

THE ROYAL COLLEGE OF PATHOLOGISTS OF AUSTRALASIA

BY-LAWS OF THE FACULTY OF ORAL AND MAXILLOFACIAL PATHOLOGY

NOVEMBER 2013

These by-laws replace the by-laws pursuant to article 57c of the original Articles of Association of the College pertaining to the establishment, objects and purposes of the Faculty of Oral and Maxillofacial Pathology

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By-laws Pursuant to Rule 17 Pertaining to the Establishment of The Faculty of Oral and Maxillofacial Pathology

INTRODUCTORY MATTERS

1 Establishment of the Faculty of Oral and Maxillofacial Pathology

- 1.1 The Faculty of Oral and Maxillofacial Pathology ("**Faculty**") is established as a faculty of The Royal College of Pathologists of Australasia ("**College**") pursuant to Rules 17 and 19 of the Constitution.
- 1.2 This By-Laws replaces any by-laws for the Faculty published prior to 21 November 2013 which are hereby revoked.

2 Interpretation

- 2.1 In these By-laws unless the context otherwise indicates, capitalised terms have the following meaning:
 - (1) "**BEA**" means the Board of Education and Assessment;
 - (2) "**By-laws**" means the By-laws contained in this By-Laws as amended from time to time;
 - (3) The Board of Directors means the Board of the College;
 - (4) "**Constitution**" means the Constitution of the College;
 - (5) "**Corporations Act**" means the *Corporations Act 2001 (Cth)*;
 - (6) "**Faculty Committee**" means the governing body of the Faculty;
 - (7) "**Faculty Chairperson**" means the Fellow appointed in accordance with Article 90.1(3) of the College Constitution "**Faculty Honorary Secretary**" means the Fellow appointed in accordance **with By-law 45.1(3)**;
 - (8) "**Faculty Vice-Chairperson**" means the Fellow appointed in accordance with By-law 45.1(2);
 - (9) "**Fellow of the Faculty**" and "**Fellow**" mean a person admitted as a member of the Faculty, either as a Fellow or a Fellow (Forensic Odontology), pursuant to these By-laws;
 - (10) "**Fellow**" means a Fellow admitted as a member of the Faculty pursuant to By-law 7.2;
 - (11) "**Fellow (Forensic Odontology)**" means a Fellow admitted as a member of the Faculty pursuant to By-law 7.3;

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- (12) **“FO Sub-Committee”** means the Sub-Committee of the Faculty formed under By-law 54 which relates to Forensic Odontology;
 - (13) **“FO Sub-Committee Chairperson”** means the Fellow appointed in accordance with rule 17.1(1) of Schedule 1 of these By-laws;
 - (14) **“Oral and Maxillofacial Pathology”** means the branch of [pathology] that deals with the nature of diseases affecting the oral, maxillofacial and adjacent regions;
 - (15) **“Forensic Odontology”** means the branch of dentistry that is involved with the examination and evaluation of dental evidence, which may then be presented in the interests of justice;
 - (16) **“Region”** means each State and Territory of Australia and any other region in or out of Australia designated by the College Council;
 - (17) a reference to a statute, ordinance, code or other law includes regulations and other instruments under it and consolidations, amendments, re-enactments or replacements of any of them;
 - (18) headings are inserted for convenience and do not affect the interpretation of these By-laws; and
 - (19) words importing only the masculine gender must include the feminine gender and vice versa.

3 Office of the Faculty

- 3.1 The office of the Faculty will be situated at the premises of the College or at such other place as the Board of Directors directs.

4 Purpose of Faculty

- 4.1 The Faculty is established for the following objects and purposes:
 - (1) to promote the study of, and the advancement of, knowledge in the field of Oral and Maxillofacial Pathology and Forensic Odontology;
 - (2) to promote and encourage high levels of skill and expertise and high ethical standards in the practice of Oral and Maxillofacial Pathology and Forensic Odontology;
 - (3) to be responsible for and advise the College Board of Directors on matters relating to Oral and Maxillofacial Pathology and Forensic Odontology curriculum, accreditation, training and assessment;
 - (4) to act as an authoritative body and advise the Board of Directors for the purpose of consultation on matters of educational or public interest in

connection with the field of Oral and Maxillofacial Pathology and Forensic Odontology;

- (5) to foster collaboration with other health professionals to further or advance knowledge in the field of Oral and Maxillofacial Pathology and Forensic Odontology; and
- (6) to encourage research in matters connected with the field of Oral and Maxillofacial Pathology and Forensic Odontology.

5 Powers of the Faculty

- 5.1 Subject to By-law 5.2, the Faculty may do anything in relation to Oral and Maxillofacial Pathology or Forensic Odontology to further its objects and purposes which the College is able to do pursuant to its Constitution.
- 5.2 Despite any other provision contained in these By-laws:
 - (1) the Faculty must not do anything which the College is not authorised or empowered to do by any law or its Constitution;
 - (2) the Faculty may only take actions which are consistent with its objects and purposes;
 - (3) these By-laws must not be taken to confer any powers on the Faculty in excess of the powers of the College;
 - (4) the Faculty must not incur any liabilities or obligations, actual or contingent, without the prior written consent of the Board of Directors;
 - (5) the Faculty and the Faculty Committee must act in accordance with any directions of the Board of Directors; and
 - (6) these By-laws do not limit the power of the Board of Directors.

6 Relationship with the College

- 6.1 Every Fellow of the Faculty [is a member of the College] and is bound by:
 - (1) the Constitution;
 - (2) these By-laws; and
 - (3) any rules made by the Faculty Committee and approved by the Board of Directors from time to time.

FELLOWSHIP OF THE FACULTY

7 Eligibility for Fellowship of the Faculty

7.1 Subject to By-law **Error! Reference source not found.**, a person is not eligible to be admitted as a Fellow of the Faculty unless:

- (1) that person:
 - (a)
 - (i) is a registered dental or medical practitioner of a State or Territory of Australia, or of New Zealand or Hong Kong, Singapore or Malaysia and is entitled to practise dentistry or medicine in his or her country of domicile; and
 - (ii) holds a dental or medical qualification regarded as satisfactory by the Board of Directors; or
 - (b) is a Fellow of the College with a special interest in Oral and Maxillofacial Pathology or Forensic Odontology; and
- (2) that person satisfies any other terms and conditions prescribed by the Board of Directors pursuant to By-laws 7.2 and 7.3.

7.2 The Faculty Committee in collaboration with the Board of Education and Assessment will prescribe the terms and conditions with which a person must comply in order to be eligible to be admitted as a Fellow of the Faculty, including terms and conditions relating to:

- (1) exemptions;
- (2) curriculum;
- (3) accreditation;
- (4) training;
- (5) examination components; and
- (6) assessments.

7.3 The Subcommittee in collaboration with the Board of Education and Assessment will prescribe the terms and conditions with which a person must comply in order to be eligible to be admitted as a Fellow (Forensic Odontology) of the Faculty, including terms and conditions relating to:

- (1) exemptions;
- (2) curriculum;
- (3) accreditation;
- (4) training;

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- (5) examination components; and
 - (6) assessments
- 7.4 The FO Subcommittee Chairperson, on behalf of the FO Subcommittee, will make recommendations to the Faculty Committee as to suitability of a Candidate for admission as a Fellow (Forensic Odontology).
- 7.5 The Faculty Chairperson, on behalf of the Faculty Committee, will make recommendations through the Board of Education and Assessment to the Board of Directors as to suitability of a Candidate for admission as a Fellow or Fellow (Forensic Odontology).

ADMISSION TO FELLOWSHIP OF THE FACULTY

8 Applications for Fellowship of the Faculty

- 8.1 A person seeking to become a Fellow or Fellow (Forensic Odontology) of the Faculty of Oral and Maxillofacial Pathology should apply to the Board of Education and Assessment in line with normal Board of Education and Assessment procedures.
- 8.2 On receipt of an application for Fellowship or Fellowship (Forensic Odontology) of the Faculty, the Chair of the Board of Education and Assessment will liaise with the Faculty Chairperson.
- 8.3 On receipt of an application for Fellowship of the Faculty (Forensic Odontology), the Faculty Chairperson will liaise with the FO Sub-Committee Chairperson.

9 Decision by the Board of Directors on Admission as a Fellow of the Faculty

- 9.1 If the Faculty Committee or the BEA has recommended that the College Board of Directors approve an application by a person to be admitted as a Fellow of the Faculty, the College Board of Directors must determine whether to admit or reject the applicant as a Fellow of the Faculty:
- (1) at the next meeting of the Board of Directors; or
 - (2) within 6 months after the receipt of any application,
- whichever is the earlier.
- 9.2 Immediately following a decision of the Board of Directors to admit or reject an applicant as a Fellow of the Faculty:
- (1) the Board of Directors must immediately inform the Faculty Committee of its decision; and

(2) The Board of Directors, through the Registrar of the BEA, must send to the applicant:

- (a) where the Board of Directors has determined to admit the applicant as a Fellow of the Faculty, written notice of his or her admittance subject to payment of his or her entrance fee and first annual subscription; or
- (b) where the Board of Directors has determined to reject the applicant as a Fellow of the Faculty, written notice of his or her rejection.

9.3 All proceedings in relation to the admission of an applicant as a Fellow of the Faculty must be strictly confidential.

9.4 Regardless of anything to the contrary in these By-laws, an applicant must not be admitted as a Fellow of the Faculty, until the applicant has paid his or her

- (1) entrance fee; and
- (2) first annual subscription.

10 Rights and Privileges of Fellow

10.1 Fellows of the Faculty are entitled to attend and vote at general meetings of the Faculty and to vote in elections for the Faculty Committee.

10.2 Fellows of the Faculty are entitled to be elected to the Faculty Committee.

10.3 Every Fellow, as long as he or she remains a Fellow of the Faculty, is entitled to describe himself or herself as a Fellow of the Faculty of Oral and Maxillofacial Pathology or FFOMP (RCPA).

10.4 The rights and privileges of every Fellow of the Faculty are personal to himself or herself and may not be transferred or transmitted.

11 Rights and Privileges of Fellow (Forensic Odontology)

11.1 Fellows (Forensic Odontology) of the Faculty are entitled to attend and vote at general meetings of the Faculty and to vote in elections for the FO Sub-Committee.

11.2 Fellows (Forensic Odontology) of the Faculty are entitled to be elected to the FO Sub-Committee.

11.3 Fellows (Forensic Odontology) of the Faculty are entitled to be appointed to the Faculty Committee in accordance with By-law 34.2.

11.4 Every Fellow (Forensic Odontology), as long as he or she remains a Fellow of the Faculty, is entitled to describe himself or herself as a Fellow of the Faculty of Oral and Maxillofacial Pathology or "FFOMP (Forensic Odontology) (RCPA)".

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- 11.5 The rights and privileges of every Fellow (Forensic Odontology) of the Faculty are personal to himself or herself and may not be transferred or transmitted.

12 Fees and Subscriptions

- 12.1 The entrance fee and annual subscription payable by Fellows of the Faculty will be:
- (1) such amounts prescribed by the Board of Directors from time to time; and
 - (2) payable to the College.
- 12.2 Any fee or subscription from time to time payable by a Fellow pursuant to this By-law 12 must not exceed the fee or the subscription payable at that time by a Fellow of the College.
- 12.3 All annual subscriptions will become due and payable in advance In accordance with the College's terms.
- 12.4 If the subscription of a Fellow of the Faculty remains unpaid for a period of 2 calendar months after it becomes due then:
- (1) the Fellow may, after notice of the default has been sent to him by the College, be debarred by resolution of the Faculty Committee from all privileges of Fellowship, provided that;
 - (2) the Faculty Committee may reinstate the member on payment of arrears in line with College policy if the Faculty Committee thinks fit to do so.
- 12.5 Release or Remission of Fees in Certain Cases

Rule 24 of the College Constitution allows:

- (1) Any Fellow who has retired from professional practice may be released from further payment of annual subscriptions and levies by written application and at the discretion of the Board of Directors (and in the case of a Fellow who has so retired then upon such terms and conditions and for such time as the Board of Directors sees fit).
- (2) The Board of Directors may in its discretion after written application waive the whole or any part of the annual subscription which would otherwise be payable by a member of the College who is resident for any period longer than one year outside Australasia.
- (3) The Board of Directors may in its discretion waive the whole or any part of the Annual subscription which would otherwise be payable by a Fellow who in the opinion of the Board of Directors is suffering from financial hardship or in such other circumstances as the Board of Directors considers appropriate and upon such terms and conditions and for such time as the Board of Directors sees fit.

TERMINATION OF FELLOWSHIP

13 Resignation of Fellowship

- 13.1 A Fellow of the Faculty may at any time resign his or her Fellowship by giving notice in writing to the Faculty Honorary Secretary.

14 Termination of Fellowship of Faculty for cause

- 14.1 If any Fellow of the Faculty:

- (1) wilfully refuses or neglects to comply with the provisions of the Constitution or these By-laws; or
- (2) is guilty of any conduct which in the opinion of the Faculty Committee is prejudicial to the interests of the Faculty,

the Faculty Committee may, by resolution passed by at least two-thirds of the members of the Faculty Committee or their substitutes, recommend to the Board of Directors that the Board of Directors censure, fine, suspend or expel the Fellow from the Faculty, and the Board of Directors may take such action.

- 14.2 At least 28 days prior to the meeting of the Faculty Committee at which a resolution referred to in By-law 14.1 is to be presented, the Faculty Honorary Secretary must serve on the Fellow to whom the resolution relates, a notice which sets out:

- (1) the date and time of the meeting;
- (2) the location of the meeting;
- (3) the allegations to be raised at the meeting;
- (4) any proposed resolution to be put to the meeting;
- (5) the right of the Fellow to be heard at the meeting pursuant to By-law 14.5; and
- (6) the right of the Fellow to elect to have the matter dealt with by the Faculty in general meeting.

- 14.3 If a Fellow of the Faculty receives a notice pursuant to By-law 14.2, the Fellow may, by notice in writing lodged with the Faculty Honorary Secretary at least 7 days prior to the proposed date for the Faculty Committee meeting at which the matter is to be considered, elect to have the matter dealt with by the Faculty in general meeting.

- 14.4 If, pursuant to By-law 14.3, a Fellow of the Faculty elects to have a matter dealt with by the Faculty in general meeting, an extraordinary general meeting of the Faculty must be called for that purpose. At that meeting the Faculty may, by resolution passed by at least two-thirds of the Fellows of the Faculty or their substitutes, decide to recommend to the Board of Directors to censure, fine, suspend or expel the Fellow from the Faculty.

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- 14.5 If the Faculty Committee or the Faculty holds a meeting at which a resolution to censure, fine, suspend or expel a Fellow from the Faculty is presented, the Fellow to whom the resolution relates must be given the opportunity of giving any explanation or defence, either orally or in writing, he or she may think fit prior to the resolution being passed.

15 Termination of membership of the College

- 15.1 In addition to the provisions contained in By-law 14, if a Fellow:
- (1) wilfully refuses or neglects to comply with the Constitution or these By-laws; or
 - (2) is guilty of conduct prejudicial to the interests of the Faculty or the College,
- the Board of Directors may expel the Fellow from the College provided that the procedures prescribed by or pursuant to Rule 27 of the Constitution are complied with.
- 15.2 If a Fellow is expelled as a member of the College pursuant to By-law 15.1, the Fellow will automatically cease to be a Fellow of the Faculty.

16 Obligations of termination

- 16.1 If a Fellow ceases to be a Fellow of the Faculty for any reason, the Fellow:
- (1) will continue to be liable for any annual subscription and all arrears due and unpaid at the date of the Fellow ceased to be a Fellow of the Faculty and for all other monies due by him to the Faculty; and
 - (2) may be liable for any further sum not exceeding the sum for which he or she is liable as a member of the College.

GENERAL MEETINGS

17 Annual General Meetings

- 17.1 An annual general meeting must be held at least once every calendar year.

18 Extraordinary General Meetings

- 18.1 All general meetings, other than the annual general meetings, will be called extraordinary general meetings.
- 18.2 The Faculty Committee may, whenever it thinks fit, convene an extraordinary general meeting.

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- 18.3 The Faculty Committee must convene an extraordinary general meeting upon receiving a written requisition signed by not less than 10% of the total number of Fellows of the Faculty entitled to vote, provided that such requisition is made in accordance with any rules prescribed by the Faculty Committee.

19 Notice of Meetings

- 19.1 At least 28 days prior to any general meeting, the Faculty Committee must serve on all of the Fellows of the Faculty entitled to attend and vote at the meeting, a notice which sets out:
- (1) the date and time of the meeting;
 - (2) the location of the meeting; and
 - (3) the general nature of any business to be considered at that meeting.

20 Quorum

- 20.1 The quorum for a general meeting of the Faculty is four Fellows entitled to vote (or such greater number as may be prescribed by the Faculty Committee) present in person, one of whom must be a Fellow (Forensic Odontology), and the quorum must be present at all times during the meeting.
- 20.2 In determining whether a quorum is present, individuals attending as proxies are counted. If an individual is attending both as a Fellow and as a proxy, the individual is only counted once.
- 20.3 If a quorum is not present within thirty minutes from the time of the meeting set out in the notice of the meeting:
- (1) where the meeting was convened upon the requisition of members, the meeting is dissolved; or
 - (2) in any other case the meeting will stand adjourned to the following day at the same time and place.
- 20.4 If a quorum is not present at the resumed meeting within thirty minutes from the time for the meeting, the members present will be a quorum.

21 Chairperson

- 21.1 The Faculty Chairperson must preside as chairperson at every general meeting of the Faculty.
- 21.2 If there is no Faculty Chairperson, or if the Faculty Chairperson is not present or is unwilling to act, then the Faculty Vice-Chairperson must preside as chairperson.

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- 21.3 If there is no Faculty Vice-Chairperson or if the Faculty Vice-Chairperson is not present or is unwilling to act, then the Fellows present must elect one of their number to be chairperson of the meeting.

PROXIES

22 Who Can Appoint a Proxy

- 22.1 A Fellow who is entitled to attend and cast a vote at a general meeting of the Faculty may appoint a person as the Fellow's proxy to attend and vote for the Fellow at the meeting. The proxy does not need to be a Fellow.

23 Rights of Proxies

- 23.1 A proxy appointed to attend and vote for a Fellow has the same rights as the Fellow:
- (1) to speak at the meeting;
 - (2) to vote (but only to the extent allowed by the appointment); and
 - (3) to join in a demand for a poll.
- 23.2 If a proxy is only for a single meeting it may be used at any postponement or adjournment of that meeting, unless the proxy states otherwise.
- 23.3 A proxy's authority to speak and vote for a Fellow at a meeting is suspended while the Fellow is present at the meeting.
- 23.4 A proxy may be revoked at any time by notice in writing to the College.

24 Appointing a Proxy

- 24.1 An appointment of a proxy is valid if it is signed by the Fellow making the appointment and contains the following information:
- (1) the Fellow's name and address;
 - (2) the Faculty's name;
 - (3) the proxy's name or the name of the office held by the proxy; and
 - (4) the meetings at which the appointment may be used.
- 24.2 An undated appointment is taken to have been dated on the day it is given to the Faculty.
- 24.3 An appointment may specify the way the proxy is to vote on a particular resolution.

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- 24.4 An appointment does not have to be witnessed.
- 24.5 A later appointment revokes an earlier one if both appointments could not be validly exercised at the meeting.

25 Form of Proxy

- 25.1 An instrument appointing a proxy may be in the following form or in a form that is as similar to the following form as the circumstances allow:

The Faculty of Oral and Maxillofacial Pathology

I, _____ of _____ being
a Fellow of the Faculty of Oral and Maxillofacial Pathology ("**Faculty**") hereby appoint
_____ of _____ or failing
him/her _____ of _____ as
my proxy to vote for me on my behalf at the *annual/*extraordinary general meeting of
the Faculty, to be held on the day of (year) and at any adjournment thereof.

My proxy is hereby authorised to vote *in favour/*against/*as he or she thinks fit in
respect of the following proposed resolutions:

Signed this _____ day of _____ (year)

**Strike out whichever is inapplicable.*

26 Receipt of Proxy Documents

- 26.1 For an appointment of a proxy for a general meeting of the Faculty to be effective, the instrument appointing the proxy must be:
- (1) addressed to "The Faculty Honorary Secretary, the Faculty of Oral and Maxillofacial Pathology"; and
 - (2) deposited at the registered office of the College at least 24 hours before the meeting.
- 26.2 If a general meeting of the Faculty has been adjourned, an appointment received by the Faculty at least 24 hours before the resumption of the meeting is effective for the resumed part of the meeting.

27 Validity of Proxy Vote

- 27.1 A proxy who is not entitled to vote on a resolution as a Fellow, may vote as a proxy for another Fellow who can vote, if the appointment specifies the way the proxy is to vote on the resolution and the proxy votes that way.
- 27.2 A vote cast by a proxy is valid although, before the proxy votes:

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- (1) the appointing Fellow dies;
 - (2) the Fellow is mentally incapacitated;
 - (3) the Fellow revokes the proxy's appointment; or
 - (4) the Fellow revokes the authority under which the proxy was appointed by a 3rd party,

unless the Faculty receives written notice of that event before the start or resumption of the meeting at which the proxy votes.

VOTING AT MEETINGS OF FELLOWS

28 Voting Entitlements

- 28.1 At any general meeting of the Faculty, each Fellow present has 1 vote on a show of hands and on a poll. The vote may be exercised in person or by proxy.
- 28.2 No Fellow will be entitled to vote at any general meeting while any sum of money remains due and payable at the date of the meeting by that member of the Faculty and the vote of any such member must not be counted.

29 How Voting is Carried Out

- 29.1 At any general meeting of the Faculty a resolution put to the vote of the meeting must be decided on a show of hands unless a poll is demanded.
- 29.2 On a show of hands, a declaration by the chairperson is conclusive evidence of the result. Neither the chairperson nor the minutes need to state the number or proportion of the votes recorded in favour or against.

30 Matters on Which a Poll May Be Demanded

- 30.1 A poll may be demanded on any resolution.
- 30.2 A demand for a poll may be withdrawn.

31 When a Poll is Effectively Demanded

- 31.1 At a meeting of the Faculty, a poll may be demanded by:
 - (1) the chairperson; or
 - (2) by at least 10% of the Fellows entitled to vote who are present in person or by proxy.

31.2 The poll may be demanded:

- (1) before a vote is taken;
- (2) before the voting results on a show of hands are declared; or
- (3) immediately after the voting results on a show of hands are declared.

32 When and How Polls Must Be Taken

- 32.1 A poll demanded on a matter other than the election of a chairperson under By-law 21.3 or the question of an adjournment, must be taken when and in the manner the chairperson directs.
- 32.2 A poll on the election of a chairperson under By-law 21.3 or on the question of an adjournment must be taken immediately.
- 32.3 The demand for a poll does not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.
- 32.4 The result of the poll is the resolution of the meeting at which the poll was demanded.

33 Chairperson's Casting Vote

- 33.1 In the case of an equality of votes, whether on a show of hands or on a poll, the chairperson of the meeting has a casting vote in addition to any vote he or she may have in his or her capacity as a Fellow or proxy.
- 33.2 The chairperson has discretion both as to the use of the casting vote and as to the way in which it is used.

GOVERNING BODY OF THE FACULTY

34 Faculty Committee

- 34.1 The governing body of the Faculty will be the Faculty Committee.
- 34.2 With the exception of the first Faculty Committee, the Faculty Committee will consist of:
- (1) six Fellows, elected by the Fellows of the Faculty in accordance with these By-laws;
 - (2) at least one member of the FO Sub-Committee, nominated by the Sub-Committee of the Faculty in accordance with these By-laws];

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- (3) temporary members (if any) appointed pursuant to By-law 43 during the period of their appointment; and
 - (4) those persons appointed by the Board of Directors pursuant to By-law 44.1.

35 Qualifications for Member of Faculty Committee

- 35.1 Subject to By-law 44.1, a person may not be a member of the Faculty Committee unless that person is a Fellow of the Faculty.

36 Election of Faculty Committee Members

- 36.1 At the first annual general meeting of the Faculty and at every annual general meeting thereafter (unless no members of the Faculty Committee are to be re-elected in that year), the members of the Faculty Committee referred to in By-law 34.2(1) [and By-law 34.2(2)] (excluding those members whose terms referred to in By-law 36.2 have not expired) must be elected from among the Fellows of the Faculty.
- 36.2 Each Faculty Committee member elected pursuant to By-law 36.1 is entitled to act as a Faculty Committee member, subject to these By-laws, for a term of 2 years.

37 Retirement of Members of the Faculty Committee

- 37.1 No member elected pursuant to By-law 36.1 may continue as a member of the Faculty Committee for more than six consecutive annual general meetings (3 terms) following his or her first appointment.

38 Nomination for Election

- 38.1 Each candidate for election as a member of the Faculty Committee must be nominated by at least two Fellows of the Faculty and must confirm in writing his or her acceptance of nomination.
- 38.2 A nomination of a candidate for election must:
 - (1) be in writing;
 - (2) be signed by the candidate; and
 - (3) be signed by the two Fellows nominating the candidate.
- 38.3 The nomination must be lodged with the Faculty Honorary Secretary or forwarded to him or her by post so as to reach him or her at least 2 months before the annual general meeting at which the election will take place.

39 Election Procedure (where number of candidates is equal to or less than number of vacancies)

- 39.1 If the number of candidates for election as members of the Faculty Committee is equal to or less than the number of vacancies on the Faculty Committee, the chairperson of the annual general meeting must declare those candidates to be duly elected as members of the Faculty Committee.

40 Election Procedure (where number of candidates is greater than number of vacancies)

- 40.1 If the number of candidates for election as members of the Faculty Committee exceeds the number of vacancies on the Faculty Committee, a ballot must be held for the election of the candidates.
- 40.2 If a ballot is required, ballot papers must be prepared listing the names of the candidates only in alphabetical order and must be forwarded to each member of the Faculty who is entitled to vote at least 1 month before the annual general meeting at which the election will take place.
- 40.3 Each Fellow entitled to vote is entitled to vote for any number of such candidates not exceeding the number of vacancies and no member may give more than one vote to any one candidate.
- 40.4 Voting papers must be filled in and addressed to the "Faculty Honorary Secretary, The Faculty of Oral and Maxillofacial Pathology" and deposited at the registered office of the College or such other place as is specified for that purpose on the ballot paper and must reach that place at least 72 hours before the annual general meeting at which the election will take place. No voting paper received after this time will be valid.
- 40.5 Two Fellows nominated by the Faculty Committee shall act as scrutineers and any voting paper adjudged and agreed upon by them in consultation to be improperly or incorrectly filled in will be invalid and must not be counted provided that no such Fellow shall act as a scrutineer at any election to an office or position for which he or she is a candidate or for which he or she has nominated or seconded a candidate.
- 40.6 The candidates who receive the most votes must be declared elected at the annual general meeting and in the event that insufficient vacancies remain and two or more candidates receive an equal number of votes, the candidate or candidates to be elected must be chosen by lot at the annual general meeting.

41 Appointments to Fill Casual Vacancies

- 41.1 The Faculty Committee may, at any time, appoint any Fellow of the Faculty to the Faculty Committee to fill a casual vacancy on the Faculty Committee. Any person appointed to fill that vacancy must hold office for such time only as the member whose place he or she fills would have held office until the next annual general meeting.

42 Appointment of Substitute Committee Members

- 42.1 The Faculty Committee may, at any time, appoint any Fellow of the Faculty to the Faculty Committee to act as a substitute committee member where a member (**substituted member**) of the Faculty Committee is unable to attend meetings of the Faculty Committee for any reason.
- 42.2 A substitute committee member's appointment will only be effective for such period during which the substituted member is unable to attend meetings of the Faculty Committee.
- 42.3 A substitute committee member has all the rights and powers of the substituted member and will only vacate his or her office if and when:
- (1) the substituted member is able to or informs the Faculty Chairperson of his or her ability to resume attendance at the Faculty Committee; or
 - (2) the substituted member vacates his or her office.

43 Appointment of Temporary Committee Members

- 43.1 The Faculty Committee may, at any time, appoint any Fellow of the Faculty to the Faculty Committee to act as a temporary committee member in addition to the existing members of the Faculty Committee.
- 43.2 The Faculty Committee may appoint no more than two Fellows to be temporary members of the Faculty Committee for such period (which may be a fixed term or until the happening of some specified event) as the Faculty Committee determines. When this period expires, those members must cease to be members of the Faculty Committee unless their appointment is extended by an ordinary resolution of the Faculty Committee.

44 Appointments by the College

- 44.1 The President of the College (or a nominee of the President) and, at the Board of Directors' discretion, one other person nominated by the Board of Directors may be members of the Faculty Committee for such period as the Board of Directors in its absolute discretion determines.
- 44.2 A person appointed to the Faculty Committee pursuant to By-law 44.1, need not be a Fellow of the Faculty and must have all the rights, powers and privileges of a member of the Faculty Committee. The provisions of By-law 53.3(7) will not apply to these persons.

45 Executive Officers

- 45.1 The Faculty Committee must appoint from amongst the Fellows of the Faculty elected pursuant to By-law 34.2(1) the following officers:

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- (1) the Faculty Chairperson;
 - (2) the Faculty Vice-Chairperson; and
 - (3) the Faculty Honorary Secretary.
- 45.2 A person may be appointed to more than one office provided that no person may hold at the onetime both the office of Faculty Chairperson and Faculty Honorary Secretary.
- 45.3 The officers described in By-law 45.1 must be appointed at the first annual general meeting of the Faculty (unless no officers of the Faculty Committee are to be appointed in that year) and at every annual general meeting thereafter.
- 45.4 An officer holds office until the termination of his or her appointment at an annual general meeting in accordance with By-laws 36 and 37.
- 45.5 All officers will be eligible for reappointment to any office except the Faculty Chairperson who may only hold office as Faculty Chairperson for two consecutive annual general meetings following his or her first appointment as Faculty Chairperson.

46 Powers and Duties of the Faculty Committee

- 46.1 Subject to these By-laws, Constitution and any law, the business of the Faculty will be managed by the Faculty Committee which may exercise all such powers of the Faculty which are not required to be exercised by the Faculty in general meeting, including exercising all the powers of the Faculty to put into effect and to promote the educational aims of the Faculty for the benefit of the Fellows of the Faculty and members of the public.
- 46.2 The Faculty Committee will be responsible for the following for its members:
- (1) education;
 - (2) exemptions;
 - (3) curriculum;
 - (4) accreditation;
 - (5) training;
 - (6) examination components; and
 - (7) assessment.
- 46.3 No resolution made by the Faculty in general meeting will invalidate any prior act of the Faculty Committee which would have been valid if that resolution had not been passed or made.

MEETINGS OF FACULTY COMMITTEE

47 Meetings

- 47.1 The Faculty Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- 47.2 The Faculty Chairperson may at any time summon a meeting of the Faculty Committee.
- 47.3 Subject to these By-laws, questions arising at any meeting of the Faculty Committee must be decided by a majority of votes of the persons present at that meeting.
- 47.4 In case of equality of votes, the chairperson of the meeting has a second or casting vote.
- 47.5 Subject to By-law 53.3(8), a member of the Faculty Committee must not vote in respect of any matter relating to any contract or proposed contract with the Faculty in which he or she is interested, and if he or she does so vote, his or her vote must not be counted.

48 Quorum for Meetings of the Faculty Committee

- 48.1 The quorum for a meeting of the Faculty Committee is four members of the Faculty Committee one of whom must be a Fellow (Forensic Odontology)](or such greater number as may be determined by the Faculty Committee) and the quorum must be present at all times during the meeting.
- 48.2 If the number of members of the Faculty Committee is below the number required to constitute a quorum under By-law 48.1, the continuing members of the Faculty Committee may act for the purpose of:
 - (1) increasing the number of members of the Faculty Committee to that number; or
 - (2) summoning a general meeting of the Faculty,but for no other purpose.
- 48.3 If a quorum is not present within thirty minutes from the time for the meeting, the meeting will stand adjourned to the following day at the same time and place.
- 48.4 If a quorum is not present at the resumed meeting within thirty minutes from the time for the meeting, the members present will be a quorum.

49 Chairperson of Faculty Committee Meetings

- 49.1 The Faculty Chairperson must preside at every meeting of the Faculty Committee.

49.2 If:

- (1) there is no Faculty Chairperson; or
- (2) at any meeting he or she is not present within a reasonable time (as determined by a simple majority of members of the Faculty Committee present at that meeting) after the time appointed for holding the meeting,

the Faculty Vice-Chairperson must be chairperson or if the Faculty Vice-Chairperson is not present at the meeting, then the members may choose one of their number to be chairperson of the meeting.

50 Minutes

50.1 The Faculty Committee must cause minutes to be made:

- (1) of all appointments of officers;
- (2) of names of members of the Faculty Committee present at all meetings of the Faculty and of the Faculty Committee; and
- (3) of all proceedings at all meetings of the Faculty, the Faculty Committee and any other body established pursuant to these By-laws.

50.2 The minutes should be signed by the chairperson of the meeting after confirmation at the next relevant meeting.

51 Written resolutions

51.1 A resolution in writing signed by all the members of the Faculty Committee for the time being entitled to receive a notice of a meeting of the Faculty Committee will be as valid and effectual as if it had been passed at a meeting of the Faculty Committee duly convened and held.

51.2 Any written resolution may consist of several documents in like form, each signed by one or more members of the Faculty Committee.

52 Acts of Faculty Committee Effective

52.1 All acts done by the Faculty Committee or by any member of or person acting as a member of the Faculty Committee will be as valid as if every such person had been duly appointed and was qualified to be a member of the Faculty Committee, notwithstanding:

- (1) that it is afterwards discovered that there were some defects in the appointment of any such member of the Faculty Committee or person acting as a member of the Faculty Committee; or
- (2) that the members of the Faculty Committee or any of them were disqualified.

TERMINATION OF MEMBERSHIP OF FACULTY COMMITTEE

53 Termination of Membership of Faculty Committee

- 53.1 The Faculty may at any general meeting:
- (1) remove any office-bearer or other member of the Faculty Committee (other than a member appointed pursuant to By-law 44.1) by ordinary resolution before the expiration of his or her period of office; and
 - (2) appoint another person in his or her stead by ordinary resolution;
- 53.2 A person appointed pursuant to By-law 53.1(2) will hold office only until the following annual general meeting.
- 53.3 The office of a member of the Faculty Committee will become vacant if the member:
- (1) becomes bankrupt or makes any arrangement or composition with his or her creditors generally;
 - (2) becomes prohibited from being a director of any company by reason of the Corporations Act;
 - (3) ceases to be entitled to be a director of a company under the Corporations Act;
 - (4) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (5) resigns his or her office by notice in writing to the Faculty Committee;
 - (6) holds any office of profit under the Faculty;
 - (7) ceases to be a Fellow of the Faculty; or
 - (8) is directly or indirectly interested in any contract or proposed contract with the Faculty.

SUB-COMMITTEES

54 General

- 54.1 The Faculty Committee may:
- (1) appoint or revoke the appointment of any sub-committee from time to time; and
 - (2) delegate any of its powers to them and revoke such delegation as it sees fit.

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- 54.2 Any sub-committee formed pursuant to By-law 54.1 must, in the exercise of the powers delegated to it, conform to any requirements that may from time to time be imposed upon it by the Faculty Committee.
- 54.3 The Board of Directors may appoint a person to be a member of any sub-committee.
- 54.4 A sub-committee may meet and adjourn as it thinks fit and, in addition to any requirements that may be imposed upon it by the Faculty Committee, must:
- (1) cause to be prepared minutes of any meetings held by it; and
 - (2) report to the Faculty Committee from time to time as required by the Faculty Committee.
- 54.5 Each member of a sub-committee will have one vote. Questions arising at a sub-committee meeting must be determined by a majority of votes of the members present and in the case of an equality of votes the chairperson will have a second or casting vote.
- 54.6 The Faculty Chairperson must be an ex-officio member of all subcommittees.
- 54.7 The Faculty Honorary Secretary must be an ex-officio member of all subcommittees.

55 Forensic Odonology Sub-committee

- 55.1 The Faculty Committee has appointed the FO Subcommittee to be responsible for matters related to Forensic Odontology within the Faculty. The powers of the FO Subcommittee and its rules of governance are set out in Schedule 1.
- 55.2 Any determination made by the Board of Directors pursuant to By-law **Error! Reference source not found.** is not open to challenge by the Faculty, the Faculty Committee or any other body or person whatsoever.

56 First Members of the FO Sub-Committee

- 56.1 Regardless of anything to the contrary in these By-laws, the first members and office bearers of the FO Sub-Committee will be appointed by the Board of Directors. The appointees may be the holder of more than one office provided that no person may hold both the office of FO Sub-Committee Chairperson and the office of FO Sub-Committee Honorary Secretary. [Other than the requirements as to eligibility prescribed under By-law 7.3, none of the requirements prescribed by or pursuant to these By-laws as to the qualifications for membership of the Faculty apply to these persons.]
- 56.2 The Board of Directors may take into account any recommendations made by the Fellows (Forensic Odontology) in relation to the appointment of the first members and office bearers of the FO Sub-Committee and may take into account any matter whatsoever.

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- 56.3 Any determination made by the Board of Directors pursuant to By-law 56.1 is not open to challenge by the Faculty, the Faculty Committee or any other person or body whatsoever.

BOARDS

57 General

- 57.1 The Faculty Committee may appoint one or more advisory boards consisting of such member or members of the Faculty Committee as the Faculty Committee thinks fit.
- 57.2 The College Board of Directors may appoint a person to be a member of any advisory board.
- 57.3 Advisory boards must:
- (1) act in an advisory capacity; and
 - (2) conform to any requirements that may be imposed by the Faculty Committee.
- 57.4 Subject to By-law 57.3(2), an advisory board has power to appoint any member or members of the Faculty Committee to it.
- 57.5 In addition to any requirements that may be imposed upon them by the Faculty Committee, advisory boards must:
- (1) cause to be prepared minutes of any meetings held by them; and
 - (2) report to the Faculty Committee from time to time as required by the Faculty Committee.

REPORTING TO THE COLLEGE BOARD OF DIRECTORS

58 Recommendations and Reports to the Board of Directors

- 58.1 The Faculty Committee may make recommendations to the Board of Directors with respect to any matters connected with the Faculty.
- 58.2 Notwithstanding anything to the contrary in these By-laws, the Board of Directors:
- (1) need not follow the recommendations of the Faculty Committee; and
 - (2) may, in its absolute discretion, make such determinations with respect to those matters as it sees fit.
- 58.3 The Faculty Committee must report to the Board of Directors at least once every year in respect of all the business of the Faculty.

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- 58.4 The Faculty Committee must cause to be kept, and must provide to the College, all relevant details of the membership of the Faculty so as to allow the College to comply with its obligations under the Corporations Act.
- 58.5 The Faculty Committee must on request by the Board of Directors provide to the College all information necessary to allow the College to observe its obligations with respect to the keeping, preparation and auditing of accounts of the College (including, without limitation, obligations under the Corporations Act).

RULES BY THE FACULTY COMMITTEE

59 Rules by the Faculty Committee

- 59.1 Subject to these By-laws, the Faculty Committee may from time to time make, rescind or alter rules with respect to any matters in connection with these By-laws or which are otherwise authorised by the Board of Directors.
- 59.2 Any rules or alterations made pursuant to By-law 59.1, must be submitted to the Board of Directors for approval and will have no effect until they have been approved by the Board of Directors, provided that upon approval being granted, the rules or alterations will be taken to be effective immediately following their submission to the Board of Directors.
- 59.3 The Board of Directors may, in its absolute discretion, accept or reject the whole or any part of any rules or alterations which are submitted to it for approval pursuant to this By-law.
- 59.4 The approval by the Board of Directors under the terms of this By-law must not be taken in any way to authorise the Faculty Committee to act in excess of the powers otherwise conferred upon it pursuant to these By-laws.
- 59.5 The Board of Directors may require the Faculty Committee to make, rescind or alter rules with respect to any matter connected with the Faculty and immediately upon notification of this being given to the Faculty Committee, such rule or rules must be taken to be made, rescinded or altered as the case may be.
- 59.6 The Faculty Committee may publish a set of rules from time to time and arrange for the distribution of those rules to the Fellows of the Faculty. Where any rule has been rescinded or altered pursuant to this By-law, the Faculty Committee must incorporate such amendments in the next set of rules published by the Faculty Committee.

INDEMNITY

60 Indemnity

- 60.1 Subject to any provision in the Constitution and the Corporations Act, any secretary or other officer or servant of the Faculty must be indemnified by the College against

all costs, losses and expenses which any such officer or servant may incur or become liable for by reason of any contract entered into or act or deed done by him or her in the proper course of his or her duties as such officer or servant or in any way in the discharge of his or her duties including travelling expenses.

- 60.2 Subject to any provision in the Constitution and the Corporations Act, every member of the Faculty Committee and other officer for the time being of the Faculty must be indemnified out of the assets of the College against:
- (1) any liability arising out of the execution of duties of his office which is incurred by him or her in defending in proceedings, whether civil or criminal, in which judgement is given in his or her favour or in which he or she is acquitted; or
 - (2) in connection with any application under the Corporations Act in which relief is granted to him or her by the court in respect of any negligence, default, breach of duty or breach of trust.

NOTICES

61 Notices

- 61.1 Every Fellow must upon or prior to admission to the Faculty notify the Faculty Honorary Secretary of an address which must be regarded as his or her registered address.
- 61.2 A Fellow may nominate to receive notices of meetings by electronic mail by providing his or her consent in writing to the Faculty Honorary Secretary to receive such notices by electronic mail.
- 61.3 A Fellow who elects to receive notices of meetings by electronic mail in accordance with By-law 62.2 must notify the Faculty Honorary Secretary of an electronic address to which such notices will be sent.
- 61.4 A Fellow may at any time notify the Faculty in writing of another address which must be substituted for his or her registered address or another electronic address to which notices will be sent.
- 61.5 Any notice required by law or these By-laws to be given to any Fellow must be given by sending it by post to the Fellow's registered address or, in relation to notices of meetings, to the email address nominated by the Fellow.

62 Evidence of Service

- 62.1 Any notice sent by post will be deemed to have been served on the seventh day after the day it was duly posted.
- 62.2 Any notice sent by electronic mail in accordance with By-law 61.2 will be deemed to have been served on the business day after it is sent.

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- 62.3 Any notice to be sent to any Fellow whose registered address is in New Zealand, or a place outside Australasia must be sent by airmail post unless that Fellow has nominated to receive notices of meetings by electronic mail in accordance with By-law 61.2.
- 62.4 Notice of every general meeting must be given to:
- (1) every Fellow of the Faculty; and
 - (2) the Secretary/Treasurer of the College.
- 62.5 No other person will be entitled to receive notices of general meetings.
- 62.6 Any approval or other notice to be given or served under these By-laws to or on the Faculty or the Faculty Committee by the College or the Board of Directors:
- (1) may be sent by post, in which case By-law 62.1 applies;
 - (2) will be taken to be duly given or served upon delivery of such approval or other notices to the Faculty Chairperson or the Faculty Honorary Secretary; and
 - (3) may be given in writing and signed on behalf of the College or the Board of Directors by the President or the Secretary/Treasurer of the College.

REVOCAION OF POWERS AND DISCONTINUATION OR TERMINATION OF THE FACULTY

63 Amendment or Revocation of Powers and By-laws

- 63.1 The Board of Directors may, in its absolute discretion, by ordinary resolution amend, revoke or replace any or all of the powers it has delegated to the Faculty or the Faculty Committee under these By-laws or otherwise. Such amendment, revocation or replacement will take effect upon notification thereof being given to the Faculty Committee.
- 63.2 The Board of Directors may, in its absolute discretion, by ordinary resolution, from time to time for any reason whatsoever, amend, revoke or replace any or all of these By-laws. Such amendment, revocation or replacement will take effect upon notification thereof being given to the Faculty Committee.

64 Discontinuation or Termination of the Faculty

- 64.1 The Board of Directors or the College may, for any reason whatsoever, discontinue or terminate, in whole or in part, the operation of the Faculty by written notice to the Faculty Committee or the Faculty.

64.2 Such discontinuation or termination will:

- (1) take effect six months from the date of service of such notice without the need for the Board of Directors or the College to do any further act, matter or thing; and
- (2) be without prejudice to any accrued rights of the College or Board of Directors pursuant to these By-laws or otherwise.

64.3 The Board of Directors may, in its absolute discretion, invite submissions from the Faculty Committee as to why the operations of the Faculty should not be discontinued or terminated.

64.4 As from the date the discontinuation or termination of the entire operations of the Faculty takes effect:

- (1) the Faculty will cease to exist; and
- (2) these By-laws will be taken to be revoked by the Board of Directors without prejudice to any of its rights accrued under these By-laws.

Schedule 1 - Rules of the FO Sub-Committee

INTRODUCTORY MATTERS

1. Establishment of the Subcommittee of Forensic Odontology

- 1.1 The Subcommittee of Forensic Odontology (“**FO Subcommittee**”) is established as a Subcommittee of the Faculty of Oral and Maxillofacial Pathology (“**Faculty**”) of The Royal College of Pathologists of Australasia (“**College**”) pursuant to By-law 54 of the By-laws of the Constitution.

2. Interpretation

In these rules unless the context otherwise indicates, capitalised terms have the following meaning:

- (3) “**FO Subcommittee Honorary Secretary**” means the Fellow appointed in accordance with rule 17.1(3); and
- (4) “**FO Subcommittee Vice-Chairperson**” means the Fellow appointed in accordance with rule 17.1(2).

3. Office of the FO Subcommittee

- 3.1 The office of the FO Subcommittee will be situated at the premises of the College or at such other place as the Board of Directors directs.

4. Purpose of FO Subcommittee

- 4.1 The [Subcommittee] is established for the following objects and purposes:
- (1) to promote the study of, and the advancement of, knowledge in the field of Forensic Odontology;
 - (2) to promote and encourage high levels of skill and expertise and high ethical standards in the practice of Forensic Odontology;
 - (3) to be responsible for and advise the Board of Directors/Faculty Committee and the Faculty on matters relating to Forensic Odontology curriculum, accreditation, training and assessment;
 - (4) to act as an authoritative body and advise the Board of Directors and the Faculty for the purpose of consultation on matters of educational or public interest in connection with the field of Forensic Odontology;
 - (5) to foster collaboration with other health professionals to further or advance knowledge in the field of Forensic Odontology; and
 - (6) to encourage research in matters connected with the field of Forensic Odontology.

5. Powers and duties of Subcommittee

5.1 Subject to these rules, the By-laws, Constitution and any law the FO Subcommittee will be responsible for the following for its members:

- (1) education;
- (2) exemptions;
- (3) curriculum;
- (4) accreditation;
- (5) training;
- (6) examination components; and
- (7) assessment.

5.2 Despite any other provision contained in these rules:

- (1) the FO Subcommittee must not do anything which the College or the Faculty is not authorised or empowered to do by any law or the Constitution;
- (2) the FO Subcommittee may only take actions which are consistent with its objects, purposes and powers;
- (3) these rules must not be taken to confer any powers on the FO Subcommittee in excess of the powers of the College or the Faculty;
- (4) the FO Subcommittee must not incur any liabilities or obligations, actual or contingent, without the consent of the College Board of Directors;
- (5) the FO Subcommittee must act in accordance with any directions of the College Board of Directors, the Faculty or the Faculty Committee; and
- (6) these rules do not limit the power of the Board of Directors.

FO SUBCOMMITTEE

6. FO Subcommittee

6.1 With the exception of the first FO Subcommittee, the FO Subcommittee will consist of:

- (1) Four Fellows (Forensic Odontology), elected by the Fellows (Forensic Odontology) of the Faculty in accordance with these rules;
- (2) temporary members (if any) appointed pursuant to rule 15 during the period of their appointment; and
- (3) the ex-officio members set out in By-laws 54.6 and 54.7;

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- (4) those persons appointed by the Board of Directors pursuant to By-law 54.3 and rule 16.1.

7. Qualifications for Member of FO Subcommittee

- 7.1 Subject to rule 16.1 and By-laws 54.6 and 54.7, a person may not be a member of the FO Subcommittee unless that person is a Fellow (Forensic Odontology) of the Faculty.

8. Election of FO Subcommittee Members

- 8.1 The members of the FO Subcommittee must be elected from among the Fellows (Forensic Odontology) of the Faculty.
- 8.2 Each FO Subcommittee member elected pursuant to rule 8.1 is entitled to act as a FO Subcommittee member, subject to these rules, for a term of 2 years.

9. Retirement of Members of the FO Subcommittee

- 9.1 No member elected pursuant to rule 8.1 may continue as a member of the FO Subcommittee for more than six consecutive annual general meetings (3 terms) following his or her first appointment.

10. Nomination for Election

- 10.1 Each candidate for election as a member of the FO Subcommittee must be nominated by at least two Fellows (Forensic Odontology) of the Faculty and must confirm in writing his or her acceptance of nomination.
- 10.2 A nomination of a candidate for election must:
- (1) be in writing;
 - (2) be signed by the candidate; and
 - (3) be signed by the two Fellows (Forensic Odontology) nominating the candidate.
- 10.3 The nomination must be lodged with the FO Subcommittee Honorary Secretary or forwarded to him or her by post so as to reach him or her at least 2 months before the meeting.

11. Election Procedure (where number of candidates is equal to or less than number of vacancies)

- 11.1 If the number of candidates for election as members of the FO Subcommittee is equal to or less than the number of vacancies on the FO Subcommittee, the chairperson of the meeting must declare those candidates to be duly elected as members of the FO Subcommittee.

12. Election Procedure (where number of candidates is greater than number of vacancies)

- 12.1 If the number of candidates for election as members of the FO Subcommittee exceeds the number of vacancies on the FO Subcommittee, a ballot must be held for the election of the candidates.
- 12.2 If a ballot is required, ballot papers must be prepared listing the names of the candidates only in alphabetical order and must be forwarded to each Fellow (Forensic Odontology) who is entitled to vote at least 1 month before the meeting at which the election will take place.
- 12.3 Each Fellow (Forensic Odontology) entitled to vote is entitled to vote for any number of such candidates not exceeding the number of vacancies and no member may give more than one vote to any one candidate.
- 12.4 Voting papers must be filled in and addressed to the "FO Subcommittee Honorary Secretary, The Faculty of Oral and Maxillofacial Pathology" and deposited at the registered office of the College or such other place as is specified for that purpose on the ballot paper and must reach that place at least 72 hours before the meeting at which the election will take place. No voting paper received after this time will be valid.
- 12.5 Two Fellows (Forensic Odontology) nominated by the FO Subcommittee shall act as scrutineers and any voting paper adjudged and agreed upon by them in consultation to be improperly or incorrectly filled in will be invalid and must not be counted provided that no such Fellow (Forensic Odontology) shall act as a scrutineer at any election to an office or position for which he or she is a candidate or for which he or she has nominated or seconded a candidate.
- 12.6 The candidates who receive the most votes must be declared elected at the meeting and in the event that insufficient vacancies remain and two or more candidates receive an equal number of votes, the candidate or candidates to be elected must be chosen by lot at the meeting.

13. Appointments to Fill Casual Vacancies

- 13.1 The FO Subcommittee may, at any time, appoint any Fellow (Forensic Odontology) to the FO Subcommittee to fill a casual vacancy on the FO Subcommittee. Any person appointed to fill that vacancy must hold office for such time only as the member whose place he or she fills would have held office until the next meeting is called.

14. Appointment of Substitute FO Subcommittee Members

- 14.1 The FO Subcommittee may, at any time, appoint any Fellow (Forensic Odontology) to the FO Subcommittee to act as a substitute committee member where a member (**substituted member**) of the FO Subcommittee is unable to attend meetings of the Faculty Committee for any reason.
- 14.2 A substitute committee member's appointment will only be effective for such period during which the substituted member is unable to attend meetings of the FO Subcommittee.

14.3 A substitute committee member has all the rights and powers of the substituted member and will only vacate his or her office if and when:

- (1) the substituted member is able to or informs the FO Subcommittee Chairperson of his or her ability to resume attendance at the FO Subcommittee; or
- (2) the substituted member vacates his or her office.

15. Appointment of Temporary FO Subcommittee Members

15.1 The FO Subcommittee may, at any time, appoint any Fellow (Forensic Odontology) to the FO Subcommittee to act as a temporary committee member in addition to the existing members of the FO Subcommittee.

15.2 The FO Subcommittee may appoint no more than two Fellows (Forensic Odontology) to be temporary members of the FO Subcommittee for such period (which may be a fixed term or until the happening of some specified event) as the FO Subcommittee determines. When this period expires, those members must cease to be members of the FO Subcommittee unless their appointment is extended by an ordinary resolution of the FO Subcommittee.

16. Appointments by the College

16.1 The President of the College (or a nominee of the President) and, at the Board of Directors' discretion, one other person nominated by the College Board may be members of the FO Subcommittee for such period as the Board of Directors in its absolute discretion determines.

16.2 A person appointed to the FO Subcommittee pursuant to rule 16.1, need not be a Fellow (Forensic Odontology) and must have all the rights, powers and privileges of a member of the FO Subcommittee. The provisions of rule 18.3(7) will not apply to these persons.

17. Executive Officers

17.1 The FO Subcommittee must appoint from amongst the Fellows (Forensic Odontology) elected pursuant to rule 6.1(1) the following officers:

- (1) the FO Subcommittee Chairperson;
- (2) the FO Subcommittee Vice-Chairperson; and
- (3) the FO Subcommittee Honorary Secretary.

17.2 A person may be appointed to more than one office provided that no person may hold at the one time both the office of FO Subcommittee Chairperson and FO Subcommittee Honorary Secretary.

17.3 An officer holds office for a term of 2 years, expiring on the termination of the meeting held 2 years after his or her appointment.

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- 17.4 All officers will be eligible for reappointment to any office except the FO Subcommittee Chairperson who may only hold office as FO Subcommittee Chairperson for two consecutive years following his or her first appointment as FO Subcommittee Chairperson.

TERMINATION OF MEMBERSHIP OF FO SUBCOMMITTEE

18. Termination of membership of FO Subcommittee

- 18.1 The FO Subcommittee may at any meeting:
- (1) remove any office-bearer or other member of the FO Subcommittee (other than a member appointed pursuant to rule **Error! Reference source not found.**) before the expiration of his or her period of office; and
 - (2) appoint another person in his or her stead by ordinary resolution;
- 18.2 A person appointed pursuant to By-law 18.1(2) will hold office only until the following meeting.
- 18.3 The office of a member of the FO Subcommittee will become vacant if the member:
- (1) becomes bankrupt or makes any arrangement or composition with his or her creditors generally;
 - (2) becomes prohibited from being a director of any company by reason of the Corporations Act;
 - (3) ceases to be entitled to be a director of a company under the Corporations Act;
 - (4) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (5) resigns his or her office by notice in writing to the Faculty Committee;
 - (6) holds any office of profit under the Faculty;
 - (7) ceases to be a Fellow of the Faculty; or
 - (8) is directly or indirectly interested in any contract or proposed contract with the Faculty.

MEETINGS

19. Meetings

- 19.1 The FO Subcommittee may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- 19.2 The FO Subcommittee must meet at least once every calendar year.

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- 19.3 The FO Subcommittee Chairperson may at any time summon a meeting of the FO Subcommittee.
- 19.4 Subject to these rules, questions arising at any meeting of the FO Subcommittee must be decided by a majority of votes of the persons present at that meeting.
- 19.5 In case of equality of votes, the chairperson of the meeting has a second or casting vote.
- 19.6 Subject to By-law 18.3(8), a member of the FO Subcommittee must not vote in respect of any matter relating to any contract or proposed contract with the FO Subcommittee in which he or she is interested, and if he or she does so vote, his or her vote must not be counted.

20. Quorum for Meetings of the FO Subcommittee

- 20.1 The quorum for a meeting of the FO Subcommittee is three members of the FO Subcommittee (or such greater number as may be determined by the FO Subcommittee) and the quorum must be present at all times during the meeting.
- 20.2 If the number of members of the FO Subcommittee is below the number required to constitute a quorum under rule 20.1, the continuing members of the FO Subcommittee may act for the purpose of:
- (1) increasing the number of members of the FO Subcommittee to that number; or
 - (2) summoning a meeting of the FO Subcommittee,
- but for no other purpose.
- 20.3 If a quorum is not present within thirty minutes from the time for the meeting, the meeting will stand adjourned to the following day at the same time and place.
- 20.4 If a quorum is not present at the resumed meeting within thirty minutes from the time for the meeting, the members present will be a quorum.

21. Chairperson of FO Subcommittee Meetings

- 21.1 The FO Subcommittee Chairperson must preside at every meeting of the FO Subcommittee.
- 21.2 If:
- (1) there is no FO Subcommittee Chairperson; or
 - (2) at any meeting he or she is not present within a reasonable time (as determined by a simple majority of members of the FO Subcommittee present at that meeting) after the time appointed for holding the meeting,

the FO Subcommittee Vice-Chairperson must be chairperson or if the FO Subcommittee Vice-Chairperson is not present at the meeting then the members may choose one of their number to be chairperson of the meeting.

22. Minutes

22.1 The FO Subcommittee must cause minutes to be made:

- (1) of all appointments of officers;
- (2) of names of members of the FO Subcommittee present at all meetings of the FO Subcommittee; and
- (3) of all proceedings at all meetings of the FO Subcommittee.

22.2 The minutes should be signed by the chairperson of the meeting after confirmation at the next relevant meeting.

23. Written resolutions

23.1 A resolution in writing signed by all the members of the FO Subcommittee for the time being entitled to receive a notice of a meeting of the FO Subcommittee will be as valid and effectual as if it had been passed at a meeting of the FO Subcommittee duly convened and held.

23.2 Any written resolution may consist of several documents in like form, each signed by one or more members of the FO Subcommittee.

24. Acts of FO Subcommittee Effective

24.1 All acts done by the FO Subcommittee or by any member of or person acting as a member of the FO Subcommittee will be as valid as if every such person had been duly appointed and was qualified to be a member of the FO Subcommittee, notwithstanding:

- (1) that it is afterwards discovered that there were some defects in the appointment of any such member of the FO Subcommittee or person acting as a member of the FO Subcommittee; or
- (2) that the members of the FO Subcommittee or any of them were disqualified.

REPORTING TO THE FACULTY

25. Recommendations and Reports to the Faculty

25.1 The FO Subcommittee may make recommendations to the Faculty Committee with respect to any matters connected with the Faculty.

25.2 Notwithstanding anything to the contrary in these rules, the Faculty Committee:

- (1) need not follow the recommendations of the FO Subcommittee; and
- (2) may, in its absolute discretion, make such determinations with respect to those matters as it sees fit.

25.3 The FO Subcommittee must report to the Faculty Committee at least once every year in respect of all the business of the FO Subcommittee.

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- 25.4 The FO Subcommittee must cause to be kept, and must provide to the College, all relevant details of the membership of the FO Subcommittee so as to allow the College to comply with its obligations under the Corporations Act.
- 25.5 The FO Subcommittee must on request by the Board of Directors provide to the College all information necessary to allow the College to observe its obligations with respect to the keeping, preparation and auditing of accounts of the College (including, without limitation, obligations under the Corporations Act).