ARTICLES OF ASSOCIATION
FOR THE ORGANIZATION UNDER THE NAME
‘HELLENIC ASSOCIATION OF ENDOdontists’

ESTABLISHMENT – NAME – REGISTERED OFFICE – OBJECTIVE
AND RESOURCES OF THE ASSOCIATION

Article 1

According to article 78 and subsequent articles of the Greek Civil Code, a Professional Scientific Association under the name ‘ΣΥΛΛΟΓΟΣ ΕΛΛΗΝΩΝ ENΔΟΔΟΝΤΟΛΟΓΩΝ’ is established with registered office in Athens at 421B Mesogeion St., Agia Paraskevi, P.C. 15343.

The English language name of the Association is to be ‘HELLENIC ASSOCIATION OF ENDOdontists’.

OBJECTIVE

Article 2

The objective of the Association is:
1. Promotion and recognition of the specialty of Endodontics in society using any available legal and acceptable means.
2. The research, study, publicizing and solving of the professional problems faced by Endodontists in Greece.
3. Implementation of all necessary action for the recognition of Endodontics as a clinical specialty of Dentistry by the Greek State and the European Union.
4. Tightening of relations between the members of the Association, and promotion of fellowship, solidarity, mutual assistance, friendship and professional ethics.
5. Professional communication, information and assistance among the members of the Association on issues and problems in the field exclusively to do with the practice of Endodontics.
6. Professional collaboration among the members of the Association in the practice of their vocation as Endodontists, and protection and safeguarding of professional interests of the members of the Association.
7. Collaboration and representation of the Association with and before other similar societies and associations in Greece and abroad.

8. Organization of scientific conferences, meetings and other events of scientific interest relating to Endodontics leading to further education and vocational training of its members as well as highlighting the scientific significance of Endodontics.

9. Cultivation of ethical principles relating to the practice of Endodontics.

RESOURCES

Article 3

The resources of the Association are:

1.- The lump sum requested from the members of the Association upon their registration. The amount of this is determined each time by resolution of the Board of Directors.

2.- The annual subscription for regular members. The amount of this is determined by resolution of the Board of Directors, which is immediately enforceable. The resolution is submitted for ratification at the very next Ordinary or Extraordinary General Assembly Meeting.

3.- The extraordinary contributions imposed by the General Assembly upon proposal of the Board of Directors in order to cover unforeseen expenses that are deemed necessary for the proper operation of the Association.

4.- Any other revenues from donations, contributions and grants made to the Association. The dependency (economic relationship) of the Association on any commercial or advertising company or organization of whatsoever nature and activity is expressly and irrefutably forbidden.

5.- The interest accrued on Association resources deposited in the Association bank accounts.

MEMBERS, RIGHTS AND OBLIGATIONS

MEMBERS

Article 4

The members of the Association are divided into honorary, regular and life members.
Article 5
Honorary Members

1.- Any dentist with recognized scientific activity can be nominated as an honorary member of the Association, provided that he/she maintains an attitude that supports and promotes the mission and the objectives of the Association.

2.- In order for someone to become an honorary member it is required that:
   a.- A substantiated proposal from at least three (3) regular or life members be submitted to the Board of Directors.
   b.- The Board of Directors of the Association unanimously accept the proposal at its very next meeting following the meeting where the proposal was submitted.
   c.- Should the Board of Directors reject the proposal, the procedure ceases. A new proposal cannot be submitted until two (2) years have passed from the relevant resolution of the Board of Directors rejecting the proposal.
   d.- If the Board of Directors adopts a positive resolution, the relevant resolution is introduced for ratification at the very next Ordinary or Extraordinary General Assembly Meeting. For ratification of the resolution, it is required that regular members, who may not be less in number than the ideal half plus one of the total number of regular paid-up members of the Association, vote in favour.

3.- Honorary members are not required to pay a subscription, nor any other ordinary or extraordinary contribution to the Association.

4.- Honorary members may participate in the meetings of the General Assembly, request the floor and express their viewpoints. However, they may not vote with regard to procedural matters or any other matters, they do not have the right to vote for, or stand as, a candidate or represent the Association.

5.- The number of honorary members is not taken into consideration whenever it is necessary to ascertain the existence or not of a quorum in the General Meetings.

Article 6
Life Members

1.- Only regular members who have attained 67 years of age or have retired from the active exclusive practice of Endodontics and dentistry in general are nominated as life members.
2.- The nomination of a regular member as a life member is neither compulsory, self-evident, nor *ex officio*.

3.- Aside from the preconditions set out in paragraph 1 of this article, the nomination of a regular member as a life member can be made: (a) through an application of the member himself/herself to the Board of Directors, or (b) a proposal of the Board of Directors to the General Assembly, provided that the proposed member has previously consented, in writing, or (c) a proposal from three (3) regular members to the Board of Directors.

4.- In any case, the relevant resolution of the Board of Directors is submitted for approval at the very next Ordinary or Extraordinary General Assembly meeting following the meeting when this resolution was taken, and which resolves by the same majority as that used for honorary members.

5.- In the event that the General Assembly does not approve the nomination, the member does not lose their regular member status, which they can maintain for life, but the proposal can be repeated two (2) years after the relevant resolution of the General Assembly rejecting the nomination.

6.- Life members are not required to pay a subscription, or any other ordinary or extraordinary contribution to the Association.

**Article 7**

**Regular Members**

*(Formal Prerequisites)*

1.- Regular Members are first of all those persons who had the initiative to form the Association and signed the memorandum of association and who have the formal prerequisites mentioned in this article of the Articles of Association. New regular members can join according to the specified procedure of the Articles of Association.

2.- The process of electing a new regular member is activated upon application of the interested party to the Board of Directors.

3.- Any dentist, resident of Greece, registered in the relevant Dental Association, can become a regular member if they meet the following criteria:

a.- They hold a degree in Dentistry from a Greek University or a recognized foreign higher educational institution.
b.- They have completed three-year postgraduate study programmes specializing in Endodontics from dental schools in Athens or Thessaloniki or from former two-year study programmes specializing in oral biology with simultaneous three-year clinical specialization in Endodontics.

c.- With regard to graduates of foreign institutions, these must be graduates of postgraduate programmes in Endodontics of at least two years’ duration. The Postgraduate programme must be the officially-approved programme in the country of origin that meets and accredits the preconditions for granting the title of specialist in Endodontics to citizens of that country.

d.- They exclusively practise Endodontics at a private practice or a public hospital or an Institution. The exclusive practice of Endodontics must have been declared, publicly documented and verified through their written statement, [submitted] together with their application for regular membership.

e.- Any Greek dentist who teaches the course of Endodontics as a member of the [full-time] Teaching and Research Faculty of a Greek Higher Educational Institution, and exclusively practises Endodontics as specified in § 3d, article 7, can also become a regular member.

4.- It is explicitly mentioned that, in addition to the afore-mentioned formal qualifications, a candidate for regular membership in the Association must be a person who is willing to offer their services towards the promotion of Endodontics and provide assurances that their active involvement in the affairs of the Association will contribute efficiently to the promotion of the objectives of the Association.

Article 8

Regular Members

(Election Process)

1.- The candidate who applies for regular membership is elected by the Board of Directors. The unanimous affirmative vote of all regular members of the Board of Directors is required for the relevant resolution to be reached.

2.- In order for the Board of Directors to resolve, according to what is mentioned above, whether the candidate/colleague meets the requirements for direct election as a regular member, it must first:
a.- Form a Three-Member Nominating Committee, which is formed upon recommendation of the Chair and approval of the Board of Directors.

b.- The duty of the afore-mentioned Committee is, within one (1) month of the notification of its appointment, to advise in a written report whether the candidate in question satisfies the conditions for election as a regular member laid down in the Articles of Association.

c.- If the resolution of the Committee is not in favor of the candidate, at least in terms of the majority, the Chair of the Board of Directors terminates the process.

d.- If the resolution of the Committee is in favor of the candidate, the Chair of the Board of Directors convenes a meeting to resolve on their election, or not, in accordance with the provisions of article 8.1 hereof and, in the event of termination of the relevant resolution of election, the Board of Directors issues a Declaratory Act for the joining of the new regular member, of which the applicant is notified within five (5) days from the day when the resolution was reached by the General Secretary of the Association.

3.- In the event that the resolution of election as a regular member is not favourable, for whatsoever reason, the relevant process for the same candidate may not be repeated until two (2) years have passed.

4.- Within thirty (30) days of receipt of the Declaratory Act, the new regular member should proceed to register, at the same time paying the then standing registration fee according to article 3.1 of the Articles of Association.

Article 9

Regular Members
(Rights and Obligations)

1.- The regular member actively participates in all activities of the Association and the General Meetings, in accordance with that set out in these Articles of Association.

2.- The regular member must be consistent in their financial obligations to the Association, abide by the rules laid down in these Articles of Association, apply the resolutions of the General Meetings and the Board of Directors, actively participate in the activities of the Association, take part in scientific events and generally make every
possible effort to meet and promote the objectives of the Association with regard to establishment and operation.

3.- By its resolution, the Board of Directors may assign the execution of certain projects and the representation of the Association in any relationship or activity, nationally or abroad, to a regular member.

**Article 10**

**Loss of Association Membership**

A member loses his membership, and is consequently removed from the Register of Members of the Association, upon retirement or removal as specified in the Articles of Association.

**Article 11**

**Retirement**

1.- Any member may freely retire from the Association. This can be implemented through a written statement to the Board of Directors, at least three (3) months before expiration of the fiscal year, and is effective from the beginning of the fiscal year following the submission of the statement.

2.- Any member who delays paying their annual subscription for a period of two (2) years, or the extraordinary contribution within two months from the date when the General Assembly took the relevant resolution, is notified in writing by the Board of Directors and, should they ignore [this notification] or not make contact with the Association, is deemed *ipso facto* to have voluntarily retired from the Association. Membership is reinstated if, within one year from their removal, the member fulfills their outstanding financial obligations, submits a relevant application to the Association and the Board of Directors reaches a positive resolution thereupon.

3.- Any member who, for five (5) consecutive years, systematically abstains from professional, scientific and social events of the Association, or whose behavior is contrary to that defined in the provisions of these Articles of Association, is deemed *ipso facto* to have voluntarily retired from the Association.

4.- The removal from the Register of the Association in both afore-mentioned cases is effected by a Declaratory Act of the Board of Directors, which must be ratified by the very next General Assembly meeting.
Article 12

Removal

1.- Those removed from the Association are members who:
   a.- Have ceased to meet the membership requirements, as specified in these Articles of Association.
   b.- Demonstrate, as scientists, indecent or immoral behavior or conduct that does not comply with the membership status of the Association and the medical profession in general.
   c.- Do not abide by the terms of these Articles of Association and the resolutions of the General Assembly meetings and the Board of Directors.
   d.- If there is significant reason and the General Assembly so resolves upon relevant recommendation of the Board of Directors.

2.- The removal is effected by the General Assembly, following relevant recommendation of the Board of Directors.

3.- The resolution of the General Assembly for removal of a member is reached if the number of regular paid-up members present, representing at least the ideal half plus one of the number of regular members, vote in favour of this resolution. The members who are to be removed do not participate in this process, nor are they counted in terms of quorum and the voting process. The removed member is notified through a copy of the resolution of the General Assembly regarding the removal of the member within five (5) days of the reaching of this resolution by the General Secretary of the Association. The removed member has the right to appeal to the Single-Member Court of the First Instance within two (2) months from the date of notification of the resolution of the General Assembly if their removal was contrary to the relevant provisions of the Articles of Association or there were no significant reasons for their removal.

ADMINISTRATIVE BODIES AND REPRESENTATION OF ASSOCIATION

REPRESENTATION OF THE ASSOCIATION

Article 13

1.- The Association is represented in any legal proceedings at Courts, and before any Administrative or other Authority, Banks, Organizations and generally any natural or legal person of public or private sector, by the Chair of the Board of Directors.
2.- If the Chair is unable to act, the Association is represented by its Vice-Chair.
3.- Cases requiring the personal appearance of the Chair or other member of the Board of Directors may, by resolution of the Board of Directors and approval of the authorized member representing it on a case by case basis, be assigned to a lawyer.
4.- For Association transactions with Banks concerning deposits and withdrawals of money, the Association is represented by the Treasurer of the Board of Directors.

ADMINISTRATIVE BODIES

Article 14
1.- The Administrative Bodies of the Association are:
a.- The General Assembly of regular members
b.- The Board of Directors
c.- The Audit Committee

THE GENERAL ASSEMBLY

Article 15
Ordinary General Assembly
(Convening – Agenda)
1.- The Ordinary General Assembly must be convened by the Chair of the Board of Directors and the General Secretary of the Board of Directors within the first (1st) quarter of each year.
2.- Invitations to General Assembly are sent to all members (honorary, life, regular) at least ten (10) days prior to the convening and are signed by the Chair of the Board of Directors and the General Secretary of the Board of Directors.
3.- The invitations indicate the date, time and location where the General Assembly is to be convened and the items to be addressed (agenda).
4.- The agenda must include:
a.- Announcements of the Chair of the Board of Directors and updating of the General Assembly on the current problems of the Association.
b.- The Annual Report of the Board of Directors and the relieving the Chair, the Vice-Chair and the Members of the Board of Directors of any liability for the fiscal year in question each time.
c.- Approval of the financial report and budget and the management of the Association assets in general for the fiscal year in question each time and the Report of the Audit Committee, relieving it of any liability.

d.- Elections for Chair, Vice-Chair and members of the Board of Directors and the Audit Committee.

e.- Any other item for which there is special provision in accordance with the provisions of these Articles of Association or on which the Board of Directors or the Chair of the Board of Directors resolves.

**Article 16**

**Ordinary General Assembly**

*(Management of Proceedings – Quorum – Passing of Resolutions)*

1.- The Chair of the Board of Directors presides over the General Assembly Meetings. Should they be unable to act, the Vice-Chair or the senior elected member of the Board of Directors substitutes.

2.- The General Secretary of the Board of Directors acts as Secretary in the General Assembly meeting; should they be unable, [the role is assigned to] one of the members of the Board of Directors.

3.- The General Assembly Meeting is in quorum when the members present represent at least the ideal half plus one of the total number of regular paid-up members. Should a quorum fail to be reached on the date initially set, the General Assembly is *ipso facto* convened - without sending a new invitation - for the next week, on the same day and time and at the same location, and consequently it is deemed to be in quorum whatever the number of regular members present. The members who do not have a right to vote, should the resolution passed concern the implementation of a legal action or the filing of a lawsuit or cancelation thereof between the Association and such members or their spouse or their blood relatives up to third degree, are not counted in reaching a quorum.

4.- The passing of resolutions is implemented by open ballot in which only the regular members participate.

5.- The passing of a resolution on an item not listed in the Invitation is void.
6.- With regard to elections for Chair of the Board of Directors or a member of the Board of Directors and the Audit Committee, the ballot is secret. Every regular member is entitled to vote for a number of candidates equal to the number of positions to be filled.

7.- With regard to other items, and should there be no special provision in these Articles of Associations, these are accepted or rejected through show of hands or recorded vote or secret ballot, and it is required that a number of votes representing at least the ideal half plus one of the number of regular paid-up members present in the General Assembly meeting be gathered.

Article 17
Extraordinary General Assembly

1.- The Extraordinary General Assembly is convened:

a.- By resolution of the Board of Directors, passed by a majority of five sevenths (5/7) of the total number of its members.

b.- Upon written application to the Board of Directors of one fifth (1/5) of the total number of regular paid-up members. The item to be dealt with by the Extraordinary General Assembly must be defined in this application.

c.- The Extraordinary General Assembly must be convened within twenty (20) days from the date on which the relevant application was filed.

d.- As to the remainder, the relevant provisions provided for the Ordinary General Assembly apply.

Article 18
Statutory General Assembly

1.- The Statutory General Assembly convenes in order to resolve the dissolution of the Association or its merger with another similar scientific association or institution, and the amendments and/or supplements to the provisions of these Articles of Association.

2.- The Statutory General Assembly is convened:

a.- Following a resolution by the Ordinary or Extraordinary General Assembly.

b.- By resolution of the Board of Directors, having gathered five sevenths (5/7) of the votes of the total number of its Members.
c.- By written application to the Board of Directors of half (1/2) of the total number of regular paid-up members. This application must be substantiated. Should amendments or supplements to the provisions of the Articles of Association be requested, the texts of the provisions proposed to take effect after their amendments or supplements must also be included.

3.- The Statutory General Assembly must be convened within thirty (30) days from the date on which, according to the above, the relevant resolution was passed or the application was submitted.

4.- The Statutory General Assembly is in quorum when three quarters (3/4) of the total number of regular paid-up members are present.

5.- Should the afore-mentioned quorum fail to be reached on the day initially set, the Statutory General Assembly convenes ipso facto, and without sending a new invitation, the next week on the same day and time and at the same location. In this repeat meeting, the Statutory General Assembly is in quorum if the number of members present represent at least the ideal half plus one of the total number of regular paid-up members registered in the Association.

6.- Resolutions in the Statutory General Assembly are passed by open recorded vote. They are valid should they obtain three quarters (3/4) of the votes of the members present, who, however, must exceed half (1/2) of the total number of paid-up members.

7.- The proceedings of the Statutory General Assembly may coincide with the proceedings of the Ordinary or Extraordinary General Assembly.

8.- As to the remainder, the relevant provisions provided for the Ordinary General Assembly apply.

**ELECTIONS AND FORMATION OF THE BOARD OF DIRECTORS**

**Article 19**

**Chair of the Board of Directors**

(Elections – Term of Office)

1.- Two (2) years before the expiry of the tenure of office of the Chair of the Board of Directors, and within the framework of the proceedings of the Ordinary General Assembly, regular members are invited in person to elect the new (next) Chair of the Board of Directors.
2.- The tenure of office of the Chair of the Board of Directors is for two (2) years and he cannot be reelected for a second consecutive tenure of office.

3.- During the interval from the election to the assumption of their duties, the elected new (next) Chair participates in the meetings of the Board of Directors acting as Vice-Chair of the Board of Directors.

4.- Every regular member has the right to stand for the position of Chair of the Board of Directors on condition that he is a regular member of the Association and has completed two years of being elected as such. It is explicitly provided herein that until the completion of three (3) years from the statutory year of establishment of the Association, only the founding members of the Association have the right to stand for the position of the Chair of the Board of Directors.

**Article 20**

**Composition of the Board of Directors – Election of Members – Elections – Term of Office**

1.- The Board of Directors consists of the Chair, the Vice-Chair, five (5) regular members and two (2) substitute members.

2.- The regular members of the Board of Directors (regular directors) are elected for a period of three (3) years on the basis of the relative majority that each candidate attained and which is evidenced by the number of crosses marked on the ballot.

3.- The substitute members of the Board of Directors (substitute directors) are elected for a period of one (1) year and they are chosen according to how they placed among the runner-up regular directors.

4.- The elections for regular and substitute members of the Board of Directors, in order to replace an equal number of members whose tenure of office expires, take place every year during the proceedings of the Annual General Assembly meeting.

5.- Members of the Board of Directors are elected from a single list of candidates (public ballot) drawn up by the Board of Directors and posted in the offices of the Association, no later than ten (10) calendar days prior to the date of the convening of the Ordinary General Assembly.

6.- Only regular members who have completed at least two years as regular members of the Association, and the Honorary members who have served as regular
members for at least two years, have the right to stand for election. It is explicitly provided here that, until the completion of three (3) years from the statutory year of establishment of the Association, only the founding members of the Association have the right to stand for the position of member of the Board of Directors.

7.- The expression of interest to stand for election must:

a.- Be in writing.
b.- Be filed in the office of the Association no later than twenty (20) calendar days prior to the date of the convening of the Ordinary General Assembly.

8.- Based on the expressions of interest, the Board of Directors draws up the single list of candidates (public ballot).

9.- Being a director is incompatible with Audit Committee member status.

**Article 21**

**Board of Directors**

(Formation into a Body)

1.- Following each Ordinary General Assembly Meeting, the regular members of the Board of Directors (Directors) are invited by the Chair of the Board of Directors to a meeting with a unique agenda: "Formation into a Body".

2.- The meeting should be held no later than one week from the day of the General Assembly meeting and the Registered Office of the Association is set as the location for this.

3.- During this meeting, the Chair, the Vice-Chair and the members of the Board of Directors elect the General Secretary and the Treasurer in separate voting processes for each office.

**Article 22**

**Board of Directors**

(Meetings – Quorum – Resolutions)

1.- The Board of Directors convenes ordinarily at least once a month.

2.- The Board of Directors may also convene extraordinarily as often as the Chair shall decide or when requested through a written application by at least three (3) of the Regular Directors.
3.- Invitations to all meetings of the Board of Directors are sent to all Directors (regular and substitute) having been signed by the Chair and the General Secretary.

4.- The meetings of the Board of Directors are held at the Registered Office of the Association.

5.- During the meetings of the Board of Directors, it is the responsibility of the General Secretary, or the person acting as such, to keep a Minute Book containing the agenda items, the resolutions passed and a summary of discussions held. Every Minute book is signed by all those who take part in the meeting.

6.- The Board of Directors is in quorum and can pass resolutions when at least five (5) of its regular Directors are present at the meetings.

7.- With the exemption of cases where special majority is required in accordance with the Articles of Association or the General Assembly, the Board of Directors resolves by the absolute majority of directors present.

8.- In case of an equal number of votes, the vote of the Chair prevails.

9.- The substitute Directors also participate in the meetings of the Board of Directors, and are entitled to speak but not to vote, unless they are substituting for a regular Director.

Article 23

Board of Directors

(Member Substitute)

1.- A regular member of the Board of Directors who is unjustifiably absent for five (5) consecutive meetings and/or during their tenure of office for ten (10) non-consecutive meetings of the Board of Directors is deemed to have resigned, and is replaced by the substitute member first in line.

2.- The replacement is implemented for the remaining term of office of the above mentioned resigned director and does not concern the office they possibly held.

Article 24

Audit Committee

1.- Within the framework of the proceedings of the Ordinary General Assembly meeting two (2) of the regular members are elected to form the Audit Committee.

2.- The term of office of the members of the Audit Committee is for two (2) years.
3.- Any regular member may be nominated as a candidate for Membership of the Audit Committee, or themselves declare that they wish to be elected, through a written proposal (or declaration) to the Board of Directors, which must be filed no later than the start date for the relevant procedure.

4.- Among the candidates, those who obtain the most crosses are elected members of the Audit Committee.

5.- Membership of the Audit Committee is incompatible with membership of the Board of Directors.

RESPONSIBILITIES OF THE ADMINISTRATIVE BODIES OF THE ASSOCIATION

Article 25

Responsibilities of the General Assembly

1.- The General Assembly of the regular members is the governing administrative body of the Association.

2.- All responsibilities which are not granted to another body of the Association by these Articles of Association come under the jurisdiction of the General Assembly.

3.- The responsibilities of the Ordinary General Assembly include:

a.- The approval of the annual report of the transactions of the Board of Directors.

b.- The approval of the financial report and report of the Audit Committee for the past fiscal year.

c.- The approval of the budget for the next fiscal year.

d.- The approval of any type of expenses not provided for in the budget and which do not come under the responsibility of the Board of Directors.

e.- The final determination of the amount of the annual subscription and the extraordinary contribution of members.

f.- The election of the Chair and the Members of the Board of Directors and the Audit Committee.

g.- The nomination of Honorary and Life members.

h.- The ratification of the resolution of the Board of Directors for direct election of a regular member.

i.- The removal of members.
ia.- The determination of policy to be followed by the Board of Directors.
ib.- The approval of the Internal Regulations of the Association.
ic.- Any other matter specified in these Articles of Association, resolved by the Board of Directors or proposed to the Board of Directors in no fewer than ten (10) days, provided that the Board of Directors has not resolved to send invitations for the convening of the Annual (Ordinary) General Assembly Meeting. This proposal must be submitted in writing by one of the other administrative bodies of the Company or the Chair of the Board of Directors or one tenth (1/10) of the number of regular members of the Association.

4.- The responsibilities of the Extraordinary General Assembly include:
a.- Matters that the Board of Directors, by a majority of five sevenths (5/7) of the total number of regular Directors, deems to impose upon the genuine interests of the Association.
b.- Any matters that may be submitted upon a relevant application by two fifths (2/5) of the total number of regular members of the Association.
c.- In exceptional circumstances that necessitate a resolution to be passed for the award of an Honorary Fellow title.

5.- The responsibilities of the Statutory General Assembly include:
a.- Amendments and supplements to the provisions of these Articles of Association
b.- The dissolution of the Association.

Article 26
Responsibilities of the Board of Directors
1.- The Board of Directors is the administrative and executive body of the Association. Under the jurisdiction of the Board of Directors come the following:
a.- The administration of the activities of the Association.
b.- The observance of the provisions of these Articles of Association and the implementation of the resolutions of the General Assembly.
c.- The promotion of the objectives of the Associations by all possible legal means.
d.- The recommendation to the General Assembly for the award of the titles of Honorary and Life Members.
e.- The election of the regular members.
f.- The convening of the General Assembly meetings and the determination of the agenda for these meetings.

g.- The submission of the financial report and budget of the Association to the General Assembly for approval.

h.- The adoption of resolutions on any expenses required by the circumstances and which fulfil the objectives of the Association.

i.- The adoption of resolutions on the content (terms) and the signing of contracts and generally any transaction serving the interests of the Association.

ia.- The acceptance of installments, inheritances, bequests, contributions, grants and generally any kind of financial assistance.

ib.- The proposal to the General Assembly of appointment and dismissal of employees of the Association, in order to specify their responsibilities, obligations and remuneration.

ic.- The proposal to the General Assembly of the determination of the amount of remuneration for services provided by third parties to the Association.

id.- The adoption of a resolution on any matter specified in the provisions of these Articles of Association, and on those not explicitly mentioned as falling under its jurisdiction, should [these] neither be contrary to the objectives of the Association, nor come under the jurisdiction of the General Assembly, in accordance with the opinion of the majority of five sevenths (5/7) of the total number of regular members.

**Article 27**

**Responsibilities of the Chair of the Board of Directors**

The Chair of the Board of Directors:

1.- Represents the Association in any legal relationship before any Judicial or Public or Municipal Authority of whatsoever nature or Organization or a Public Legal Entity or a Private Legal Entity, and in transactions with private individuals (legal or natural persons).

2.- Exercises supervision and control over all services of the Association and informs the Board of Directors accordingly.

3.- Convenes and presides over the meetings of the Board of Directors and the General Assembly and, together with the Secretary, co-signs any document by which the Association appears to its members and to third parties, and also the payment orders.
4.- Orders the payment of the expenses listed in the budget.

5.- Ensures the precise observance of the provisions of the Articles of Association and the resolutions of the General Assembly Meetings and the Board of Directors.

6.- When the Chair is absent and unable to carry out his tasks in general, the Vice-Chair substitutes. Should the Vice-Chair also be absent or unable to act, the most senior Director with the majority of votes presides.

7.- Grants a lawyer the power of attorney for representation of the Association in any legal or extrajudicial case in which legal representation is deemed essential.

Article 28
Responsibilities of the General Secretary

The General Secretary

1.- Follows the course of affairs of the Association and informs the Chair and the Board of Directors accordingly.

2.- Ensures the proper and fast execution of resolutions passed by the General Assembly and the Board of Directors.

3.- Keeps the seal and the Archive and updates the Register of Members of the Association.

4.- Keeps the books required by law, and these Articles of Association, conducts the correspondence and, together with the Chair, countersigns the relevant documents, the minutes of the meetings of the General Assembly and the Board of Directors and the payment orders.

5.- Has all the responsibilities mentioned in other provisions of these Articles of Association.

6.- When the General Secretary is absent or unable to act, one of the regular Directors designated by the Board of Directors substitutes for him.

Article 29
Responsibilities of the Treasurer

The Treasurer

1.- Ensures the safekeeping of the financial and other assets of the Association.

2.- Collects the contributions of the members and miscellaneous revenue and issues the duplicate receipts required by the circumstances.
3.- Keeps the book for recording transactions relating to the assets of the Association required by law and the receipts-expenses book.

4.- Provides whatsoever information and explanation on issues regarding the management of the assets of the Association, as often as the Board of Directors or the Audit Committee may require.

5.- Proceeds to the payment of orders issued by the Association and signed by the Chair and the General Secretary of the Board of Directors.

6.- Deposits and withdraws the money of the Association in/from the Bank as resolved by the Board of Directors and for this purpose the Association is bound by his signature only.

7.- Prepares the financial report and budget for each financial year and submits them to the Board of Directors.

Article 30

Responsibilities of the Audit Committee

1.- The Audit Committee is the body that controls the financial affairs and administration acts undertaken by the other governing bodies of the Association.

2.- The Audit Committee must submit at each Annual General Assembly Meeting a report on issues of financial reporting and budgeting and management of the assets of the Association in general.

3.- Each body involved in any kind of asset management of the Association is obliged to make the budget available to the auditors for purposes of control.

4.- The Audit Committee has the right to:

a.- Request the financial report and budget, the financial accounts and any kind of financial record in the books of the Association for purposes of control.

b.- Request the financial report and budget, the financial accounts and any kind of financial record in the books of the Association for purposes of control.

c.- Be informed through the minutes of meetings of the Board of Directors, the correspondence and the archive of the Association.
GENERAL PROVISIONS

Article 31
Celebration Day
1.- The first Sunday after the day on which it was decided by the founding members to establish the Association is determined to be the celebration day of the Association.

Article 32
Stamp of the Association
1.- The Association has a round seal, around the periphery of which is written the name of the Association in Greek and English, i.e. “ΣΥΛΛΟΓΟΣ ΕΛΛΗΝΩΝ ΕΝΔΟΔΟΝΤΟΛΟΓΩΝ - HELLENIC ASSOCIATION OF ENDODONTISTS” and the number 2012 which is the year of establishment.

2.- The Association furnishes each member with a special certificate, the type of which is determined by resolution of the Board of Directors. It is self-evident that any member removed from the Association is obliged to return this special certificate to the General Secretary of the Association without being requested to do so.

Article 33
Honorary Distinction
If any member or any natural or legal person should wish morally or materially to support the Association in its objectives being pursued, the Board of Directors, upon resolution, may, in addition to their nomination as an honorary member, recommend to the General Assembly the recognition of their services and propose a special award and citation in a special table as a donor, or benefactor, or major benefactor.

Article 34
Liability
The Association is solely and exclusively liable for any obligation towards its members and third parties. Any personal liability of its members by their actions, within the framework of the provisions of these Articles of Association, is excluded.

Article 35
Fiscal Year
The fiscal year of the Association coincides with the calendar year.
Article 36

Dissolution of the Association – Liquidation

1.- The dissolution of the Association is resolved by the Statutory General Assembly meeting in accordance with the provisions of these Articles of Association.

2.- Should the dissolution of the Association be resolved, it is subject to liquidation as follows:

a.- The same General Assembly that resolved the dissolution appoints two liquidators from its regular members.

b.- The net assets of the Association after liquidation will be entirely devolved to a body to be resolved by the General Assembly of the members of the Association at the time of completion of the liquidation.

FINAL PROVISION

Article 37

Any matter not specified in the provisions of these Articles of Association is regulated by resolution of the General Assembly and by the standing provisions of the Law on Associations applicable each time.

TRANSITIONAL PROVISIONS

Article 38

1.- These Articles of Association will be valid and effective as mentioned in its provisions from the day the decision of the Court of First Instance in Athens regarding its approval becomes final and the Association is registered in the special book of Associations of the Court of First Instance in Athens.

2.- The interim Steering Committee following the approval hereof has the obligation, no later than one (1) month from the time of registration of the Association in the book of Associations of the Court of First Instance in Athens, to convene an Ordinary General Assembly Meeting exclusively to conduct elections for the appointment of the first elected Board of Directors and members of the Audit Committee of the Association.

3.- During these elections, [the following] will be elected:

a.- The first Chair of the Board of Directors, for a term of two (2) years.

b.- The next Chair of the Board of Directors, as Vice-Chair of the Board of Directors, also for a term of two (2) years.
c.- Five (5) regular members of the Board of Directors, for a term of three (3) years.
d.- Two (2) substitute members of the Board of Directors, for a term of one (1) year.
e.- The two (2) members of the Audit Committee, for a term of two (2) years.

4.- Although already mentioned in these Articles, until the completion of three (3) years from the year of establishment of the Association, only the founding members of the Association have the right to stand for the positions of Chair and member of the Board of Directors, and after the passage of this time, this right shall also be acquired by whosoever have completed two (2) years as elected regular members.