

North American Association of Facial Orthotropics®

CONSTITUTION

2010

ARTICLE 1 - NAME

The name of this organization shall be the North American Association of Facial Orthotropics®, Inc. (NAAFO) and hereinafter referred to as “the Association”.

ARTICLE 2 - POSITIONAL STATEMENT

The North American Association of Facial Orthotropics® is based on a philosophy of Natural Growth Guidance.

This association represents those clinicians and technicians who believe that ideal development of the face and jaws is dependent on correct “oral posture”. Correct oral posture should be with the tongue resting against the palate, with the lips sealed and the teeth in or near contact. Members are committed to improving faces by guiding the growth of the jaws horizontally while the patient is young, by means of appliances (Facial Orthotropics®), supported by postural training of the tongue, lips and cheeks (Oral Myology).

Most children start out with attractive faces but if they leave their mouths open, their faces will grow vertically and they are likely to develop into unattractive teenagers with long faces, flat cheeks, prominent noses, and protruding front teeth. Alternatively they may have the common habit of resting the tongue between the teeth and sucking against them when swallowing. This will cause the teeth to tilt inwards and crowd, making the middle of the face look concave. Many types of treatment will straighten teeth but most tend to pull them back, necessitating extractions and further reducing room for the tongue. Orthotropists believe that this is detrimental to facial development and that ideal facial growth, together with permanent straightening of all the teeth, can only be achieved if room is provided for the tongue and the patient is taught to keep his/her mouth closed and swallow correctly.

Orthotropics® is a registered mark used with permission from Dr. John Mew, Clinical Director of the London School of Facial Orthotropics®.

ARTICLE 3 - PURPOSE

The purpose of this Association shall be:

- A.** To educate licensed dentists in the art and science of Facial Growth Guidance, following the principles of Orthotropics® as set forth by Dr. John Mew, Clinical Director of the London School of Facial Orthotropics®.
- B.** To develop its members' skills in Orthotropics® through education and clinical training.
- C.** To promote awareness by members of the dental community and the general public of Facial Orthotropics®, its principles and practice.
- D.** To encourage studies which show the differences between Orthotropics®, traditional orthodontics, and orthopedics.

ARTICLE 4 - OFFICERS

Elective Officers. The elective officers of this Association shall be a President, Vice President, Secretary, Treasurer, Director of Education, Webmaster, and Director of Membership, each of whom shall be elected by the Board of Directors as provided in Chapter III of the Bylaws.

ARTICLE 5 - GOVERNMENT

Board of Directors. The governing and administrative body of this Association shall be the Board of Directors, and hereinafter referred to as "the Board".

ARTICLE 6 - ORGANIZATION

Section 1: Incorporation. This Association is incorporated under the laws of California and is seeking not-for-profit status as a 501(c)3 corporation. If this corporation shall be dissolved at any time, no part of its fund or property shall be distributed to, or among, its members but, after payment of all indebtedness of the corporation, its surplus funds and properties shall be used for dental education in such manner as the governing body of the Association shall determine.

Section 2: Membership. The membership of this Association shall consist of licensed dentists and other persons whose qualifications and classifications shall be established in Chapter 1 of the bylaws.

Section 3: Constituent Societies. Constituent societies of this Association shall be official study clubs organized as described in Chapter II of the Bylaws.

ARTICLE 7 - BUSINESS MEETING

The finances and business meetings of this Association shall be conducted in accordance with Chapter IV and Chapter VII of the bylaws.

ARTICLE 8 - PRINCIPLES OF ETHICS

The Principles of Ethics of the Association shall be the same as those adopted by the jurisdiction and/or professional organizations in which each member practices and the American Dental Association, Canadian Dental Association or Mexican Dental Association Principles of Ethics and Codes of Professional Conduct if a member belongs to said organization.

ARTICLE 9 - AMENDMENTS

This Constitution and/or Bylaws may be amended at any business meeting of this Association by two-thirds of the voting members, provided that the proposed amendments have been presented to the voting members by postal or electronic mail to their last known address, at least thirty (30) days prior to the date on which the vote is taken.

BYLAWS

2010

CHAPTER 1 – MEMBERSHIP

Section 1: Classification.

The members of this Association shall be classified as follows:

- A. **Registered**
- B. **Affiliate**
- C. **Honorary**
- D. **Retired**
- E. **Supporting**

Section 2: Qualifications.

- A. **Registered** Members shall be dentists licensed in the United States, Canada, or Mexico trained in Orthotropics® who have demonstrated their knowledge of Orthotropics® and ability to provide these services to patients as determined by criteria set forth by the Board. The criteria will include the completion of an Orthotropics® educational series with a clinical component or a mentoring program approved by the Board.
- B. **Affiliate** Members shall be dentists licensed outside North America or non-dentists (myofunctional therapists, assistants, treatment coordinators, laboratory technicians, researchers, etc.) who are recommended in writing by a Registered, Honorary, or Retired Member of the association.
- C. **Honorary** Members shall be those members who have made significant contributions to the Association as determined by the Board.

- D. **Retired** Members shall be members who have retired from their respective profession having been a former Registered or Affiliate Member. Retired Members may also include those who would have been eligible for Registered or Affiliate Membership before their retirement.
- E. **Supporting** Members shall be licensed dentists who are interested in pursuing their education in Facial Orthotropics® but do not yet qualify for Registered Membership.

Section 3: Privileges.

- A. All members of this Association shall receive the following as direct benefits of membership:
 - 1. A membership certificate, presented upon initial acceptance to membership
 - 2. All official notices and publications of the Association
 - 3. Eligibility to be a member of a constituent society
- B. Registered Members shall have all privileges including the right to vote, hold any office, be listed on the public portion of the official NAAFO website, and have access to the members only portion of the official NAAFO website.
- C. Affiliate Members will be listed on the public portion of the official NAAFO website and have access to the members only portion of the official NAAFO website, may hold any office other than President or Vice President, but shall not have the right to vote.
- D. Honorary Members shall have all privileges including the right to vote, hold office, be listed on the public portion of the official NAAFO website, and have access to the members only portion of the official NAAFO website.
- E. Retired Members shall have all privileges including the right to vote, hold any office except President or Vice President, be listed on the public site of the official NAAFO website, and have access to the members only portion of the official NAAFO website.

- F. Supporting Members will have access to the members only portion of the official NAAFO website; but shall not have the right to vote, hold office, or be listed on the public portion of the NAAFO website.

Section 4: Dues and Special Assessments

- A. All members except Honorary Members shall be required to pay the dues set by the Board due on January 1 for each calendar year.
- B. A special assessment may be levied upon the members of this Association, except Honorary Members, by a 2/3 affirmative vote of the members. Notice of the proposed assessment, the need for the assessment, and its amount will be clearly presented to the members of the association in either written or electronic form at least thirty (30) days in advance of any vote in compliance with Chapter IV, Section 3C. Income from an assessment shall be used only for the specific purpose stated in the notice.

Section 5: Loss of Membership.

- A. Any member of this Association may suffer loss of membership for:
 - 1. Non-payment of annual dues
 - 2. An infraction of the Principles of Ethics and Code of Professional Conduct of the American Dental Association, Canadian Dental Association, or Mexican Dental Association or those adopted by the jurisdiction and /or professional organizations as it corresponds to the member's practice location
 - 3. Non-adherence to the ideals and principles of the NAAFO.
- B. Every member shall have the right to appeal to the Board of Directors when suffering an expulsion.

Section 6: Good Standing.

Any member who has not suffered loss of membership in the Association shall be considered to be in good standing.

Chapter II – Constituent Societies

Section 1: Qualifications

- A. Official constituent societies of the Association shall be known as official study clubs. Each constituent society must adhere to the principles and study of Orthotropics®. Each study club must apply to the Board of Directors for approval and recognition as an official constituent society.
- B. Minimum requirements for official study clubs shall be defined as follows:
 - 1. Must have a minimum number of two (2) or more members
 - 2. Must meet at least two times each year
 - 3. May from time to time invite non-members to familiarize them with Orthotropics®

Section 2: Membership

Membership of Orthotropics® Study Clubs shall be limited to members in good standing of the North American Association of Facial Orthotropics®.

Chapter III – Elective Officers

Section 1: Titles

The elective officers of the Association, also referred to as the Executive Committee, shall be the President, Vice President, Secretary, Treasurer, Director of Education, Webmaster, and Director of Membership as provided in Article 4 of the Constitution.

Section 2: Eligibility

All Registered and Honorary members of this Association who are in good standing shall be eligible for elective office. Affiliate and Retired Members are eligible for all offices except that of President or Vice President. The offices of Secretary and Treasurer may be held by an individual other than a member of the NAAFO, but in such case will not have the privilege of voting.

Section 3: Elections

The elective officers of this Association shall be chosen from candidates recommended by the Board or from candidates recommended by Orthotropics® Study Clubs. Candidates shall be declared elected by a simple plurality of the NAAFO membership. In the event of a tie, the President shall cast the deciding ballot.

Section 4: Term of Office

The elective officers shall serve for a term of two (2) years beginning January 1 and ending December 31 with no term limits.

Section 5: Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board for the unexpired portion of the term.

Section 6: Removal from Office

Any elective officer shall be removed from office in the event that he/she loses good standing in the Association.

Section 7: Duties

A. President

The President shall serve as presiding officer at all regular and special meetings of the Board and Executive Committee. The President shall nominate chairpersons for all committees, subject to the approval of the Board. The President shall be a voting member of the Board and Executive Committee. The President shall supervise all affairs of the NAAFO. In all cases where authority and power is not vested elsewhere, the same is given to the President. He/she shall perform such other duties as are assigned by these Bylaws.

- B. Vice President** The Vice President shall have all the powers and duties of the President when the President is absent. The Vice President shall assist the President in performing the duties of that office.
- C. Secretary** The Secretary shall take and review all minutes of proceedings and transactions of the Board and Executive Committee and execute any correspondence as directed by the President and/or the Board.
- D. Treasurer** The Treasurer shall oversee all income and disbursements of the Association. He/she shall serve as Chairperson of the Committee on Finance to review the previous year's budget and prepare the forthcoming annual budget to be submitted to the board, and the general membership no later than November 1.
- E. Director of Education** The Director of Education shall be chairperson of the Study Club committee and report to the Board on the status of the Study Clubs.
- F. Webmaster** The Webmaster shall be in charge of the official North American Association of Facial Orthotropics® website. He/she shall work under the direction of the Board. All content to be placed on the website other than routine changes in membership listings, such as address, phone, or website changes, shall be approved by the Executive Committee (Chapter Section 1) before being posted on any part of the website. Blog postings must clearly be represented as personal opinion unless the content is approved by the Executive Committee.
- G. Director of Membership** The Director of Membership shall encourage and manage membership in the NAAFO.

Chapter IV – The Board

Section 1: Composition of the Board

The composition of the Board shall consist of:

- A. Executive Committee: President, Immediate Past President, Vice President, Secretary, Treasurer, Director of Education, Webmaster, and Director of Membership.
- B. At the discretion of the Board members at large may be appointed.

Section 2: Powers and Duties

The Board shall have all administrative and governing powers and duties except as otherwise limited by these Bylaws. These powers and duties shall include, but not be limited to, the following:

- A. The Board shall conduct a meeting annually to confirm the election of officers, designate committees, adopt a budget, and consider any other matters placed before the Board.
- B. The Board shall act as a court of final appeal in cases involving expulsion from membership.
- C. The Board shall grant Registered, Affiliate, Honorary, Retired, and Supporting Memberships.
- D. The Board shall approve the site of annual meetings or have the discretion to conduct business via the internet or conference call.
- E. The Board shall conduct all other such matters as they pertain to the Association's administration and government.

Section 3: Meetings

- A. The Board shall meet at least once annually to conduct the Association's administrative and governing activities. At the discretion of the Board this may be done via the internet, conference call or at a physical location or combination.
- B. Special meetings of the Board may be called at any time in addition to the annual meeting.
- C. All Association members must be notified of any Board meeting or special assessment at least 30 days in advance to give them an opportunity to attend or have any issues or concerns brought before the board. Should non-Board members attend any Board meeting they will be given an opportunity to present their views.
- D. Board members, having been notified of a meeting and given motions in advance, may vote by proxy.

Section 4: Quorum

A simple majority of the Board members shall constitute a quorum, including those voting by proxy. Motions not given to Board members in advance cannot be voted upon unless a quorum physically exists or there is contact with Board members through the internet or telephone.

Section 5: Rules and Order

The following shall be included as the order of business at the annual meeting of the Board:

- A. Call to order and roll call by President
- B. Approval of minutes of previous meeting
- C. Reports of officers
- D. Reports of committees
- E. Old business

- F. New business
- G. Election of officers – if needed
- H. Adjournment

Chapter V - Committees

- A. Committees shall be formed for specific tasks taken on by the Association.
- B. The Board shall assign Committee chairs who in turn shall name their committee members.
- C. Committees and Committee Chairs shall serve until the end of the calendar year or until a specific short term task is completed.
- D. Committee Chairs will report directly to the Board.

Chapter VI – Website

Section 1 – Purpose

The purpose of the website is to:

- A. Promote awareness of Orthotropics® in the dental community and to the general public
- B. Present anecdotal and scientific articles and case studies related to Orthotropics®
- C. Maintain a listing of dentists trained in Orthotropics® for the general public’s use as a resource

Section 2 – Positional Statement

The website shall reflect the purpose of the NAAFO by stating the Positional Statement of the NAAFO (Article 2 of the Constitution).

Section 3 – Articles and Cases

The website shall describe the techniques of Orthotropics® through articles and case presentations as deemed appropriate by the Webmaster and the Board.

Section 4 – Membership Roster

The website shall maintain a directory of membership of the NAAFO which shall include the member's name, practice name if any, address, telephone number, e-mail address, website address, level of membership, and any other information as approved by the Board.

Chapter VII – Finances

Section 1: Fiscal Year

The fiscal year of the Association shall begin January 1 of each calendar year and end December 31 of the same year.

Section 2: General Funds

The general fund shall consist of all monies received other than those specifically allocated to other funds which may be established in these Bylaws. This fund shall be used for defraying expenses incurred by the Association. The general fund may be divided into operating and reserve divisions at the direction of the Board.

Section 3: Other Funds

The Association may establish other funds at the direction of the Board for activities and programs requiring separate financial records such as international meetings or research.

Section 4: Treasurer

The Treasurer shall bear responsibility for management of all Association funds. Any checks written in excess of \$1500.00 will require approval by the President prior to disbursement. He/she shall cause to be printed a quarterly financial report to be presented to the Board within 30 days following the close of the quarter.

Chapter VIII – Official Seal

The Association shall maintain an official corporate seal.