

**Model Branch Rules**

**This document contains the model rules for BDA Branches. The Principal Executive Committee (PEC), will be guided by the Local Services Team if any changes need to be brought to their attention for final approval.**

**The document contains notes for guidance where appropriate.**

**It is accepted that branches may wish to adapt rules to suit local circumstances and preference. The model rules set out here should not provide any obstacles to local flexibility, but it will be helpful if, where any proposed rules or proposed amendments differ from the model rules, the reasons for such variation are explained in any supplementary information provided to the Local Services Team.**

**All proposed rules or amendments should be sent to the Local Services Team,** **branchsectionevents@bda.org** **in the first instance, who will be able to liaise with the local branch in regard to the presentation of their material. It may also be helpful to discuss any proposals with the Local Services Team at this first stage.**



**…………………….**  **Branch**

**Rules**

**Name**

**1.** The name of the Branch shall be:

“The ----------------------------------------------- Branch of the British Dental Association”.

**Area**

**2.** The area of the Branch shall cover the postcode areas as detailed in the attached Appendix i (**GUIDANCE NOTE: the description of the area of the Branch must conform to the geographical area approved by the PEC. The most useful and precise method of doing this is to list the postcodes covered by the Branch. The BDA’s Local Services Team can provide information on this as required).**

**Interpretations**

**3.** The words “The Association’ "The Articles”, “The By-Laws”, and “The Principal Executive Committee (PEC)” used in these rules mean The British Dental Association, the Articles and the By-­Laws, and the Principal Executive Committee (PEC) of the British Dental Association respectively. “The Council” means the Council of the Branch. “The Executive Committee” means the Executive Committee of the Branch. “The Journal” means the Journal of the British Dental Association. If in any case these Rules or any modifications thereof should be found to be at variance with any Article or By-Law of the Association for the time being in force, the provisions of the Article or By-Law shall be acted upon.

**Objects**

**4.** The objects of the Branch are to promote the interests of the Association by:

**4.1** assisting as far as possible in maintaining the spirit and provisions of the Dentists’ Acts.

**4.2** the discussion of subjects affecting the interests of the profession both locally and nationally, collectively and individually.

**4.3** the discussion of matters relating to dental practice and to dental and allied sciences.

**4.4** the cultivation of a generous professional spirit among practitioners throughout the area and to give help where needed.

**4.5** the formation of Sections, if appropriate, for the further attainment of these objects.

**4.6** furthering the membership and interests of the BDA.

**Membership**

**5.** Every Ordinary member and Special member of the Association whose address, as entered in the List of Members of the Association, is in the area of the Branch, is automatically a Member of the Branch.

The Branch shall consist of:

**5.1** Ordinary members (someone in any tier of membership which is not a special membership category)

**5.2** Special members (Honorary members, Life members, Distinguished members, Temporary members, Affiliate members, and Student members, and any other class of member as may be determined from time-to-time by the PEC)

**Management**

**Officers**

**6.** There shall be the following officers of the Branch:

* President
* President-Elect
* Chair of Council
* Honorary Treasurer
* Honorary Secretary

And other positions as the Branch sees fit.

The President, President Elect, Chair of Council, Honorary Treasurer and Honorary Secretary shall be ex officio members of Branch Council and all committees.

**President**

**7.** The President shall be nominated by the Branch Council and elected **[GUIDANCE NOTE: choose from annually / biennially / triennially)** at the Annual General Meeting (AGM). He or she shall begin their duties of office at the next AGM, and until then shall bear the title of President-Elect.

**Chair of Council**

**8.** The Chair shall be elected annually at the AGM. The Chair shall preside over all meetings of Council and be responsible for ensuring the implementation of Council decisions. He/she shall be ex officio the Chair of the Executive Committee of the Council, and a member of all committees.

In the absence of the elected Chair a Chair will be appointed for the meeting.

**Honorary Treasurer**

**9.** The Honorary Treasurer shall be elected annually at the AGM. He/she shall receive the grant and other monies payable to the Branch and pay all the accounts that have been agreed by the Council to be paid. He/she shall also prepare for the AGM a Balance Sheet of the finances of the Branch, which shall be submitted to the Council previously. Once approved by the AGM the Branch accounts must be submitted to the BDA’s Finance Director.

**Honorary Secretary**

**10.** The Honorary Secretary shall be elected annually at the AGM.

He/she shall be responsible for the business of the Branch and shall act as Secretary to the Council and Executive Committee, recording minutes, conducting the correspondence, preparing the Annual Report, and acting generally under the direction of the Council and Executive Committee. He/she shall also fulfill the duties required by the Articles and By-Laws of the Association of the Honorary Secretary of the Branch.

**Terms of office**

**11.** Officers of the Branch (except the term of office that applies to the President) shall serve for a maximum of six years in succession. A proposal to set aside the maximum term of office in any individual case may be submitted to an AGM but must be considered and approved as a separate item before the election of officers is conducted. The same process must be followed at succeeding AGMs if the officer concerned is to continue serving in consecutive years.

**Branch Council**

**Remit and composition of the Council**

**12.** Management of the affairs of each Branch shall be vested in a Branch Council. The composition of the Council shall be as follows:

* President
* President-Elect
* Chair
* Honorary Treasurer
* Honorary Secretary
* Members of the PEC, whose electoral area encompasses the branch (non-voting)

**(GUIDANCE NOTE: The offices of President, Chair, Honorary Treasurer, and Honorary Secretary are compulsory, and are ex officio members of the Council. Other officers may be added at the discretion of the Branch, and whether or not they are ex officio members of the Council will also be at the discretion of the Branch. Further members of the Council itself may be added at the discretion of the Branch as set out immediately below. The number of additional members suggested in each case are for illustrative purposes only).**

* Ordinary members: **(GUIDANCE NOTE: provision may be made here for the annual election of a certain number of ordinary members of the Council to support the work of the Council as appropriate. Suggested wording: *‘Five ordinary members elected at the AGM’*)**
* Representatives of Sections **(GUIDANCE NOTE: provision may be made here for the annual election of representatives from each section within the Branch to serve on the Council – or this may be satisfied by the presence of Section Secretaries. Suggested wording: *‘A representative each from X and Y section, elected annually in accordance with a procedure approved by the Section’*) or *‘Each Section Secretary’.***
* Representatives of spheres of dentistry: **(GUIDANCE NOTE: provision may be made here for the annual election of a certain number of representatives of constituent parts of the profession; for example, general practice or salaried services. Suggested wording: ‘*Spheres of practice: one member representing general practice and one member representing salaried services elected at the AGM’.)***
* Young Dentist members: **(GUIDANCE NOTE: provision may be made here for the annual election of a certain number of Young Dentist Representatives to be proposed to sit on Council. Suggested wording:** ***Two members who are Young Dentist Representatives elected at the AGM.***
* Co-opted members: **(GUIDANCE NOTE: provision may be made here for a general power to co-opt additional members as required. Suggested wording: *‘The Council shall have power to add to its numbers from time to time, but these co-opted members shall never exceed one sixth of the total number of the Council. Co-opted members shall not be eligible to hold office on the Council or to vote. Their maximum term of office shall be one year, but the Council may reappoint them for a further term of office (again, maximum one year) at its discretion.’***

**13.** In the case of the death, resignation or incapacity of any Officer or Member of the Council of the Branch, the Council may appoint a successor who shall hold office until the next AGM, and if confirmed at that Meeting he/she shall continue in office until the AGM at which his/her predecessor would have retired by rotation, and shall be eligible for re-election.

**14.** The President, President-Elect, Honorary Treasurer, or Honorary Secretary of the Branch may be suspended from office by a vote of the voting members of the Council if they have concerns about the performance or capability of the individual concerned. Such action (if taken more than three months from a scheduled AGM) will trigger an Extraordinary General Meeting of the Branch, at which a vote of no confidence in the officer concerned will be considered. The Council may elect an officer to serve in this position in the interim. If the vote of no confidence is defeated, the officer concerned shall be restored to office to serve the remainder of his or her term. If it succeeds, a successor may be elected from that meeting or, if preferred, at a subsequent duly constituted Extraordinary General Meeting. If a successor assumes the remainder of a term which is six months or more, it will count as one term for the purposes of calculating the maximum number of terms permitted.

**15.** The Chair of the Council may be removed from office by the voting members of the Council if they have concerns about the performance or capability of the individual concerned. They may elect a successor as soon as possible to serve the remainder of the term. If the remainder of the term is six months or more, it will count as one term for the purposes of calculating the maximum number of terms permitted.

**Powers of the Council**

**16.** The Council shall manage the general affairs and business of the Branch, except as otherwise provided by the Rules.

**17.** All communications made to the Branch shall be dealt with in such manner as the Council may determine, subject to the provisions of the Articles and By-Laws of the Association and in line with GDPR regulations.

**18.** The Council shall have power to appoint and close such Committees, as it may deem necessary for the efficient transaction of the business of the Branch.

**Executive Committee**

**19.** The Council may delegate detailed consideration of business to an Executive Committee, which shall make recommendations for decision to the Council. The Executive Committee shall as a minimum include the Chair of the Council (who shall also be the Chair of the Executive Committee), the President, the President-Elect, the Honorary Treasurer, the Honorary Secretary, and such other members as the Branch Council shall deem appropriate. **(GUIDANCE NOTE: an Executive Committee of the Council may be considered appropriate if the Branch Council has a relatively large membership, and detailed consideration of business may be more efficient with a smaller group).**

**Meetings**

**Annual General Meeting**

**20.** An AGM shall be held once every year or within 14 months of the last AGM. The date and place of the AGM shall be determined at the preceding AGM, if possible.

Other meetings (which shall be referred to as General Meetings) shall be held at such times and places as the Council shall from time to time determine.

**Extraordinary General Meeting**

**21.** The Council may convene an Extraordinary General Meeting (EGM) outside the scheduled list of general meetings of the Branch whenever it thinks fit.

The Council must convene an EGM of the Branch if:

* Requested to do so by members representing a minimum of 2% of the Branch membership. The members must either:
1. Write to the Honorary Secretary, each member signing the letter, or
2. Each send an email to the Honorary Secretary requesting the EGM
* The letter or email/s must state the object for which the meeting is called
* If the EGM is not convened by the Council within two months the requesting members may themselves convene the EGM.

**Notice**

**22.** At least fourteen days’ notice, specifying the place, the date, and the time of the Meeting, and, in the case of special business, the general nature of such business, shall be given to each Member by post or email. The non-receipt of such notice by any Member shall not invalidate the proceedings at any Annual, General or Extraordinary General Meeting. Insertion of the notice in the British Dental Journal, at least fourteen days before the Meeting, shall be considered official notification. The fourteen days notification requirement cannot include the day the notice is published nor the day of the meeting itself.

**Quorum**

**23.** No business shall be transacted at any Annual, General or Extraordinary General Meeting unless a quorum of Members is present at the commencement of such business, and such quorum shall not be less than (**GUIDANCE NOTE**: **insert here an appropriate percentage of the branch membership to represent a quorum, which should not be less than 2% or more than 5%)** of the Branch membership.

**Visitors**

**24.** With the agreement of the Chair, members of the Branch may introduce visitors to any meeting.

**Council meetings**

**Meetings**

**25.** The Council shall meet not less than three times between each AGM, and at such times and places as the Council may appoint, the first meeting of the Council to take place within four months of the election of the previous AGM.

**26.** A Special Meeting of the Council may be called by the Chair, President or Secretary.

The Council must hold a Special Meeting if:

* Requested to do so by not less than a third of the members of the Council
* The request must state the business for which the meeting is called
* If the Special Meeting is not convened by the Council within one month, the requesting Council members may themselves convene the Special Meeting.

**Notice**

**27.** At least seven days’ notice of any Council meeting shall be sent to each Member of the Council.

**Quorum**

**28.** A quorum for a meeting of the Council shall be 50% plus one of the voting members present. **(GUIDANCE NOTE: for clarity it may be preferable to put in the precise figure once calculated from the final constituted Council).**

**Physical and remote meetings**

**29.** Any meeting of the Branch may be held with physical presence, remotely using electronic communication, or a mixture of physical and remote presence, subject to the satisfactory management of each item of business.

**Expenses**

**30.** Members of the Council, members of any Committee, or any individual requested to undertake activities on their behalf, shall be reimbursed out-of-pocket expenses in connection with the legitimate activities of the Council, Committee or the Branch, providing the payment of such expenses shall first be approved by the Council or Honorary Treasurer.

**Sections**

**31.** Members of the Branch, residing or practicing in any particular area or District within the Branch, shall, for the better carrying out of its objects, be formed into one or more Sections under the following conditions:

**31.1** The Council of the Branch may review periodically the boundaries of each Section within the Branch after discussion with members affected by such review

**31.2** Upon the written application of a Section or by a number of members not less
 in number than eight, the Council of the Branch shall within three months carry out a review of the boundaries of the Section concerned.

 The Branch Council shall approve proposed Rules or amendments to Rules of a Section, or proposed changes to boundaries of a Section, and forward all necessary particulars to the Local Services Team for approval.

**31.3** The Secretary of a Section shall be ex officio a member of the Council (**GUIDANCE NOTE: this depends on whether provision for this has been made in the composition of the Branch Council).**

 **31.4** No Section shall be deemed for any purpose an agent of the Branch, nor
 authorised to incur any obligation on its behalf, unless expressly sanctioned
 by a resolution of the Council.

**31.5** Every member of the Branch should be a member of a Section. He/she should
 choose a Section related to his/her place of work, or his/her residence.

**31.6** A grant shall be made to the Sections of the Branch and the amount of the
 grant and the manner in which it is made shall be reviewed each year. Each
 Section must submit annually to the Branch AGM a set of accounts.

**Alteration of rules**

**32.** Any proposed alterations or additions to these Rules required from time to time shall be made by resolution passed at an AGM or EGM of the Branch called for that purpose. Any member desiring to propose any such alterations or additions must give notice in writing, stating the proposed changes, to the Honorary Secretary of the Branch at least one calendar month before the date of the Meeting, and a copy of such notice shall be sent to every Member with the notice convening the Meeting.A copy ofthe resolution passed at the Meeting shall be sent to the Association’s Local Services Team and shall not come into force until the same has been approved.

***The following is a suggested template for an Agenda for an AGM***

**Order of business for Annual General Meeting**

Apologies

Minutes of the previous AGM and matters arising from these

Correspondence and questions

Secretary’s Report

Treasurer’s Report and Financial Statement

Comments / reports from PEC and Country Council representatives

Communications, papers etc.

­Special business, if any; Resolutions, or Alterations of Rules etc

Election of Officers for the ensuing year

Valedictory address of retiring President

Presidential inauguration and address

Any other business

Date of next meeting

Revised: May 2024

\_­­­­­\_\_\_\_\_\_\_\_\_\_ Branch Rules, amended/proposed at AGM which took place on \_\_\_\_\_\_\_\_\_\_

Sent to Local Services Team

Approval given on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ by Elise Cole, Head of Events

Or

Sent to PEC for final approval on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_