MEETING NOTICE
General Assembly Business Session
Monday, September 12, 2016
5:00 PM - 6:00 PM
San Diego Convention Center, Upper Level, Room 6DE

The American Academy of Periodontology will hold its General Assembly Business Session on Monday, September 12, 2016, from 5:00 p.m. to 6:00 p.m. All members of the Academy are encouraged to attend. However, only Active and Life Active members are eligible to vote.

The AAP Board of Trustees recommends to the General Assembly one amendment to the Constitution, a corresponding amendment to the Bylaws, and an amendment to the Bylaws regarding the length of term of the Executive Director. The proposed amendments are included in this meeting notice.

AAP Constitution Amendment:
The Board of Trustees recommends that the AAP Constitution be amended to provide that the Constitution may be changed only by a ballot vote of those AAP members entitled to vote. Under the proposed amendment, printed ballots would be distributed to all voting members at specified times of the year. A specified window of time shall be provided for votes to be cast.

Currently, constitutional amendments may be voted on only by voting members in attendance at the Annual Meeting. If adopted, the proposed amendment would enable all voting members of the Academy to vote – regardless of whether they were present at the Annual Meeting. The Board believes that the amendment is beneficial because it will enable a larger number of voting members to have a say in constitutional amendments.

The Constitution may be amended as follows:
Article XIV - Amendments
This Constitution may be amended at any Annual Meeting on recommendation of the Board of Trustees and three-fourths vote of the members of the General Assembly present and voting, provided that the proposed amendment has been submitted in writing to all voting members at least sixty (60) days prior to the date on which the vote is taken.

Based on the current language governing the method to amend our Constitution, the Board has determined that votes on the Constitutional amendment only may be cast throughout the duration of the annual meeting, not just at the General Assembly. A designated polling place will be available in the registration area at the Annual Meeting in San Diego. Voting members will also be able to cast a vote on the Constitution amendment during the General Assembly. Due to the language governing amendments to the Bylaws, votes on amendments to the Bylaws will only be permitted during the General Assembly.
AAP Bylaws Amendments:
The Board of Trustees recommends that the AAP Bylaws be amended to provide that the Bylaws may be changed only by a ballot vote of those AAP members entitled to vote. Under the proposed amendment, printed ballots would be distributed to all voting members at specified times of the year. A specified window of time shall be provided for votes to be cast.

Currently, bylaws amendments may be voted on only by voting members in attendance at the Annual Meeting. If adopted, the proposed amendment would enable all voting members of the Academy to vote – regardless of whether they were present at the Annual Meeting. The Board believes that the amendment is beneficial because it will enable a larger number of voting members to have a say in bylaws amendments.

In addition, the Board of Trustees recommends an amendment to the Bylaws governing appointive officers. Specifically, Chapter VIII of the Bylaws, which addresses appointive officers, currently specifies a one-year term for the AAP Executive Director. This provision has not been followed since previous Executive Directors were given contracts of greater than one year.

The Board of Trustees recommends the elimination of the one-year term. Limiting the term to one year will discourage qualified candidates for the Executive Director position from applying. They will want a commitment from the Academy of greater than one year if they are going to leave their current positions. Moreover, the one year limitation is not in keeping with the general practice of associations in hiring Executive Directors. That practice is to offer a commitment of greater than one year assuming that the Executive Director performs satisfactorily to the Board.

The Bylaws may be amended as follows:

Chapter XIV – Miscellaneous
Section 1. Amendments:
These Bylaws may be amended at any meeting of the General Assembly at which a quorum is present by a two-thirds vote of the members present and voting, provided that a description of the proposed amendments shall have been included in the notice of such meeting.

For more information please visit www.perio.org or call 312-787-5518.
AAP CONSTITUTION

ARTICLE XIV - AMENDMENTS
This Constitution may be amended at any Annual Meeting on recommendation of the Board of Trustees and three-fourths vote of the voting members of the Academy of the General Assembly present and voting, voting thereon through an electronic and/or mail or other written ballot, provided that at least a quorum of voting members (as defined in the AAP Bylaws, Chapter II, Section 4) has voted, and provided that the proposed amendment has been submitted in writing to all voting members at least no less than ten (10) days, nor more than sixty (60) days, prior to the date on which the vote is taken the distribution of the ballot.

The method described above shall be the exclusive method for amending the Academy’s Constitution. The Board of Trustees shall adopt policy to implement and administer the ballots.

This Constitution also may be amended at any Annual Meeting on recommendation of the Board of Trustees and on unanimous vote of the members of the General Assembly present and voting, provided that the proposed amendment has been presented in writing at a previous meeting of said session.
AAP BYLAWS

CHAPTER VIII – APPOINTIVE OFFICERS

SECTION 1. DESIGNATIONS:
The Appointive Officers of the Academy shall consist of an Executive Director and Editor (or Co-Editors) of the official publication of the Academy and such other positions as the Board of Trustees may from time to time determine.

SECTION 2. DUTIES:
A. Executive Director. The Executive Director shall administer the facilities and staff of the Academy under the direction and supervision of the President and the Board of Trustees and shall perform such other duties as they may assign.

B. Editor. The Editor (or Co-Editors) of the official publication shall exercise full editorial control thereover, subject only to the policies established by the Board of Trustees and the General Assembly.

C. Other Appointive Officers. Other Appointive Officers shall perform such duties as the President and Board of Trustees may prescribe.

SECTION 3. APPOINTMENT AND TERM OF OFFICE:
All Appointive Officers shall be appointed by the Board of Trustees for one-year terms as determined by the Board of Trustees, except for the Editor (or Co-Editors), who shall serve for three years.

SECTION 4. VACANCY:
In the event of a vacancy in the office of the Editor (or Co-Editors), the Board of Trustees shall appoint a successor for the unexpired term or for a full term of three years.

CHAPTER XIV – MISCELLANEOUS

SECTION 1. AMENDMENTS:
These Bylaws may be amended at any meeting of the General Assembly on recommendation of the Board of Trustees and at which a quorum is present by a two-thirds vote of the voting members of the Academy—present and voting—thereon through an electronic and/or mail or other written ballot, provided that at least a quorum of voting members (as defined in Chapter II, Section 4) has voted, and provided that a description of the proposed amendments shall have been included in the notice of such meetings submitted in writing to all voting members no less than ten (10) days, nor more than sixty (60) days, prior to the distribution of the ballot.

The method described above shall be the exclusive method for amending the Academy’s Bylaws. The Board of Trustees shall adopt policy to implement and administer the ballots.