Federal Dental Health Services affiliates are considered a geographic area.
- e. An Active, Educator or Life member may only represent the district of his/her primary professional activity as a district director of the Association.
- f. The *American Dental Association Principles of Ethics and Code of Professional Conduct* shall govern the professional conduct of all members of affiliate associations;
- g. Failure to maintain Active, Educator or Life membership in the Association will be grounds for immediate termination of membership in any affiliate association.

Affiliates may include AAE Retired members or AAE Resident members and may determine Retired members' and Resident members' rights and responsibilities within the affiliate's own structure.

As a condition of affiliation with the American Association of Endodontists, no affiliate shall, directly or indirectly, undertake any course of action or any omission that may be interpreted, viewed or cause a legally binding obligation to be imposed upon the American Association of Endodontists without the prior written consent of the American Association of Endodontists.

No affiliate has the authority to speak for, hold itself out as being a representative of the American Association of Endodontists or in any other way attempt to obligate the American Association of Endodontists to any position, legal obligation or other action that might or could involve the American Association of Endodontists.

## **CHAPTER XI. AMENDMENTS**

The Bylaws may be amended at any annual meeting of the General Assembly by action of two-thirds of the voting members present and voting; provided, however, that attendance and voting at the General Assembly by proxy is prohibited.