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**AMERICAN DENTAL ASSOCIATION
MINUTES OF THE BOARD OF TRUSTEES
ORLANDO, FLORIDA
MONDAY, DECEMBER 13, 2021**

Call to Order: The second meeting of the Board of Trustees of the American Dental Association was called to order by Dr. Cesar R. Sabates, president, on Monday, December 13, 2021, at 7:34 a.m., Eastern Standard Time, in the Mockingbird Room of the Walt Disney World Swan Hotel, Orlando, Florida. The meeting was called in accordance with the provisions of the *Organization and Rules of the Board of Trustees*.

Roll Call: Officers and members of the Board of Trustees: Cesar R. Sabates, George R. Shepley, Maria C. Maranga, Mark E. Bronson, W. Mark Donald, Ted Sherwin, Raymond A. Cohlma, Craig S. Armstrong, Susan Becker Doroshow, James M. Boyle, Linda J. Edgar, Terry Fiddler, Frank J. Graham, Brett Kessler, Paul R. Leary, Chad R. Leighty, Rudolph T. Liddell, Marshall H. Mann, Michael D. Medovic, Scott L. Morrison, Gary D. Oyster, Richard J. Rosato, James D. Stephens, Michele Tulak-Gorecki, and Seth Walbridge.

Following the roll call, Dr. Donald announced that a quorum was present.

ADA Staff in Attendance: Scott Fowkes, general counsel; Betsy Shapiro, chief of governance and strategy management; Michelle Kruse, director, Administrative Services and Jodi Baldwin, manager, Board and House Matters. Mike Graham, senior vice president, Government and Public Affairs; Catherine Mills, vice president, Conferences and Continuing Education; Paul Sholty, chief financial officer; Roxanne Yaghoubi, director, Legislative and Regulatory Policy; and Tony Ziebert, senior vice president, Education and Professional Affairs, joined telephonically.

Before consideration of business Dr. Sabates called attention to the ADA Disclosure Policy included on the meeting agenda. No disclosures were made.

Preliminary

Approval of Consent Calendar and Agenda

Approval of Consent Calendar. Dr. Sabates reviewed the list of proposed consent items. Without objection, the following resolution was adopted.

B-116-2021. Resolved, that the resolutions contained on the Consent Calendar for Board of Trustees consideration be approved and reports be filed.

Approval of Agenda. Without objection, the following resolution was adopted.

B-117-2021. Resolved, that the agenda be approved as the official order of business for the current meeting of the Board of Trustees except that the President may alter the order of the agenda when necessary to expedite business.

Approval of Minutes of Previous Sessions. The Board of Trustees adopted the following resolutions (Consent Calendar Items).

B-120-2021. Resolved, that the minutes of the July 16-18, 2021, meeting of the Board of Trustees be approved.

B-121-2021. Resolved, that the minutes of the August 28, 2021, special one-day meeting of the Board of Trustees be approved.

B-122-2021. Resolved, that the minutes of the September 12-14, 2021, meeting of the Board of Trustees be approved.

1 **B-123-2021. Resolved**, that the minutes of the October 17, 2021, New Board of Trustees meeting be
2 approved.

3 **B-124-2021. Resolved**, that the minutes of the November 5, 2021, Special Confidential Telephonic
4 meeting of the Board of Trustees be approved.

5 **Report on Mail Ballot Actions.** In accordance with the *Organization and Rules of the Board of Trustees*, the
6 following mail ballot actions are reported in the minutes of the next regular meeting of the Board of Trustees.
7 Both mail ballots were unanimously adopted (consent calendar item).

8 *Mail Ballot No. 1—Confidential Report, Nomination for ADA Distinguished Service Award*

9 **B-34-2021. Resolved**, that the following *Board Rules* be suspended:

- 10 • Board Rule relating to the number of Distinguished Service Award recipients
- 11 • Board Rule relating to the recording of mail ballot actions

12 and be it further

13 **Resolved**, that the 2021 Distinguished Service Award be presented to Kathleen T. O’Loughlin,
14 D.M.D., M.P.H.

15 *Mail Ballot No. 3—Confidential Report, 2022 Humanitarian Award Nominating Committee*

16 **B-115-2021. Resolved**, that Dr. Jeffrey Dalin, Missouri, receive the 2022 Humanitarian Award.

17 **Financial Goal**

18 **Report of the Budget and Finance Committee.** On behalf of the Committee, Dr. Linda J. Edgar, chair,
19 presented the report of the Budget and Finance Committee’s December 8, 2021, meeting. The report
20 identified major topics discussed and recommendations or actions taken. Dr. Edgar moved Resolutions B-127
21 with the Committee’s recommendation to adopt; on vote, Resolution B-127 was adopted.

22 **B-127-2021. (Confidential)**

23
24 Dr. Edgar moved Resolution B-128 with the Committee’s recommendation to adopt; on vote, Resolution B-
25 128 was adopted by the Board of Trustees

26 **B-128-2021. Resolved**, that the ADA quarterly financial statements as of September 30, 2021 be
27 filed and posted in the appropriate delegates section.

28 **Confidential Report: SmileCon Registration Revenue Share Policy.** This Report was postponed definitely
29 from the November 5 Special Meeting of the Board of Trustees to allow time for CAM to provide additional
30 information. Ms. Catherine Mills, vice president, Conferences and Continuing Education, joined the meeting
31 telephonically to present this updated SmileCon report. Without objection, the following resolution was
32 adopted by the Board of Trustees.

33 **B-113-2021. (Confidential and Embargoed)**

34
35 **Report of the Senior Vice President, Education and Professional Affairs: University of Illinois Chicago**
36 **– American Dental Association: Dental Public Health Residency Program.** Dr. Tony Ziebert, senior vice
37 president, Education and Professional Affairs, joined the meeting telephonically to present this report to the
38 Board of Trustees. On vote, the following resolution was adopted by the Board of Trustees.

1 **B-118-2021. Resolved**, that the ADA sign the Memorandum of Understanding with the University of
2 Illinois-Chicago, College of Dentistry related to the proposed CODA-accredited Advanced Education
3 Program in Dental Public Health, and be it further

4 **Resolved**, that the ADA allocate \$100,000 from the reserve fund to support the establishment of the
5 Advanced Education Program in Dental Public Health in 2022.

6 **Organizational/Other**

7 **Approval of Amended 2021-2022 Board of Trustees Meeting Dates.** The Board of Trustees adopted the
8 following resolution (consent calendar action).

9 **B-126-2021. Resolved**, that the following 2021-22 Board of Trustees meeting dates, as amended, be
10 approved:

11
12 December 10-13, 2021 (Retreat and Board Meeting)
13 February 6-8, 2022 (Sunday – Tuesday)
14 April 10-12, 2022 (Sunday – Tuesday)
15 June 12-14, 2022 (Sunday – Tuesday)
16 August 14-16, 2022 (Sunday – Tuesday)
17 October 19, 2022 (New Board of Trustees Meeting, Houston)
18 ~~October 18, 2022 (New Board of Trustees Meeting, Houston)~~
19 December 10-12, 2022 (Saturday – Monday) (Retreat and Board meeting, if needed)

20
21 and be it further

22
23 **Resolved**, that Resolutions B-82-2019 and B-110-2021, approving the previous 2022 meeting dates,
24 be rescinded.

25
26 **American Institute of Dental Public Health and Carequest White Paper, “Veteran Oral Health:
27 Expanding Access and Equity”**. Mr. Mike Graham and Ms. Roxanne Yaghoubi joined the meeting virtually
28 to brief the Board on this report. The Board expressed its strong support for providing care to this group, but
29 further noted the challenges of seemingly not having sufficient data and information supporting this paper. No
30 formal action followed, but the Government Affairs team was a part of the conversation electronically and
31 understands the general tone of the Board sentiment with regard to this topic.

32 **Report of the President.** Dr. Cesar R. Sabates presented an oral report that summarized his activities since
33 the October House of Delegates meeting.

34 **Report of the President-elect.** Dr. George R. Shepley presented an oral report that summarized his
35 activities since the October House of Delegates meeting.

36 **Report of the Executive Director.** Dr. Ray Cohlma shared an overview of his vision and action plan for the
37 future of the ADA from the perspective of his new role. This was a confidential presentation and discussion.

38 **Attorney-Client Session**

39 At attorney-client session of the Board of Trustees was held on Monday, December 13, 2021, in the
40 Mockingbird Room of the Walt Disney World Swan Hotel, Orlando, Florida.

41 **Adjournment**

42 Without objection, the second regular meeting of the Board of Trustees adjourned *sine die* on Monday,
43 December 13, 2021 at 11:07 a.m., Eastern Standard Time.