

ADA COUNCIL ON ETHICS, BYLAWS, AND JUDICIAL AFFAIRS Minutes of the Special March 2, 2021 Meeting

A special meeting of the Council on Ethics, Bylaws, and Judicial Affairs (CEBJA or the Council) was called to order at 7:30 p.m. on Tuesday, March 2, 2021. Council chair Dr. Robert Wilson presided at the meeting which took place via the Zoom videoconference platform.

Roll call: Council members in attendance for the meeting: Dr. Robert J. Wilson, Chair, Dr. Meredith A. Bailey, Vice Chair, Dr. Jill M. Burns, Dr. Guenter J. Jonke, Dr. Onika R. Patel, Dr. William D. Cranford, Dr. Jay A. Johnson, Dr. Bruce A. Burton, Dr. Gary S. Davis, Dr. Ansley H. Depp, Dr. Renee P. Pappas, Dr. Chris Adkins, Dr. Kathleen Nichols, Dr. Allen Reavis, Dr. Debra A Peters, and Dr. Alex Mellion (New Dentist Committee)

Dr. Alma J. Clark could not be present for the meeting.

Following the call of the roll, a quorum was announced to be present.

Also present for the entirety of the meeting were: Dr. Gary Oyster, Board of Trustees liaison, and Mr. Joe Manzella, American Student Dental Association liaison.

CEBJA staff present for all or a portion of the meeting: Thomas C. Elliott, Jr. Esq., deputy general counsel and director of the Council on Ethics, Bylaws and Judicial Affairs; Nanette Elster, Esq., manager, Ethics Outreach Programs; and Mr. Earl Sewell, council coordinator.

ADA personnel present for all or a portion of the meeting: Cathryn E. Albrecht, Esq., senior associate general counsel.

Participant Disclosures: The ADA Disclosure Policy was referenced. No disclosures were made.

Adoption of the Agenda: By voice vote, the Council adopted the agenda for the meeting:

Resolved, that the printed agenda of the Special March 2, 2021, meeting of the Council of Ethics, Bylaws and Judicial Affairs be adopted as the official order of business with the stipulation that the chair is authorized to change the order of items for discussion to expedite the business of the Council and to accommodate scheduling issues and special presentations.

COUNCIL BUSINESS

Bylaws Subcommittee: Dr. Jill Burns, the subcommittee chair, presented a report from the Bylaws Subcommittee. After summarizing the report, council members were reminded of their authority to editorially revise the governance documents of the Association by virtue of Chapter VIII., Section K.6.b.ii. of the *Governance Manual of the American Dental Association* ("*Governance Manual*"). Afterward, it was moved that the following subcommittee resolutions revising the ADA *Bylaws* and *Governance Manual* adopted.

Revision to the *Bylaws* CHAPTER V., Section 70.D.: Following Council discussion, by unanimous voice vote, the following resolution was adopted:

Resolved, that CHAPTER V., Section 70.D. of the ADA *Bylaws* be amended as follows to conform to the provisions of CHAPTER III., Section 60.B.c. of the ADA *Bylaws* (addition underscored):

D. By three-fourths affirmative vote of the members of the Board of Trustees present and voting at a regular or special session, declare the existence of a time of extraordinary emergency and by a majority vote of the Board of Trustees present and voting at a regular or special session, withdraw a declaration of the existence of a time of extraordinary emergency.

Revision to *Governance Manual* Chapter I., Section B.1.a.iv.: Following Council discussion, by unanimous voice vote, the following resolution was adopted:

Resolved, that Chapter I., Section B.1.a.iv. of the *Governance Manual* be grammatically corrected as follows (deletion ~~stricken through~~):

3. Dues, Special Assessments and Related Financial Matters.

* * *

3. Dues.

* * *

a. Active Members:

* * *

- Members becoming active members after July 1, except for those whose membership has lapsed for failure to pay the current year's dues and/or any special assessment, shall pay fifty percent (50%) of any annual dues then in effect. Those members becoming active members after October 1, except for those whose membership has lapsed for failure to pay the current year's dues and/or any special assessment, shall be exempt from the payment of ~~the~~ any annual dues then in effect.

NEW BUSINESS

No new business was identified.

FOR THE GOOD OF THE COUNCIL

No additional comments were offered For the Good of the Council

ADJOURNMENT

On motion duly seconded, there being no remaining business on the Council's meeting agenda, the chair declared the meeting adjourned at approximately 8:00 P.M. on Tuesday, March 2, 2021.