

Constitution

TITLE I - Constitution - Seat - Duration - Aims

Article 1

There is formed by this Constitution a "EUROPEAN FEDERATION OF ORTHODONTIC SPECIALISTS ASSOCIATIONS" (EFOSA) hereinafter, by abbreviation, referred to as the "Federation".

This Federation is a non profit-making association, governed by the French law of July 1, 1901, and especially its Title IV (Decree of April 12, 1939) concerning foreign associations. It is a legal entity.

It will also be subject, in each of the countries of the European Union, to the provisions of law applicable to foreign associations.

Article 2

The Federation will have its seat in Strasbourg.

The seat may be transferred to an address other than Strasbourg by simple decision of the majority of the members of the federation, or to any other city of the countries mentioned in Article 227-1 of the Treaty signed in Rome on March 25, 1957 or to any other European state that has become a member of the European Union, in conformity with Article 237 of the said Treaty, by decision of the Assembly ruling under the condition set in Article 18 below.

Article 3

The Federation is founded for an unlimited period.

Article 4

The aim of the Federation is to unite associations or groups of orthodontic specialists or practitioners, who have a comparable education and working conditions as orthodontic specialists with a view to

1. obtaining official recognition of orthodontic specialists in all countries in Europe,
2. providing and promoting orthodontic treatment by orthodontic specialists of the highest quality in all countries of Europe according to the concept of quality improvement,

3. defending, in the widest sense, the professional, political and economic interests of orthodontic specialists, especially through the establishment of relations with national and international authorities and bodies with a view to their eventual representation at the Economic and Social Committee instituted by Articles 193 to 198 of the Treaty of Rome, as well as through contacts and agreements with the representatives of other professions,
4. formulating and updating the conditions of professional practice of orthodontic specialists in each of the member countries of Europe while seeking the unification of the national legislations governing the practice of the profession by taking part in the formulation of the directives in the manner provided by Article 57 of the Treaty of Rome,
5. assisting the authorities of the European Union through their experience as practitioners, and to intercede with such authorities, especially when dealing with the question of the right of free choice of residence and the freedom of right to practice as a specialist,
6. interceding, if need be, in a member country of Europe to the extent that such intercession may be helpful in allowing the members of the associations or groups to practice their profession under the best conditions. The intercession may be made, however, only upon the specific request of the member association or group of the country in question,
7. improving the contents and quality of education for orthodontic specialists by means of formulating proposals geared toward defining and coordinating the teaching of orthodontics at the university and post-university level,
8. standardizing European examinations at the end of specialist training programs in orthodontics,
9. advising and supporting national associations or groups that aim to obtain recognition for the specialty of orthodontics in their country, establish an official specialist register and form a national society of orthodontic specialists,
10. seeking financial support through grants and other means to realize the aims listed above.

TITLE II - Members

Article 5

Active membership is confined to professional associations or groups of orthodontic specialists exclusively, from countries within the EU and the European Economic Area (EEA), and those which have entered into an agreement with the EU regarding freedom of movement of

professionals. Active member countries must also have regulated the profession in accordance with the EU directive of 2005/36 and maintain an official register of specialists. The above also applies to countries on the basis of mutual orthodontic specialty recognition.

Provisional membership is confined to professional associations or groups of practitioners, who have a comparable education and working conditions as orthodontic specialists, from countries within the EU and the European Economic Area, but whose government has not yet provided official orthodontic specialty recognition and professional regulation in accordance with the EU directive of 2005/36.

Affiliated membership is confined to professional orthodontic associations or groups from Europe in countries that fulfil the requirements of article 5 paragraph 1 or 2, but in countries that do not belong to the EU and the European Economic Area or do not have an arrangement of free movement and the right of free establishment within the EU and the European Economic Area on the basis of mutual orthodontic specialty recognition.

Only one professional association or group may function as the representative of a country.

Article 6

Associations or groups wishing to become members of the Federation must forward to the council:

1. A copy of the law, act or decree officially regulating the specialty in the country concerned and establishing an official specialty register.
2. A copy of their constitution, which must provide for minimal conditions of university education of the members to be admitted, or for conditions equal to those required in countries where the orthodontic specialty is regulated.
3. An official document, if the legislation of their countries so provides, proving their legal existence; failing this, a statement of the period of time in which the association or group has effectively functioned.
4. A list of the active members.
5. The balance sheets and management accounts of the preceding three years.

These documents have to be submitted to the Council at least 8 weeks prior to the annual Assembly Meeting. The Council is entitled to ask candidates for any further information or details.

Approval is given by the Council, decided by simple majority, subject to ratification by a two-thirds majority at the next Assembly to be held.

Rejection, for which no reason need be given, can be made by a simple majority vote of the Council. The rejected association or group may appeal to the next Assembly, which will then

decide by a two-thirds majority vote.

Article 7

Members who cease to meet the conditions in article 5, paragraph 1 above, will lose their status of active membership. Members who fail to meet their obligations to the Federation and to the goals it pursues may be excluded from the Federation. Expulsion is effected by proposal of the Council on a simple majority vote, followed by an Assembly vote with a two-thirds majority. The member country which is the object of the proposed exclusion cannot take part in this vote.

Article 8

Any member group of the Federation may withdraw on the condition that it notifies the chairman of the Council before June 30, the withdrawal taking effect as of January 1st of the following year. Dues will be payable for the year in progress.

Any member group withdrawing from the Federation loses all rights of recourse against the Federation and all rights to vote. It remains, nonetheless, responsible for the financial obligations undertaken by the Federation up to the time that its withdrawal becomes effective.

TITLE III - Council

Article 9

The Federation is administered by a Council composed of five delegates, each representing an active member. In addition, a co-opted EOS-member (appointed by EOS) and webmaster will sit on the council without voting rights. Each member association or group will freely designate its wishes to present as a candidate for the office of Councilor of the Federation.

The Councilors are elected for four years. They are eligible for re-election on one consecutive occasion. The GAN can vote for additional terms.

In principle the Councilors are not remunerated for their services. Their travel and operation expenses can nonetheless be reimbursed where such expenses have been incurred on behalf of the Federation and in the framework of an official assignment entrusted by the Federation. A Council member shall take office the day after the election.

Article 10

The Council is composed of a President, a Vice-President, a Secretary, a Treasurer and a Member elected as such by the Assembly.

Article 11

The President convenes the Council each time he feels it necessary.

The Council may also be called together by petition signed by two Councilors. The notice must be mailed by letter at least one month in advance. It should include an agenda. In the case of an emergency the Council may be convened by telephone or e-mail with 5 days notice.

Decisions are made by a simple majority vote. In case of a split vote, the vote of the President is decisive. Decisions are transcribed to a register of minutes and signed by the Chairman and Councilors who attended the meeting.

Copies of such decisions, signed by the Chairman or by the Vice-President, Secretary or Treasurer, serve as authentic documents before the courts and otherwise.

Three Councilors constitute a quorum. One absent Councilor can give a nominal proxy to a colleague on the Council to vote in his name.

Article 12

The President, or in his absence, the Vice-President represents the Federation in dealing with third parties, especially with institutions of the European Union, as well as before the courts and before all public and private administrations.

The Council ensures the functioning of the Federation in the sense of the aims set in this constitution, and in conformity with the decisions of the Assembly, to which it reports on its activities.

Article 13

In case of death, resignation or permanent inability of a Councilor to carry out his functions, another member of Council may take over his duties until a new Councilor is elected at the next Assembly.

TITLE IV - Auditors

Article 14

The Assembly may appoint two auditors for two years. The two auditors should be delegates and of two different nationalities. They cannot be chosen from the Councilors.

They will present to the Assembly a report on the accounts and the financial operations of the past financial year, as well as the situation of the Federation at the closing of said financial year.

TITLE V - Assemblies

Article 15

Members of the Federation meet with their delegates upon notice sent by the Council in a Assembly at least once a year.

Extraordinary Assemblies may also be called, either by the Council or upon the request of at least two active members.

The Assembly meets at the address indicated in the notice of the meeting; such notice should indicate the day of the meeting. It should be made known to the members of the Federation at least 4 weeks before the date set for the meeting.

The Assembly, whatever its agenda, validly deliberates when half the members are present. Each member can give a mandate to another member of the federation to represent it.

In case a quorum is not reached, a second Assembly may be called, by registered letters, with the same agenda, within a maximum period of two months following the meeting of the Assembly which could not validly deliberate. No quorum is required in this case.

Article 16

The Assembly is composed of two delegates from each member. An attendance list has to be drawn up and signed by the delegates. Only active members are entitled to vote.

Each active member has only one vote, irrespective of the number of delegates present at the Assembly.

The Assembly is conducted by the President or by the Vice-President, or, if they are unable to do so, by a delegate elected as Chairman by the Assembly. It appoints two of its delegates to supervise the voting.

Minutes of the sessions are drawn up, and sent out, within 6 months of the meeting, to all members of the Federation.

Article 17

The Assembly deliberates:

1. on the report of the Council describing the activities of the Federation during the year just ended,
2. on the balance sheet of the financial year just ended, on the accounts of the current year, and on the draft budget for the following year,
3. on the report of the Auditors, after they have examined the accounts of the Treasurer,
4. on the discharge of the Council regarding the responsibilities concerning the accounts of the past financial year,
5. on the admission of new members or their expulsion.

The Assembly provides for the accession and replacement of Councilors and Auditors. The Assembly makes all decisions concerning the general activities of the Federation.

Article 18

The decisions are made, unless this Constitution and Bylaws provides otherwise, by a simple majority vote of present and voting members.

In case of a split vote, the vote of the President is decisive.

TITLE VI - Finances

Article 19

The Council assures that regular accounts are kept of the receipts and expenditures of the Federation.

The expenses of the Federation are covered by contributions of the members according to the rules specified in the Bylaws.

If additional or special expenditures must be made, they will be apportioned among members in a manner defined at the ordinary Assembly.

The financial year runs from 1st of April to March 31st.

Article 20

The resources of the Federation consist of:

- the annual contributions of its members, the subsidies and donations it may receive,
- the income from property or shares it may possess,
- the dues or fees it may receive for works or studies it has been asked to do and which concern all its members.

Article 21

Expenditures are sanctioned by the President, or by the Treasurer.

The contributions are collected each year by the Treasurer. If after two reminders, the second of which by registered letter, the association or group does not pay its subscriptions within two weeks, it is expelled from the Federation by the Council, pending an appeal before the Assembly.

TITLE VII – Amendments in the Constitution and Bylaws

Article 22

The Council or at least 3 Active Members can make proposals for amendments in the Constitutions and Bylaws. Proposals should be distributed together with the Agenda for the General Assembly Meeting.

Decisions on amendments in the Constitution and/or Bylaws need a two-third-majority vote of the Assembly to become effective.

TITLE VIII - Dissolution

Article 23

If the number of countries represented in the Federation is reduced to three, the Federation will be dissolved.

Article 24

In the case of dissolution for the reason set out in article 23 or for any other reason, the Assembly appoints, by simple majority, one or several commissioners charged with liquidating the Federation property.

After payment of the charges and the liquidation expenses, the net assets will be given to one or several international charitable organizations of a dental nature.

TITLE IX - Final Provisions

Article 25

Any fundamental disagreement between the Federation and one or more members, concerning or resulting from the constitution of the Federation, will ultimately be decided by arbitration. Each party will appoint its arbitrator; the two arbitrators will name a third one.

In case they are unable to agree upon the appointment of this third arbitrator, the latter shall be designated, upon the request of the first party to act, by the President of the Commission of the European Union designated according to article 161 of the Treaty of Rome.

The arbitrators will render their decision within 3 months of the appointment of the third arbitrator.

Settlement will take place by arbitration or according to the principles of French law.

Article 26

Bylaws will be formulated at a later date according to the need and activities of the Federation.

Article 27

These Bylaws are drafted in English and French, the only official languages for documents. "Orthodontics" as written in these regulations is understood to mean the following terms:

"Jaw Orthopedics"
"Orthopédie Dento-Faciale"
"Orthopédie Dento-Maxille Faciale"
"Kieferorthopädie"
"Dento-Maxillaire Orthopaedie"
"Ortognatodonzia"
"Kjeveortopedi"
"Områdetandreglering"
"Orqodontikh"

as well as other similar terms.

Article 28

The Federation will request the authorizations of the French Ministry of the Interior, in conformity with Article 22 of the law of July 1, 1901 (Decrees of April 12, 1939) and will make all deposits and carry out all legal formalities.

The bearer of a copy of these regulations is invested with all powers to this effect from the present time.

The founding members of the Federation were:

Societe Belge d'Orthodontic-Belgische Vereniging Voor Orthodontie
Foreningen af Specialtandlaeger i Orthodonti
Syndicat des Specialistes Francais en Orthopedie Dento-Faciale
Berufsverband der Deutschen Kieferorthopaden
British Association of Orthodontists
Nederlandse Vereniging van Specialisten in de Dento-Maxillaire Orthopaedie
Syndacato Unitario Specialisti on Ortognatodonzia
Orthodontic Group of the Irish Dental Association

Last amended by votes in GAMs June 6th 2017, June 18th 2019, June 10th 2020