

1 **Preliminary**2 **Approval of Agenda and Consent Items**

3 *Approval of Agenda.* Before requesting approval of the agenda, Dr. Sabates asked if there were any
4 items of new business. The following item of new business was identified.

- 5
 - Additional Nomination for Honorary Membership (Dr. Graham)

6 Without objection, the new item of business was added to the agenda and the amended agenda was
7 adopted.

8 **B-17-2022. Resolved**, that the agenda, as amended, be approved as the official order of
9 business for the current meeting of the Board of Trustees except that the President may alter the
10 order of the agenda when necessary to expedite business.

11 *Approval of Consent Calendar.* Dr. Sabates reviewed the list of proposed consent items; the following
12 reports were removed from consent.

- 13
 - Report of the Commission on Dental Accreditation, Informational Report on 2021 Administrative
14 Fund (Dr. Fiddler)
 - Report on the Status of the 2022 Board Contingency (Dr. Sherwin)

16 At the request of Dr. Leighty, and without any objection, the Confidential Report of the Advisory
17 Committee on Annual Meetings, SmileCon Location Recommendations 2029 through 2034 (Resolutions
18 B-23 through B-28) was withdrawn.

19 On vote, the consent calendar was adopted, as amended, by the Board of Trustees.

20 **B-16-2022. Resolved**, that the resolutions contained on the Consent Calendar for Board of
21 Trustees consideration be approved, as amended, and reports be filed.

22 **Approval of Minutes of Previous Sessions**

23 *Minutes of the February 6-8, 2022, meeting of the Board of Trustees.* The following resolution was
24 adopted (consent calendar action).

25 **B-37-2022. Resolved**, that the minutes of the February 6-8, 2022, meeting of the Board of
26 Trustees be approved.

27 **Report of Mail Ballot Actions:** In accordance with the *Organization and Rules of the Board of Trustees*,
28 mail ballot actions are required to be reported in the minutes of the next regular meeting of the Board of
29 Trustees. Accordingly, the following mail ballot action is presented. Mail ballot Resolution B-14 was
30 unanimously approved (consent calendar item).

31 **B-14-2022. Resolved**, that the ADA Board of Trustees approves the appointment by Dr. Cesar R.
32 Sabates, ADA President, of Ms. Dawna Michelle Fields to the Give Kids A Smile National Advisory
33 Committee to serve the remainder of Dr. Barbara Shearer's term on the Committee, which expires
34 at the close of the 2022 House of Delegates.

1 **Reports of Standing Committees of the Board of Trustees**

2 **Report of the Audit Committee:** On behalf of the Committee, Dr. Susan Becker Doroshow, chair,
3 presented the report of the Audit Committee’s March 16, 2022, meeting. The report identified major topics
4 discussed, reports received and actions taken.

5 **Report of the Budget and Finance Committee:** On behalf of the Committee, Dr. Linda Edgar, chair,
6 presented portions of the Report of the Budget and Finance Committee’s April 9, 2022, meeting in closed
7 sessions of the Board of Trustees. In open session, the following resolutions were adopted by the Board
8 of trustees.

9 *ASDA District Engagement Strategy.* On behalf of the Committee, Dr. Edgar moved Resolution B-31 as
10 amended by Committee with the recommendation to adopt. On vote, Resolution B-31, as amended, was
11 adopted by the Board of Trustees.

12 **B-31-2022. Resolved,** that the following appropriation be made from the Board Contingent Fund
13 to finance the costs for supporting expansion of the ADA’s Dental School Strategy through a
14 formalized American Student Dental Association (ASDA) District and National Engagement
15 Strategy that includes sponsorships, booth exhibitions, attendee engagements and travel to
16 ASDA’s annual district meetings:

17 Board Contingent Fund
18 Cost Center: 000-0000-000
19 Amount: up to ~~\$95,000~~ \$265,000

20 *Request for Funding in Support of New Mexico Dental Association’s Member Growth.* Dr. Edgar moved
21 Resolution B-32 with the Committee’s recommendation to adopt; on vote, Resolution B-32 was adopted
22 by the Board of Trustees.

23 **B-32-2022. Resolved,** that up to \$50,000 be allocated from the Board Contingent Fund to the
24 New Mexico Dental Association to support the continued work of its membership staff position.

25 *Report of the Division of Technology: Global Replacement of the ADA and Tripartite Association*
26 *Management System (AMS) Reserves Funding Request.* On behalf of the Committee, Dr. Edgar moved
27 Resolution B-36 as amended by Committee with the recommendation to adopt. On vote, Resolution B-36,
28 as amended, was adopted by the Board of Trustees.

29 **B-36-2022. Resolved,** that the following appropriation be made from Reserve Funding for the
30 2022 and 2023 annual budget years and allocated to the line items in stated cost center in
31 accordance with the terms of the supplemental appropriation request to cover the costs of the
32 global replacement of the ADA and Tripartite Association Management System (AMS) ~~over 5-~~
33 ~~years.~~

34 Division of Technology
35 Cost Center: 020-1450-000

36 Global Replacement of the AMS (years one and two) – ~~up to \$36,158,000~~
37 2022 = \$9,340,000
38 2023 = \$10,300,000
39 ~~2024 = \$7,592,000~~
40 ~~2025 = \$4,560,000~~
41 ~~2026 = \$4,365,000~~

1 *Talent Assessment Funding Request.* This report was discussed in a closed session of the Board of
2 Trustees. In open session, Dr. Edgar moved Resolution B-38 with the Committee’s recommendation to
3 adopt; on vote, Resolution B-38 was adopted by the Board of Trustees.

4 **B-38-2022.** (Confidential Action)

5 *Strategic Forecast Task Force.* This report was discussed in a closed session of the Board of Trustees.
6 In open session, Dr. Edgar moved Resolution B-40 with the Committee’s recommendation to adopt; on
7 vote, Resolution B-40 was adopted by the Board of Trustees.

8 **B-40-2022.** (Embargoed Action)

9 **Report of the Compensation Committee:** On behalf of the Committee, Dr. Paul Leary, chair, presented
10 the report of the Compensation Committee’s April 9, 2022, meeting. The report identified major topics
11 discussed, reports received and actions taken.

12 **Report of the Diversity and Inclusion Committee:** On behalf of the Diversity and Inclusion Committee,
13 Dr. Susan Becker Doroshow, chair, presented a report of the Committee’s March 15, 2022, meeting. The
14 report identified major topics discussed, reports received and actions taken. Dr. Doroshow moved
15 Resolution B-33 with the Committee’s recommendation to adopt; on vote, Resolution B-33 was adopted
16 by the Board of Trustees.

17 **B-33-2022. Resolved,** that members of the Board of Trustees take on the role of “sponsor” in
18 implementing a cultural change at the district, state and local levels, on diversity and inclusion
19 and efforts be reported back to the Board on a defined basis.

20 **Report of the Governance Committee:** On behalf of the Committee, Dr. James Stephens, chair,
21 presented the report of the Committee’s April 9, 2022, meeting. The report identified major topics
22 discussed, reports received and actions taken.

23 *Advisory Committee on Annual Meetings (CAM) Charter.* On behalf of the Committee, Dr. Stephens
24 moved Resolution B-41 as further amended by Committee with the recommendation to adopt. Additional
25 additions are highlighted and double underscored and additional deletions highlighted and double
26 ~~stricken~~. On vote, Resolution B-41 was adopted by the Board of Trustees.

27 **B-41-2022. Resolved,** that the Governance Committee of the ADA Board of Trustees
28 recommend adoption of the following Advisory Committee on Annual Meetings Charter by the
29 ADA Board of Trustees.

30 **Committee on Annual Meetings**

31 **CHARTER**

32 **ADVISORY COMMITTEE ON ANNUAL MEETINGS**

33 **Purpose.** The primary purpose of the Advisory Committee on Annual Meetings (CAM) is
34 to provide oversight and vision in the development of SmileCon so that it a manner that
35 provides an exceptional member experience at the annual meeting, to provide meeting
36 oversight in a manner that generates non-dues revenue, celebrating the best aspects of
37 our profession, becoming a hallmark touch point for ADA membership, improving member
38 loyalty to the ADA and to advise the Board on matters relating to the Committee’s duties.

39 ~~**Composition and Selection.** The Committee on Annual Meetings shall consist of~~
40 ~~fourteen sixteen (146) members: nine eleven (911) gGeneral mMembers, of which four~~

1 ~~must be New Dentists, two (2) Local Arrangements mMembers, two (2) tTrustees or vVice~~
2 ~~pPresidents; and one (1) New Dentist Member.~~

3 **Composition and Selection.** The Committee on Annual Meetings shall consist of the
4 following groups of members:

5 General Members: Initially, the committee shall have eleven (11) General Members, but
6 shall return to nine (9) General Members by the close of the 2023 House of Delegates.*
7 At least four (4) of the General Members shall be characterized as new dentists**.

8 Two (2) Local Arrangements members:

9 Two (2) trustees or vice presidents; and

10 One (1) member selected by the New Dentist Committee.

11 **General Member Selection.** The Board shall select the General Mmembers to fill open
12 positions on of the Ccommittee based on nominations from any Board Mmember. The nine-
13 (9) general members shall be selected based on a specific set of skills. Selection of a
14 General Members shall be based on a candidate’s possession of specific skills and
15 knowledge. The Board is encouraged to consult with the existing CAM Members on the
16 suitability of said candidates for selection to CAM.

17 General Committee Mmembers must have experience with one or more of the following
18 areas shall possess the following characteristics:

19 Innovative Thinking

20 Leadership Skills

21 Adaptable to Change

22 Focus on the Early Career and New Dentist Segments

23 Collaborative and Respectful of Differing Opinions and Group Consensus

24 Continuing Education

- 25 • ~~content curation and/or speaker selection,~~
- 26 • ~~continuing education planning or dental education experience at local, state, regional~~
27 ~~or national dental meetings-~~
- 28 • ~~university or corporate professional continuing education planning~~
- 29 • ~~knowledge of the current speaking circuit.~~

30 Exhibitor Relations

31 General Committee Members shall also possess one or more of the following:

32 Meet & Play:

* In order to transition to the revised committee composition in the committee’s charter, the number of General Members serving on the committee will increase from nine (9) to eleven (11) members upon the adoption of the charter, but return to nine (9) General Members at the adjournment *sine die* of the 2023 House of Delegates by not replacing the two (2) General Members whose terms expire at that time. This footnote shall expire at the adjournment *sine die* of the 2023 House of Delegates.

** As used in this charter, the term “new dentist” shall mean an ADA member who received a D.D.S. or D.M.D. degree less than ten (10) years before the time of their selection as a General Member.

- 1 • Acumen related to creating attendee experiences that are attractive to a
- 2 diverse spectrum of attendees
- 3 • Experience working with and understanding of early career and new dentist
- 4 segments to develop experiences

5 Learn:

- 6 • Ability to curate and develop content that embraces new and innovative learner
- 7 experiences
- 8 • Understanding the learning needs and preferences of early career and new
- 9 dentists
- 10 • Ability to identify a diverse speaker set attractive to the entire spectrum of the
- 11 ADA membership.
- 12 • Knowledge of dental speakers for the dentist and the dental team

13 General Committee members must also meet the following requirements:

- 14 ~~○ No general committee members shall serve simultaneously in leadership on~~
- 15 ~~any constituent, component or significant private meetings.~~
- 16 ~~○ Prior to assuming a position on CAM, a General Committee member must~~
- 17 ~~agree, in a form approved by the ADA Legal Division, not to serve in leadership~~
- 18 ~~on any constituent, component or significant domestic private meetings for two~~
- 19 ~~years after leaving CAM.~~
- 20 ~~○ Each general member shall sign a conflict of interest and non-disclosure form.~~

21 In order to ensure the protection of ADA intellectual property, General Committee Members

22 must agree to the following:

- 23
- 24 • General Committee Members may not serve in a meeting planning capacity for
- 25 any other dental organization during their tenure on CAM.
- 26 • General Committee Members may not serve in a meeting planning capacity for
- 27 any other dental organization for two years after completing their assignment to
- 28 CAM.
- 29 • General Committee Members must sign a conflict of interest and non-
- 30 disclosure form ~~prior to their first CAM meeting~~ at the time of their nomination.

31 **Local Arrangements Member Selection.** The Board shall approve one (1) member from

32 the state hosting the current year’s meeting and one (1) member from the following year’s

33 meeting location. A letter will be sent from the Committee to the state dental organization in

34 which SmileCon will take place two and a half years prior to the scheduled meeting,

35 requesting a nomination from that state to serve on the Committee. The nominee shall be

36 submitted to the President for approval by the Board prior to becoming a member of the

37 Committee.

38 **Two Trustees or Vice Presidents.** Two (2) Board of Trustee members (trustees or vice

39 presidents), appointed by the President, shall be members of CAM without the right to

40 vote. The Committee Vice Chair shall be appointed named by the President, contingent

41 upon with Board approval, from among Board Trustees and Second Vice Presidents.

42 Following the year as The Committee Vice Chair, they shall automatically succeed to the

43 position of Committee Chair for the second year of their term.

1 ***New Dentist Committee Appointed Member***. The Board shall approve one (1) New Dentist
2 Member nominated by the New Dentist Committee to serve a one (1) year term. ~~The New-~~
3 ~~Dentist Member shall be eligible to serve up to four (4) one (1) year terms as a New Dentist-~~
4 ~~Member.~~

5 ***Liaisons***. The Committee shall have one (1) non-voting liaison selected by the American
6 Student Dental Association (ASDA) confirmed by the President. The Committee may have
7 liaisons from other councils, committees or commissions or other outside entities with the
8 approval of the President.

9 ***Term***. ~~The nine (9) general members are to each serve a single staggered five (5) year term;~~
10 ~~the two (2) Local Arrangements members are to each serve a single two (2) year term; the two~~
11 ~~(2) trustees or vice presidents shall each serve a single two (2) year term; the New Dentist~~
12 ~~Committee liaison and ASDA liaison are to each serve a one (1) year term.⁴~~

- 13 ~~• The eleven (11) General Members are to each serve one (1) staggered five (5)~~
14 ~~year term.~~
- 15 ~~• The two (2) Local Arrangements members are to each serve a single two (2)~~
16 ~~year term~~
- 17 ~~• The two (2) Trustees or Vice Presidents shall each serve a single two (2)~~
18 ~~year term~~
- 19 ~~• The New Dentist Committee and ASDA liaisons are to each serve a one (1)~~
20 ~~year term. A New Dentist Liaison is eligible to serve up to four (4) one (1)~~
21 ~~year terms as is a New Dentist Member.~~

22 The terms of the Committee members shall be as follows:

23 General Members: Presently, General Members serve a single five (5) year term, with
24 the terms staggered so that the terms of two (2) General Members expire each year,
25 except every fourth year, terms of three (3) General Members expire. Commencing with
26 the General Members who begin their tenure at the close of the 2024 House of
27 Delegates, the terms of General Members shall be a single four (4) year term.

28 Local Arrangement Members: Each Local Arrangement Members is to serve a single two
29 (2) year term.

30 Trustees or Vice President Members: Each Trustee or Vice President Member shall
31 serve a single two (2) year term.

⁴To take effect at the close of the 2017 House meeting, the Board shall select two members for one year terms; two members for two year terms; two members for three year terms; two members for four year terms, and one member for a five year term. This footnote shall expire after the close of the 2021 House of Delegates.

³The chair for the 2018 Meeting shall be the Meeting Chair of the 2018 Meeting. The Board shall select the Meeting Chair of the 2019 Meeting. The Committee shall elect the Meeting Chair of the 2020 Meeting in accordance with this charter. This footnote shall expire at the end of the 2020 House of Delegates.

The New Dentist Committee Member: The Member selected by the New Dentist Committee shall serve a one (1) year term. The Member selected by the New Dentist Committee is eligible to serve up to four (4) one (1) year terms.

Selection and Election of Meeting Chair-elect. The Meeting chair-elect of the Committee on Annual Meetings for the succeeding year [following the current Meeting Chair] shall be elected by ballot from the second and third-year General Members who consent to be nominated for the position. The election of the chair-elect shall be governed by the election procedure set forth in the ADA Bylaws, Chapter III, Section 120, Method of Election. The ADA Board of Trustees shall be notified of the identity of the individual elected as chair-elect.

Selection of Meeting Chair. In order to encourage continuity of knowledge and to better position the nominee to take on the duties of the meeting chair at the beginning of the term, the Meeting chair of the Committee on Annual Meetings for the next succeeding year shall be selected by nominating the individual who currently serves as Meeting chair-elect of the Committee on Annual Meetings. The Meeting chair shall be an ex officio member of the Committee without the right to vote. If the Meeting chair-elect's term on the Committee on Annual Meetings is not expired when the Meeting chair-elect assumes the office of chair, that position shall be declared vacant, and shall be filled in accordance with the procedure stated in the Vacancies section of this charter. The ADA Board of Trustees shall be notified of the identity of the individual selected as Meeting chair of the Committee.

Vacancies. The President shall appoint a ~~G~~general ~~C~~committee ~~M~~member, subject to Board approval, if a vacancy occurs. If the term of the vacated ~~G~~general ~~M~~member position has less than fifty percent (50%) of a ~~member's~~ full ~~five-year~~ term remaining at the time the successor ~~G~~general ~~M~~member is appointed ~~or elected~~, the successor ~~G~~general ~~M~~member shall be eligible for election to a new five-year term. If fifty percent (50%) or more of the vacated term remains to be served at the time of the appointment, the successor general member shall not be eligible for another term.

Committee Chair, Vice Committee Chair, Meeting Chairs. The Committee shall have a Committee Chair, Vice Committee Chair, Meeting Chair of the [current year] Meeting, and Meeting Chair of the [following year] Meeting ~~and Meeting Chair of the second following-year Meeting.~~

Duties of Committee Chair:

In collaboration with the Meeting Chair and committee staff, the Committee Chair shall be responsible for the governance of the Committee and shall preside over all Committee meetings, develop meeting agendas and, in general, assure appropriate functioning of the Committee.

Duties of Committee Vice Chair:

The Committee Vice-Chair shall assist the Committee Chair in ~~his or her~~ their duties, shall fulfill the duties of the Committee Chair in ~~his or her~~ their absence, ~~and shall succeed to the position of Committee Chair at the end of the Committee Chair's term or when that position is vacated.~~

Selection and Duties of a Meeting Chair of the [year] Meeting:

The Committee shall elect a nominee for ~~the~~ Meeting Chair two years prior to the year meeting for which they will serve as Meeting Chair. ~~Members of the Committee interested in that position will submit their curriculum vitae and~~

1 ~~statements of interest two months prior to the nominee selection process. Each~~
2 ~~nominee will be given equal time to present a nominating speech to the~~
3 ~~Committee. The Committee shall select the nominee by majority vote. The~~
4 ~~nominee is presented to the ADA Board of Trustees for approval.~~

5 The Meeting Chair of the ~~the [year] Meeting~~ of the current Meeting shall collaborate
6 with the Committee Chair on operations of the Committee. The Meeting Chair shall
7 oversee the carrying out of the Committee’s duties with respect to the meeting for
8 which ~~he or she~~ they serves as Meeting Chair. The Meeting Chair shall provide
9 reports to the Committee Chair in the usual course of ~~his or her~~ their duty and shall
10 provide reports to the Committee at the request of the Committee Chair. The
11 Meeting Chair may make appointments from among CAM members to carry out
12 these duties. The meeting Chair appoints the Learning Experiences Chair for that
13 meeting.

14 **~~Selection of Committee Vice Chair and Committee Chair~~** ~~The Committee Vice Chair~~
15 ~~shall be named by the President, with Board approval, from among Board trustees and~~
16 ~~vice presidents, for a total term of two (2) years. Following the year as Committee Vice~~
17 ~~Chair, they shall automatically succeed to the position of Committee Chair for the second~~
18 ~~year of their term.~~²**Selection of SmileCon Chairs:**

19 ~~MEETING CHAIR: The Committee shall elect the Meeting Chair two years prior to the~~
20 ~~year meeting for which they will serve as Meeting Chair. Members of the Committee~~
21 ~~interested in that position will submit their curriculum vitae and statements of interest two~~
22 ~~months prior to the nominee selection process. Each nominee will be given equal time to~~
23 ~~present a nominating speech to the Committee. The Committee shall select the nominee~~
24 ~~by majority vote.~~³

25 ~~LEARNER EXPERIENCES CHAIR: The Meeting Chair of each Meeting may select the~~
26 ~~Learner Experiences Chair for that meeting.~~

27 ~~*Ad Hoc Committees and Subcommittees.* The Committee shall have an Ad Hoc Committee~~
28 ~~on Local Arrangements for the current year’s annual meeting and a Second Ad Hoc~~
29 ~~Committee on Local Arrangements for the following year’s annual meeting.~~

30 ~~The First Ad Hoc Committee shall be made up of the designated Local Arrangements~~
31 ~~member that sits on the Committee on Annual Meetings. This person shall serve as the chair~~
32 ~~of this committee. The Committee on Local Arrangements Chair choose an appropriate~~
33 ~~number of members necessary to fulfill the responsibilities of the committee. The committee~~
34 ~~is to function on a local basis in the grassroots and word of mouth promotion of the meeting,~~
35 ~~the recruitment of volunteers needed for the annual meeting and to help onsite during the~~
36 ~~annual meeting. Only the chair of the committee is a member of the Committee on Annual~~
37 ~~Meetings.~~

38 ~~The Second Ad Hoc Committee shall be made up of the designated Local Arrangements~~
39 ~~member that sits on the Committee on Annual Meetings. This person shall serve as the chair~~
40 ~~of this committee. The Committee on Local Arrangements Chair shall choose an appropriate~~
41 ~~number of members necessary to fulfill the responsibilities of the committee. The committee~~
42 ~~is to function on a local basis in the grassroots and word of mouth promotion of the meeting,~~
43 ~~recruitment of volunteers needed for the annual meeting and to help onsite during the annual~~
44 ~~meeting. Only the chair of the committee is a member of the Committee on Annual Meetings.~~

1 The Committee on Annual Meetings may have other ad hoc committees or subcommittees as
2 it deems appropriate.

3 **Budget.** Funding for the work of the Committee shall come from the budget of the
4 Division of Conferences and Continuing Education, CAM Administration and Travel
5 Budget.

6 **Meetings.** The Committee on Annual Meetings will meet in person at a minimum of one
7 time per year. The Committee ~~may meet in person additionally as needed to fulfill its work~~
8 ~~and is subject to funding,~~ subject to funding, may have additional in-person meetings as
9 needed to fulfill its work. The Committee may meet ~~by conference call~~ virtually as needed
10 to adequately fulfill all the obligations and duties outlined in the Ccharter. All Committee
11 Members are expected to attend each meeting, in person or electronically. ~~In addition,~~
12 ~~subcommittees may meet in person, subject to funding, or by conference call. The~~
13 ~~Committee shall utilize ADA Connect to the extent practical to carry out its work.~~

14 ~~*Meetings of the Exhibitor Advisory Committee*²: The Meeting Chair of the current Meeting-~~
15 ~~shall appoint one or two committee members to attend meetings of the Exhibitor Advisory-~~
16 ~~Committee.~~

17 **Confidentiality.** All information regarding future ADA meetings, CAM documents,
18 discussions, communications, plans, speaker selection, meeting design and all other
19 operations shall be considered confidential unless otherwise noted.

20 **Duties.** The Committee shall ~~provide oversight and advice~~ determine the goals, vision and
21 strategic direction on:

- 22 • Strategic planning – based on organizational strategic plan and goals;
23 advise the Board on how SmileCon annual meetings aligns and assist in
24 the delivery of the plan goals.
 - 25 • Site Selection – ~~Recommend to the Board for its approval~~ Work
26 collaboratively with ADA staff and the Board of Trustees to establish site
27 selection criteria for future meeting locations, review past meeting location
28 performance, review new meeting location attractiveness to ADA
29 membership, and, after consultation with the Speaker and Secretary of the
30 House of Delegates, recommend to the Board for its approval locations that
31 meet this criteria.
 - 32 • Meet - Networking for members and attendees outside of scheduled social /
33 special events.
 - 34 • Play - Special ~~E~~vents which improve the meeting attendee experience and
35 value to ADA membership.
 - 36 • ~~Learn - Continuing Education Program~~ – Oversee the development of a CE
37 program which will improve meeting attendance and add value to ADA
38 membership.
 - 39 • Approve and report to the Board on the registration, exhibit booth, and
40 other specific fees related to SmileCon ~~the ADA annual session.~~
 - 41 • Exhibitor Relations - to reflect current industry trends and to protect the
42 brand value of the ADA
-

1 *Give Kids A Smile Charter:* On behalf of the Committee, Dr. Stephens moved Resolution B-42 as
2 amended by Committee with the recommendation to adopt. On vote, Resolution B-42 was adopted by the
3 Board of Trustees.

4 **B-42-2022. Resolved**, that the section of the *Organization and Rules of the Board of Trustees*
5 concerning the Give Kids A Smile National Advisory Committee be amended to read as follows:

6 **Give Kids A Smile National Advisory Committee:** The GKAS National Advisory Committee
7 shall be an advisory committee to the ADA's Department of Corporate Social Responsibility
8 and Philanthropy (the "Department").

9 *Composition.* The Committee shall be composed of not less than 7 and not more than 12
10 members, with at least one member from each of the following categories: American Student
11 Dental Association/New Dentist member, and Interprofessional (i.e., non-dental professional)
12 member. In addition, at least two representatives from industry and at least two GKAS
13 Ambassador Alumni members and at least one but no more than two current members of the
14 ADA Board of Trustees. All Committee members shall have the right to vote.

15 *Appointment.* Committee members shall be appointed by the ADA President with the approval
16 of the Board of Trustees. Suggestions for appointment may be made by the Department, by
17 the Committee itself, and by individual Board members.

18 *Term and Tenure.* The terms of service for members of the Committee who are Board
19 members shall be one year, renewable as long as the member remains a member of the
20 Board. Non-Board members shall serve for a four-year term, or such lesser or greater term as
21 results from staggering the terms. Non-Board members shall be eligible for additional one-year
22 terms at the discretion of the President and Board of Trustees.

23 *Chairs.* Except as otherwise provided in this paragraph, the Committee shall may select two its-
24 own chairs: one chair whose skills and experience represent the perspective of the dental
25 profession and one chair whose skills and experience represent the perspective of the dental
26 industry. The chairs shall serve concurrently. If for any reason the Committee determines that it
27 cannot select two chairs, it shall may select one chair, with skills and experience representative of
28 either perspective noted above. The A candidate for chair must serve at least one year on the
29 Committee in order to be appointed as a chair. The A chair has the right to vote.

30 *Meetings.* The Committee shall meet at least annually in person, and at such other times
31 either in person or by conference call as the Committee deems necessary.

32 *Duties.* The Committee shall be responsible for providing strategic advice to the Department
33 with respect to Give Kids A Smile (GKAS). In addition, the Committee shall select the site for
34 the following year's national kick-off event.

35 *Reports.* The Department shall periodically provide reports to the Board of Trustees and will
36 include in such reports input received from the Committee.

37 *Presidential Authority to Establish Workgroups or Task Forces and Appoint Members.*
38 Dr. Stephens moved Resolution B-43 with the Committee's recommendation to adopt. On vote,
39 Resolution B-43 was adopted by the Board of Trustees.

1 **B-43-2022. Resolved**, that Chapter X., Section 20. of the ADA *Bylaws* be amended as follows
2 (additions underscored, deletions ~~stricken through~~):

3 Section 20. SPECIAL COMMITTEE. A special committee is a group formed to perform tasks
4 not otherwise assigned by the Bylaws or the Governance Manual. A special committee will
5 cease to exist at the earlier of the completion of its assigned tasks or at the adjournment *sine*
6 *die* of the annual session of the House of Delegates following its creation.

7 A. ESTABLISHMENT AND DUTIES. The House of Delegates, Board of Trustees, ADA
8 President, councils and commissions of the ADA may establish special committees. The
9 resolution or motion or, in the case of the ADA President, declaration, establishing a special
10 committee shall specify the tasks and scope of responsibility assigned to the special
11 committee.

12 B. MEMBERSHIP AND MEMBER APPOINTMENT, TERM AND TENURE. The resolution, ~~or~~
13 motion or declaration establishing a special committee shall specify the number and type of
14 committee members, their method of selection and the term and tenure of members of the
15 Committee.

16 C. RULES OF OPERATION. The rules of operation and procedures of special committees
17 shall be as set forth in the *Governance Manual* and the rules of body establishing the special
18 committee.

19 D. FUNDING. Unless otherwise specified in the resolution or motion establishing a special
20 committee, any funding required by the special committee to fulfill its assigned tasks shall be
21 the responsibility of the body establishing the special committee. In the case of a special
22 committee being established by the President, any funding required by the special committee
23 to fulfill its assigned tasks shall be the responsibility of the Board of Trustees.

24 E. REPORTING. All reports of a special committee shall be directed to the body that
25 established the committee.

26 F. PRIVILEGE OF THE FLOOR. Chairs and members of special committees who are not
27 members of the House of Delegates shall have the right to participate in the debate on any
28 reports originating with their respective special committees but shall have no other rights
29 unless that person is a duly credentialed delegate or alternate delegate.

30 and be it further

31 **Resolved**, that Chapter V., Section 90.A. of the ADA *Bylaws* be amended by the inclusion of a
32 newly enumerated duty, as follows (additions underscored, deletions ~~stricken through~~):

33 Section 90. DUTIES:

34 A. PRESIDENT. It shall be the duty of the President to:
35 * * *

36 g. Declare the establishment of special committees.

37 h. Review travel reimbursements for the Treasurer.

38 i. Perform such other duties as may be provided in these Bylaws and/or the Governance
39 Manual.

1 Note: This action requires a Board Resolution to the House of Delegates.

2 *New Dentist Chair as Voting Member of the Board of Trustees.* Dr. Stephens moved Resolution B-44
3 with the Committee's recommendation to adopt. On vote, Resolution B-44 was adopted by the Board of
4 Trustees.

5 **B-44-2022. Resolved**, that the following amendments to the *Organization and Rules of the Board*
6 *of Trustees* be adopted to conform to the New Dentist Committee chair being named a voting
7 member of the Board of Trustees by the adoption of Resolution 53H-2021 by the House of
8 Delegates (additions underscored, deletions ~~stricken through~~):

9 **Vacancy on Board of Trustees:** [Board Rules, p. 3] The procedure governing a vacancy in
10 the office of trustee is contained in Chapter V, Section 60 of the *Bylaws* and Chapter V,
11 Section D of the *Governance Manual*. The procedure governing a vacancy in the office of
12 New Dentist Committee chair is contained in the New Dentist Committee charter contained in
13 these Rules.

14 **Removal of ~~Trustee Member of the Board of Trustees for Cause:~~** [Board Rules, p. 3]
15 Removal of a trustee for cause is governed by the provisions of Chapter V, Section 50 of the
16 *Bylaws* and Chapter V, Section C of the *Governance Manual*. If a trustee is so removed, the
17 resulting vacancy shall be filled in accordance with Chapter V, Section 60 of the *Bylaws* and
18 Chapter IV, Section D of the *Governance Manual*. Removal of the New Dentist Committee
19 chair for cause is governed by the provisions of the section of the *Standing Rules for*
20 *Councils and Commissions* entitled "Removal of Members of Councils for Cause." If the chair
21 of the New Dentist Committee is removed, the resulting vacancy shall be filled in accordance
22 with the provisions of the New Dentist Committee charter contained in these Rules.

23 **Attendance at Regular Meetings:** [Board Rules, p. 3] When the Board of Trustees is in
24 regular meeting, the elective officers, the trustees, the Executive Director, the New Dentist
25 Committee chair, the Speaker of the House of Delegates, and, on the invitation of the
26 President, designated council and staff members shall be privileged to be in regular
27 attendance. Others may be privileged to attend for consultation on the invitation of the
28 President. No action shall be taken by the Board of Trustees until such consultants have
29 retired. Candidates for the office of President-elect may be privileged to attend regular Board
30 meetings in a non-voting, non-speaking capacity at the invitation of the President, provided
31 that such candidates shall have entered into confidentiality agreements with the Association
32 in which they agree that information that becomes known to them by reason of their
33 attendance at any Board meeting is confidential and shall not be disclosed except to the
34 extent that any such information is disclosed by the Board.

35 All candidates for the office of President-elect shall receive the following information in a
36 timely manner following official meetings of the Board of Trustees:

- 37
- Agenda
 - Any non-confidential reports of the Board
 - Unofficial actions of the Board
- 38
39

40 **New Dentist Committee**

41 *Chair and Vice Chair.* [Board Rules, p. 21] The New Dentist Committee shall nominate a
42 chair and submit the name of that member to the Board of Trustees for consideration. One
43 member of the New Dentist Committee may be elected annually by the affirmative vote of a
44 majority of members present and voting to serve as vice chair. The New Dentist Committee
45 chair shall serve as a voting member of the Board of Trustees. In the event of a vacancy in

1 the office of New Dentist Committee chair, the vice chair shall assume the position and
2 responsibilities of chair for the remainder of the vacated chair's term.

3 *Embargoed Resolutions.* Dr. Stephens moved Resolution B-45 with the Committee's recommendation
4 to adopt. On vote, Resolution B-45 was adopted by the Board of Trustees.

5 **B-45-2022. Resolved**, that the section of the *Organization and Rules of the Board of Trustees*
6 entitled "Embargoed Resolutions" be amended as shown (additions underscored, deletions
7 ~~stricken through~~):

8 **Embargoed Resolutions:** Resolutions designated as embargoed during any regular or
9 special meeting of the ADA Board of Trustees shall be maintained in the Restricted Folder
10 Library in the Board's ADA Connect site in a separate file labeled "Embargoed Resolutions"
11 until such time as the embargo is removed. Prior to each meeting of the Board of Trustees,
12 each member of the Board of Trustees shall receive a listing of each resolution that is
13 currently embargoed, together with the date that it is anticipated that the embargo will be
14 removed. Within three business days following the adjournment of a Board of Trustees
15 meeting, the members of the Board of Trustees shall receive an updated list of embargoed
16 resolutions that identifies (1) any embargos removed, and (2) any new resolutions to which
17 embargos have been applied since the distribution of the prior embargoed resolutions list.
18 ~~Further, when~~ When an the embargo is lifted as to any resolution, the Board shall be notified
19 of such action.

20 *Inclusivity Language.* Dr. Stephens moved Resolution B-46 with the Committee's recommendation to
21 adopt. On vote, Resolution B-46 was adopted by the Board of Trustees.

22 **B-46-2022. Resolved**, that the amendments to the *Organization and Rules of the Board of*
23 *Trustees* designed to foster inclusivity listed in the table accompanying this report as Appendix 1
24 be adopted.

25 Note. Appendix 1 is appended on pages 20-22.

26 **Report of the Pension Committee:** On behalf of the Committee, Dr. Ted Sherwin, chair, presented
27 the report of the Committee's March 24, 2022, meeting. The report identified major topics discussed
28 and actions taken.

29 **Direct-to-Dentist**

30 **Report of the ADA Business Group:** This informational report provided a general overview of the ADA
31 Business Group including a recap of 2021 financial performance while focusing on the near future various
32 changes (consent calendar item).

33 **Tripartite Clients**

34 **Nominations for SmileCon 2023 Committee on Local Arrangements (CLA) Chair:** The Board of
35 Trustees adopted the following resolution (consent calendar action).

36 **B-22-2022. Resolved**, that Dr. Bertram Hughes, Florida, be appointed to serve as the Committee
37 on Annual Meetings Local Arrangements Member for a sixteen-month term (2022-2023), to take
38 effect immediately upon appointment at the April 2022 ADA Board of Trustees meeting.

39 **Report of the Advisory Committee on Annual Meetings, SmileCon Registration Revenue Share**

1 **Policy:** The Board of Trustees adopted the following resolution (consent calendar action).

2 **B-29-2022.** (Embargoed Resolution)

3 **Report of the Division of Legal Affairs: Summary of Litigation and Other Matters:** This confidential
4 report was presented in an attorney-client session with the Board.

5 **Professional / Public Stakeholders**

6 **Report of Nominations to the Council on Scientific Affairs.** The Board of Trustees adopted the
7 following resolution (consent calendar action).

8 **B-15-2022. Resolved,** that the names and qualifications of the following four individuals be
9 transmitted to the 2022 House of Delegates as nominees for membership on the Council on
10 Scientific Affairs for the 2022-2026 term.

11 Dr. Simone Duarte (District 7)
12 Dr. Violet I. Haraszthy (District 2)
13 Dr. Jennifer S. Holtzman (District 4)
14 Dr. Livia M. Tenuta (District 9)

15 **Report of the Senior Vice President, Education and Professional Affairs: Update on Progress in**
16 **Developing a Licensure Compact for Dentistry and Dental Hygiene:** This informational report
17 provided an update on recent activity on compact development (consent calendar item).

18 **Report of the Commission on Dental Accreditation: Informational Report on 2021 Administrative**
19 **Fund:** This informational report provided a summary (January through December) on the 2021 CODA
20 Administrative Fund activity. This report was removed from the Consent Calendar for purposes of
21 clarification. The first page of the report, lines 39-43, in the sentence beginning with "In addition, the
22 Board pledged that the ADA would provide funding needed above the \$300,000 cap..." The word
23 "pledged" may be misinterpreted to mean that the Board would provide a blank check to CODA. In a June
24 19, 2020, letter to then CODA Chair, Dr. Lee, the ADA President wrote, "the ADA stands ready to provide
25 its own reserve or contingent funds as appropriate and in an expedited fashion if the Commission
26 encounters extraordinary circumstances and financial needs beyond the yearly cap on the Administrative
27 Fund." It was requested that the minutes reflect this clarification. In response to this request, Dr. Ziebert
28 indicated that he would draft a letter to CODA asking that the report be resubmitted with the appropriate
29 language.

30 **Report of the Council on Membership: Member Value Innovation:** This informational report outlined
31 recent activities of the Member Value Innovation Joint Action Team (JAT). JAT's charge is to offer input,
32 guidance and support into the evaluation and development process for member value assets that support
33 the recruitment and retention of ADA members across the tripartite (consent calendar item).

34 **Report on Activity of the Medicaid Task Force:** This information report provided an update on Task
35 Force activities (consent calendar action).

36 **Report on Nominations for ADA Honorary Membership.** The Board of Trustees adopted the following
37 resolution (consent calendar action).

38 **B-18-2022. Resolved,** that Honorary Membership to the American Dental Association be
39 awarded to:

40 Ms. Priscilla Marshall Allen

1 **Report of Nomination for ADA Distinguished Service Award.** The Board of Trustees adopted the
2 following resolution (consent calendar action).

3 **B-35-2022. Resolved**, that the 2022 Distinguished Service Award be presented to Dr. Zach D.
4 Studstill.

5 **Review of the Policy, Disclaimer Policy for Advertisers and Exhibitors:** In accordance with
6 Resolution 170H-2012, Regular Comprehensive Policy Review, the Committee on Annual Meetings
7 reviewed the Disclaimer Policy for ADA Advertisers and Exhibitors (Trans.1996:732). The Board of
8 Trustees adopted the following resolution (consent calendar action).

9 **B-21-2022. Resolved**, that the ADA Board of Trustees retain the Disclaimer Policy for ADA
10 Advertisers and Exhibitors (*Trans.*1996:732) as currently written.

11 **Disclaimer Policy for ADA Advertisers and Exhibitors (*Trans.*1996:732)**

12 The ADA does not endorse directly or indirectly the product or service that is the subject
13 of the advertisement or exhibit unless the advertisement or exhibit specifically includes
14 an authorized statement that such approval or endorsement has been granted.

15 Note: The review of this ADA Policy will be reported out in Board Report 1 to the House of Delegates.

16 **Council on Scientific Affairs: Proposed ADA Endorsement of Clinical Practice Guideline on Acute**
17 **Pain Management and Accompanying Decision Aids:** The Board of Trustees adopted the following
18 resolution.

19 **B-34-2022. Resolved**, that the American Dental Association endorse the manuscript entitled
20 "Evidence-based clinical practice guideline for the management of acute dental pain in
21 adolescents, adults, and older adults", and its accompanying decision aids, as presented in this
22 report.

23 **Admission Test for Dental Hygiene (ATDH) Progress Update:** The Board considered the following
24 resolution.

25 **B-30. Resolved**, that the Admission Test for Dental Hygiene (ATDH) Steering Committee be
26 sunset in recognition of the successful fulfillment of its assigned duties.

27 An amendment was offered to clarify the issue of oversight. Following discussion, the motion to amend B-
28 30 was adopted. On vote, Resolution B-30, as amended, was adopted by the Board of Trustees.

29
30 **B-30-2022. Resolved**, that the Admission Test for Dental Hygiene (ATDH) Steering Committee
31 be sunset in recognition of the successful fulfillment of its assigned duties, and be it further

32 **Resolved**, that the issue of oversight of the ATDH be referred to the Council on Dental Education
33 **and Licensure.**

34 **Report of Senior Vice President, Government and Public Affairs: Federal and State Legislative,**
35 **Regulatory, and Public Affairs:** Mr. Graham reported on funding oral health programs, Medicaid,
36 student loan reform, dental insurance reform and student lobby day.

37 **Report of the New Dentist Committee:** On behalf of the New Dentist Committee, Dr. Walbridge
38 presented his report to the Board of Trustees. Dr. Walbridge moved the following resolutions; on vote,
39 Resolutions B-19 and B-20 were adopted by the Board of Trustees.

1 **B-19-2022. Resolved**, that Dr. Ellyce Clonan be nominated to serve as the New Dentist Member
2 of the Council on Scientific Affairs for the 2022-2023 term, and be if further

3 **Resolved**, that Dr. Clonan's nomination be transmitted to the 2022 House of Delegates.

4 **B-20-2022. Resolved**, that Dr. James Lee, Massachusetts, be appointed to serve as Chair of the
5 New Dentist Committee for 2022-2023 term.

6 Dr. Walbridge proposed the following Resolution for the Board's consideration. On vote, Resolution B-
7 47 was adopted by the Board of Trustees.

8 **B-47-2022. Resolved**, that opportunities identified and discussed during the joint session of the
9 Board of Trustees and New Dentist Committee be forwarded to the Council on Membership's
10 Joint Action Team on Diversity and Inclusion for further exploration, and be it further

11 **Resolved**, that a formalized action plan for increasing participation in new dentist leadership,
12 including 1) creating new dentist pathways and 2) amplifying new dentist voices be created by the
13 Joint Action Team and shared with the Board at its August 2022 meeting.

14 **Subsidiaries and Affiliate Entities**

15 **Report of ADA Business Enterprises (ADABEI):** This informational report provided an update on
16 ADABEI activities (consent calendar item).

17
18 **Report from the ADA Science and Research Institute LLC (ADASRI):** This informational report
19 provided an update on recent activities of ADASRI (consent calendar item).

20 **Report of ADA Business Innovation Group (ADABIG): ADA Practice Transitions™ Update:** Mr. Tim
21 Steffl, president and chair executive officer, ADABIG, reported on recent activity and the tactical
22 deployment of strategies in place to address the gaps that will give ADAPT an end-to-end service offering
23 and increase the conversion rates.

24 **Report of the ADA Foundation (ADAF):** Dr. Craig Armstrong, chair of the Board, ADAF, reported is
25 taking steps in the coming months to develop a more robust strategic plan, design an accompanying
26 business plan, and identify governance improvements.

27 **Organizational/Other**

28 **Report of the President:** Dr. Sabates reported on activities as President since the February 2022 Board
29 of Trustees meeting.

30 **Report of the President-elect:** Dr. Shepley reported on activities of the President-elect since the
31 February 2022 Board of Trustees meeting.

32 **Report of the Executive Director:** Dr. Raymond Cohlmi presented his report in conjunction with a
33 presentation by Robert Quashie on the Operational Enterprise activities. "Mission based accountability" is
34 a key phrase, a value based decision process which will lead the ADA on the right path as it moves
35 forward. As the ADA refines its customer/member focus, works to remove barriers and becomes more
36 nimble, it will see sustainable outcomes and be able to engage in innovative ways. Overall, the Board
37 was reminded to think "well beyond 211 E. Chicago Avenue." Enterprise team captains were introduced
38 for the four enterprise areas that have been defined: Direct to Dentist (Stephanie Moritz);
39 Public/Professional (Dr. Dave Preble); Tripartite (April Kates-Ellison); and Enterprise (Jordan Baugh).

1 **Report of the Status of the 2022 Board Contingency:** This report was removed from the Consent
2 Calendar for the purposes of providing an updated report. The updated status report appears as
3 Appendix 2 in the Report of the Budget and Finance. A Board Contingency Fund of \$700,000 was
4 authorized in the 2022 budget. The Board of Trustees received total requests in the amount of \$30,000,
5 leaving a balance of \$670,000. Subsequent to that and based on the actions of the April Board, Dr.
6 Sherwin provided an oral update to inform the Board that the updated balance of the fund was now at
7 \$280,000.

8 **Governance in Action Presentation:** Mr. Scott Fowkes and Ms. Wendy Wils facilitated a brief
9 governance training activity for the Board.

10 **Board Educational Session: Harassment:** Ms. Cathryn Albrecht provided the Board with an annual
11 educational session on harassment.

12 **Special Orders of Business/Special Appearances**

13 **Joint Meeting with the New Dentist Committee:** The ADA Board of Trustees and the members of the
14 New Dentist Committee met to discuss new ways to build, foster and grow leadership talent in the
15 organization. The meeting was held on Sunday, April 10, 2022, from 8:00 to 10:00 a.m. and was
16 facilitated by Ms. Sharon Newport, Vista Cova.

17 **Council on Advocacy for Access and Prevention (CAAP) Update on Health Equity Action**
18 **Presentation:** Dr. Shailee Gupta, chair, CAAP, presented an update on Health Equity Action. Dr. Gupta
19 stressed that there are many different ways of promoting health equity, such as sharing ones story with
20 the newer cohorts of dentists when interacting with diverse groups, using many of the support materials
21 and tools available through the ADA that were developed under CAAP, strengthening medical-dental
22 collaborations and reaching out within ones community to help deliver health care messages.

23 **Workgroup on Strategic Plan: Long Term Vision for Oral Health in America Presentation:** Dr. Seth
24 Walbridge, chair, Workgroup on Strategic Plan, led a discussion with the Board on the question asked at
25 the February Board Strategic Session: "Does the ADA have a proactive long-term vision for oral health in
26 American. In February, the Board was asked to consider the following questions:

- 27 1. Given the (i) trend toward large group practice and the (ii) generational shift in the member value
28 proposition to include not just tangibles (value) but intangibles (values), how does the ADA need
29 to proactively adjust?
- 30 2. Knowing that in order to get more people to visit the dentist likely requires (i) major expansions
31 and improvements in insurance coverage, as well as (ii) more collaboration with primary care
32 providers, do we *really* have a vision of getting more Americans into a dental home?
- 33 3. More broadly, how aggressively should the ADA lead the push for dentistry to be truly 'essential'
34 and part of the primary care system and for dentists to meaningful collaborate with primary care
35 providers?

36 Several points were made during the presentation including considerations of reducing financial barriers
37 that might be accomplished through expanded dental benefits coverage in the public sector. This may
38 lead to innovative change in dental benefit plan designs. Additionally, very clear key factors are that
39 adequate funding and efficient administration are necessary to changing dental benefit plan design.

40 **Minamata Update:** Dr. Betsy Shapiro provided a brief update on the outcome of the March 20-25, 2022,
41 Minamata Convention of the Parties 4 (COP4). The Convention allowed for the parties to this international
42 environmental treaty to continue to work toward phasing down the use of dental amalgam. Focus remains

1 on caries prevention, development of cost-effective and clinically-effective alternatives and promoting
2 best practices when dealing with waste.

3 **Travel Update:** Ms. Catherine Mills provided a brief overview of the ADA Travel Program to the Board of
4 Trustees.

5 **New Business**

6 *Additional Nomination for Honorary Membership.* On vote, Resolution B-39 was adopted by the Board
7 of Trustees.

8 **B-39-2022. Resolved**, that Honorary Membership to the American Dental Association be
9 awarded to:

10 Mr. Arthur Meisel

11 **Closed Session**

12 Closed sessions were held at various times during the April 10-12, 2022, meeting of the Board of
13 Trustees. The detailed minutes of the closed session are separately recorded; however, any non-
14 confidential actions taken by the Board are reflected in the minutes of the regular sessions of the meeting.

- 15
- Report of the Budget and Finance Committee
 - Talent Assessment Request for Funding
- 16

17 **Attorney-Client Session**

18 An attorney-client session of the Board of Trustees was held on Sunday, April 10, 2022.

19 **Adjournment**

20 Without objection, the fourth regular meeting of the Board of Trustees adjourned *sine die* on Tuesday,
21 April 12, 2022, at 11:32 a.m. (CDST).

22

B-46-2022 APPENDIX 1 Board Rules Inclusivity Amendments	
Location	Amendment
Page 2, Additional Responsibilities of the Elective Officers, third paragraph	Each elective officer may present a written report of the activities of his or her <u>their</u> office to the Board at each of its meetings.
Page 5, Voting Record on House of Delegates Issues, 2 nd paragraph	In regard to House resolutions on which the Board is making a recommendation, the House has directed that each member's vote reflect his or her <u>their</u> position on the resolution itself.
Page 10, Committee on Annual Meetings charter, section entitled " <i>Committee Chair, Vice Committee Chair, Meeting Chairs,</i> " subsection entitled "Duties of Committee Vice Chair"	The Committee Vice Chair shall assist the Committee Chair in his or her <u>their</u> duties, shall fulfill the duties of the Committee Chair in his or her <u>their</u> absence, and shall succeed to the position of Committee Chair at the end of the Committee Chair's term or when that position is vacated.
Page 10, Committee on Annual Meetings charter, section entitled " <i>Committee Chair, Vice Committee Chair, Meeting Chairs,</i> " subsection entitled "Duties of Meeting Chair of the [year] Meeting"	... The Meeting Chair shall oversee the carrying out of the Committee's duties with respect to the meeting for which he or she <u>they</u> serves <u>serve</u> as Meeting Chair. The Meeting Chair shall provide reports to the Committee Chair in the usual course of his or her <u>their</u> duty and shall provide reports to the Committee at the request of the Committee Chair. ...
Page 10, Committee on Annual Meetings charter, section entitled " <i>Committee Chair, Vice Committee Chair, Meeting Chairs,</i> " subsection entitled "Selection of Committee Vice Chair and Committee Chair"	The Committee Vice Chair shall be named by the President, with Board approval, from among Board trustees and vice presidents, for a total term of two years. Following one year as Committee Vice Chair, he or she <u>they</u> shall automatically succeed to the position of Committee Chair for one year.
Page 15, Budget and Finance Committee charter, second paragraph entitled "Term."	... The term of the Treasurer will coincide with her or his <u>their</u> term of office. ...
Page 22, New Dentist Committee charter, section entitled "Areas of Responsibility"	Each Committee member shall be expected to communicate with state and local societies within his or her <u>their</u> district, and to seek to work with those societies to promote the role of new dentists within them.
Page 26, Section entitled "REMOVAL OF MEMBERS OF COUNCILS OR COMMISSIONS FOR CAUSE," fourth bullet point in the first paragraph	<ul style="list-style-type: none"> • Failure to keep confidential any exclusive information protected by secrecy that becomes known to the member by reason of the performance of his or her <u>their</u> duties on the council or commission's behalf;
Page 26, Section entitled "REMOVAL OF MEMBERS OF COUNCILS OR COMMISSIONS FOR CAUSE," first indented paragraph following the second paragraph	If the accused member wishes, he or she <u>they</u> may resign the position voluntarily or may request the opportunity of a hearing before the Board to present a defense to the charges.
Page 27, section entitled "POLICY ON CONFLICT OF INTEREST," first paragraph	As a condition for selection, each nominee, candidate and applicant shall disclose any situation which might be construed as placing the individual in a position of having an interest that may conflict with his or her <u>their</u> duty to the

	<p>Association. While serving, the individual shall comply with the conflict of interest policy applicable to his or her their office or position. If any individual believes that he or she they may have a conflict of interest, the individual shall promptly and fully disclose the possible conflict and shall refrain from participating in any way in the matter to which the possible conflict relates until and unless any such possible conflict has been satisfactorily resolved.</p>
<p>Page 27, Section entitled "REPRESENTATIVE CAPACITY," first paragraph</p>	<p>... Therefore, within the context of the organized profession, it would not be appropriate for an officer or trustee to communicate with others on an issue and in so doing attempt to disclaim his or her their position in the Association by suggesting that any actions or comments are made in an individual, rather than a representative capacity.</p>
<p>Page 27, Section entitled "REPRESENTATIVE CAPACITY," second paragraph</p>	<p>Officers and trustees shall maintain the confidentiality of any exclusive information protected by secrecy that becomes known to the officer or trustee by reason of the performance of his or her their duties on the Board.</p>
<p>Page 37, Section entitled "Memos Summarizing Contracts," third bullet point following first paragraph</p>	<ul style="list-style-type: none"> • To the responsible Division Head: Memos on all contracts for which his or her their division is responsible that are signed by someone other than the Division Head.
<p>Page 43, Section entitled "Honorary Membership," paragraph number 2</p>	<p>2. A nomination may be made by any active, life or retired member in good standing of the Association through the trustee of his or her their district, or by any elective or appointive officer or trustee of the Association.</p>
<p>Page 47, Section entitled "GUIDELINES FOR SELECTING AN EXECUTIVE DIRECTOR," subsection entitled "Vacancy:"</p>	<p>Vacancy: These provisions implement Chapter VII, Section 50 of the Bylaws and Chapter VII, Section B of the Governance Manual dealing with a vacancy in the Executive Director position and also address the temporary absence of the Executive Director when he or she is they are unable to perform the duties of the position for an extended or indefinite period of time. In the event of either a vacancy in the Executive Director position or the temporary absence of the Executive Director when he or she is they are unable to perform the duties of the position for an extended or indefinite period of time, as declared by the President in a communication to the Board, the following succession plan shall be implemented with no further action required by the Board:</p>

<p>Page 47, Section entitled "GUIDELINES FOR SELECTING AN EXECUTIVE DIRECTOR," subsection entitled "Terms of Emergency Succession Plan"</p>	<p>Terms of Emergency Succession Plan: Immediately upon the declaration by the President of a vacancy in the Executive Director position or the absence of the Executive Director when he or she is they are unable to perform the duties of the position for an extended or indefinite period of time:</p>
<p>Page 48, Section entitled "WORKPLACE POLICIES," Subsection entitled "Professional Conduct Policy and Prohibition against Harassment," fourth paragraph</p>	<p>Each employee and volunteer must exercise his- or her <u>their</u> own good judgment to avoid engaging in conduct that may be perceived by others as harassment.</p>