GOVERNANCE UPDATE BY SPEAKER OF THE HOUSE
Dr. Debra Peters

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Resolutions Adopted by the MDA Board at its December 6, 2013 Meeting
BACKGROUND
On September 20, 2013 the MDA House, in a special meeting, adopted seven resolutions concerning governance.

Following the special House meeting, the MDA emailed a series of four emails requesting individual House member feedback. The Work Group received and reviewed 104 comments.

On October 8, 2013 the Governance Work Group met to begin preparing the necessary Bylaws revisions and policies that will put these House- approved revisions into effect. The committee was provided with the official transcripts from the September 20th HOD meeting, as well as the individual feedback from HOD members in response to the series of emails above.

Of the seven House-directed changes, three did not receive significant House testimony:
1. Combining secretary/treasurer
2. Elimination of vice president
3. Annual decision on whether an Executive Committee is to be appointed

Significant testimony was received in the following areas:
4. Board as the governing body
5. Reorganization of Board Composition
6. Board Vacancies
7. Nomination Committee

This report is an interim report to provide HOD members with details that are under discussion. A final report of revised Bylaws will be sent to the HOD after the MDA Board’s February 28 meeting.

According to the American Institute of Parliamentarians Standard Code of Parliamentary Procedure, the original Bylaws remain in effect until a revision is adopted. The original is not up for amendment.
BOARD AS THE GOVERNING BODY

The Work Group and Board of Trustees discussed testimony provided by the House in September. The Work Group discussed the House as an elective and representative body and had several observations:

Communication

1. House members will represent their component dental societies, their unique observations about issues impacting dentistry, as well as the component’s unique needs. They will communicate these unique observations and needs to the MDA via HOD as well as the nine board members, six officers and their delegation members.

2. The House has decided that the Board will be the governing body, and as such the Board will listen to the needs of the components through the delegates and alternates. The Board will also seek guidance and comments from the House on a variety of topics or issues facing the MDA.

3. The prior model of the House was that it met one time per year to talk about issues. Under this new model, the MDA will be seeking individual House member input over the course of a year. (House member terms are actually one year, not one time per year.)

4. The speaker will serve as a communication conduit between the House and Board and will be seeking input/feedback/insight via email on a variety of topics, on a regular basis.

5. The Work Group and Board of Trustees believe individual HOD members must be trained in what their role and responsibilities are. The Speaker will update the existing Duties of a Delegate/Alternate document, and forward it annually to the component officers and newly-elected delegates and alternates. The Speaker will also create a training video (YouTube), and provide the link to the video in the document. The Work Group and Board suggests that the video training include a quiz at the end that will help the individual gauge his or her understanding of the material, and that the video include a mechanism for the delegate/alternate to ask questions of the Speaker.

6. The Work Group encourages the MDA Board to investigate an online tool that will allow HOD members to communicate with each other. In addition, it encourages the Board to investigate a process that would provide the HOD members with the ability to participate in MDA committee meetings as appropriate - for instance, listing all upcoming MDA committee meetings on the MDA website, with a link to the committee agenda. If an HOD member sees an item on an agenda that s/he is interested in, s/he could attend the meeting or provide insight to the committee chair/staff prior to the committee meeting so that the House member's ideas and thoughts could be communicated to the committee.

7. The individual HOD members will have an obligation to keep up with the Speaker and Board communications on a regular basis throughout the year. HOD members will be expected to be more participatory by providing feedback and ideas to the Speaker and/or MDA Board.
Dues and Assessments

Under this updated structure, it is strongly recommended that the Board of Trustees create an annual budget and set dues and special assessments. The last dues increase was in 2007 and was $175 ($160 was for MDA Building Project). The Work Group believes it is prudent to have the Board of Trustees set dues and special assessments as the body that has the fiduciary duty should have a 360-degree view of the MDA’s financial infrastructure. It should be able to manage that infrastructure as it sees fit, given the external forces it sees on the horizon that could have an impact on the MDA’s future stability.

1. The Work Group believes that the Board has evolved over time to have a deeper sense of its fiduciary duty and that is evidenced by the budgets it has been sending to the House for many years.
2. The MDA has placed a greater focus on leadership development, orientation and continued leadership training.
3. The Board can meet more often and has access to timely information that helps it understand the complexity of the MDA’s long term financial needs.
4. The Work Group noted that dues income is 1/3 of the MDA’s overall annual income and therefore is one element in the larger financial picture.
5. Under the current structure, budgets are prepared 18 months out due to the fact that the budget, dues and assessments require House approval. With the Board having oversight, annual budgeting can occur four to five months out. Budgeting can be tighter, perhaps reducing the surplus MDA experiences at the end of each fiscal year.
6. The Work Group discussed “checks and balances”….when the HOD sets dues and the Board sets the budget, it has been suggested a “check and balance” is created. However, the Work Group believes this is a flawed supposition. The term “checks and balance” is a governmental illusion—not a governance fact. MDA is not government. The body that sets the budget should set the dues and assessments, because that body has a long term, 360 degree understanding of the organization’s financial needs. In fact, the Work Group believes the ultimate approval of a dues increase actually rests with the member writing his or her annual dues check.

Legislative Authority

It’s a known fact that MDA must be more nimble legislatively:

1. The HOD passed a resolution in April, 2011 that directed the MDA staff to pursue a Healthy Kids Dental (HKD) policy that would have taken away benefits from children over the age of 5 in every county that had HKD so that the money could be used to bring HKD to the remaining counties that did not have HKD. Staff went to the appropriate legislators and was strongly told "NO.” This put the MDA in a very bad spot because staff could not continue to lobby for this without risking damage to the MDA in the Legislature. But, this was an HOD directive. The MDA Board determined a way so that the MDA did not have to pursue this directive and the HOD ended up rescinding the policy at the next HOD.
2. Senate Bills 575-578, dealing with changing how state licensing boards deal with investigations, were introduced on October 2, 2013 and were taken up in committee on October 23, 2013. These bills affect the Board of Dentistry. There is not time for the
HOD to decide on these bills. This scenario is an example of the expedient nature of the legislative process that is becoming more and more common.
REORGANIZATION OF BOARD COMPOSITION

At its April 2013 meeting, the House of Delegates voted to downsize the MDA Board of Trustees. It made it large enough to include a range of needed competencies but small enough to interact and learn as a cohesive team.

The Work Group and Board of Trustees discussed the recommended method to downsize the Board from 17 to 9 and all of the factors involved in transitioning. It took into consideration the feedback it received from the individual HOD members.

Method
The Work Group and Board of Trustees were unanimous in its recommendation that the method to downsize be as follows:

Not Filling Terms Expiring in 2014
Remaining Trustees Apply for 2015

- The following trustee position expires at the end of the May 2014 House meeting and would not be filled: XII (Kalamazoo Valley/Lakeland Valley)
- If a vacancy is created in 2014 due to a trustee running for and winning an officer position before his/her term as trustee has expired, this will be considered a vacancy and would not be filled.
- Remaining trustees would serve in 2014
- Remaining trustees, if interested, would apply along with other interested members, to the nominating committee for the nine positions to take effect beginning in 2015
- Trustees elected by the House to serve for 2015 would then draw for a term
- The draw would include three positions for a three-year term, three positions for a two-year term and three positions for a one-year term.
- Those drawing a three-year year term would be eligible for re-election for one additional three-year term.
- Those drawing a two-year year term would be eligible for re-election for two additional three-year terms.
- Those drawing a one-year year term would be eligible for re-election for two additional three-year terms.
- Any previous term on the Board is not taken into consideration and they begin on the Board fresh.
- No switching of straws as it creates other issues.

- The Board discussed a concern that there may be an additional work load on a trustee if the Board were reduced in size. The Board believes this point was addressed in the Q&A to the September 2013 House of Delegates:

  “While there are 9 Board members, there are also 6 officers, so 15 Board members in total. Duties can be reassigned to staff or to other members thus bringing more members into leadership opportunities. The way assignments are made will be reviewed. For example, the Michigan Board of Dentistry—A Board member attends the meetings and brings information..."
to the MDA Board. Executive staff or another member could perform this function; it doesn’t have to be a Board member.”

• The Board is aware that House members may be concerned that downsizing could cause disenfranchisement by the trustees leaving the Board and there will be fewer Board members to provide a historical perspective and knowledge. It is thought that individuals can stay involved in other ways. They can serve on committees formed by the Board to explore certain issues and report back to the Board. They can be retained as liaisons to outside groups.
The Work Group and Board believe:

- The body that elects the trustees has the authority to remove the trustee for any reason.
- The Board can only remove a trustee for cause.
- If a trustee is running for an officer position and wins the election, the House will fill the
  trustee position at that House meeting. (The Nominating Committee will know if a current
  trustee is running for an officer position and it will be prepared to coordinate this process
  with the speaker.)

Removal, Suspension or Vacancy of a Board Position

Removal for Any Reason (No Cause)

The Work Group recommends that the HOD can remove a trustee for no cause (i.e. the HOD is
not satisfied with the trustee’s performance). This removal would be in the form of a recall
election at a regularly scheduled HOD meeting.

Removal for Cause

It is recommended that the Board have the authority to remove for cause (i.e. violation of the law
such as a conviction of a felony, violation of fiduciary responsibility such as conflict of interest
or a violation of the Board’s code of conduct. In that the Board does not currently have a code of
conduct, the Work Group is recommending one be created by the Board.)

The Board would hold a hearing process for removal/suspension for cause similar to the hearings
process utilized in the peer review system. Currently, the Board has a committee to hear appeals
of peer review matters. That Board committee’s scope could be expanded to include hearings for
removal or suspension, and the committee could be renamed “Board Committee on Hearings.”

If the Board removes or suspends a trustee, the position remains unfilled until the next House
meeting.

If the Board removes or suspends an officer, the following will occur:

- Past president: The position will remain open until the next HOD meeting when it will be
  filled by the outgoing president
- President: The position will be filled by the president-elect, which is current MDA policy
- Secretary/Treasurer: The position will be elected by the Board and the individual will serve
  until the next HOD meeting
- Editor: The position will be elected by the Board and the individual will serve until the next
  HOD meeting
- Speaker: The position will be filled by the president until the next HOD meeting, which is
  current MDA policy

Vote Required to Remove Trustee For Cause

The Work Group proposed to the Board that a ¾ vote, rather than a 2/3 vote, be required to
remove a trustee for cause.
The Board discussed this. MDA legal counsel advised the Board that there is no legal vote fraction requirement. The Board believes it is the HOD’s prerogative to decide whether it will be ⅔ or 2/3. The Board left the Work Group’s recommendation of ¾ as-is but asked that this be called to the HOD’s attention so it could discuss the vote fraction.

The Work Group also discussed the possibility of a vacancy due to any other reason (illness, death, resignation). The Work Group recommends that the same process for ‘no cause’ should be followed.
NOMINATING COMMITTEE

The Work Group received significant input on this subject. The Work Group made several recommendations to the Board and the Board had additions. All recommendations are:

1. The nominating committee is a committee of the House.
2. There will be 12 committee members, one from each region, with the immediate past president serving as chair. The total number on the committee is 13. If the immediate past president position is vacant the president will appoint another member to fill the position. This may be a former president, officer or trustee.
3. Each position is a one-year term with no term limits set by the MDA. Regions will determine their own term limits should they wish to do so. (The Work Group believes that the MDA creating a universal term limit would not be appropriate for small components/regions.)
4. The chair will be a voting member of the committee.
5. Regions will be encouraged to decide how they will select their member of the nominating committee. The MDA will provide assistance with sample Bylaws language for regions if needed.
6. For the first year, regions will be required to submit the name of their chosen individual to serve on the nominating committee by June 15, 2014. This date was chosen as the committee is to be appointed by the June MDA Board meeting. A notice will be sent to the component dental societies in March 2014 encouraging them to have the individual selected in the event the 2014 House approves relevant Bylaws provision(s). The Work Group and Board of Trustees believe that regions who cannot find a member to serve should be allowed to have someone from another region serve on their behalf so long as the appointment is made through the region.
7. Presidents of components are responsible for getting the name of the nominating committee member to the MDA.
8. Those nominated for office cannot currently serve on the nominating committee.
9. The nominating committee will be creating a standardized, online application form that nominees will be required to submit. Interested individuals will have access to a job description for each position, time and financial commitment, and any other relevant information a potential nominee would need in order to make an informed decision to commit. The Nominating Committee will look for individuals who are scanners and planners. It will review the skill sets needed to make the board complete, and recruit with these skills sets in mind. It will also make an effort to insure there is diversity.
10. The Work Group and Board are suggesting updates to the campaign guidelines. Click here to view current guidelines. Click here for recommended, updated and newly titled "Candidate Guidelines."
11. 2014 is the last vice-president election. In 2015 the House will not be electing a vice-president but will elect a speaker, editor, secretary/treasurer, ADA delegates and alternates and trustees.
12. The HOD approves the policy on the selection of the nominating committee and the Nominating Committee Guidelines for trustees, officers and ADA delegation. The Work Group and Board have created draft Nominating Committee Guidelines which will be sent to the 2014 HOD for approval.
13. The Work Group discussed a potential situation, where a trustee self-nominates for an officer position while in mid-term of his/her trustee term. The Work Group suggests and the Board
concerns, that the Nominating Committee make the decision on officer candidates first, so that
the trustee—if not being recommended as a candidate—can have the opportunity to continue
his/her term on the Board. If a current trustee runs for an officer position, but does not get
elected, the trustee may retain his/her seat. If a current trustee is elected to an officer position,
the House may fill that vacant trustee seat at the current House meeting if necessary.

Valid Ballot
The Work Group discussed the need to define what a “valid ballot” is. There is concern that
“bulleted or target voting” could occur. According to the American Institute of Parliamentarians
Standard Code of Parliamentary Procedure, determining the legality of ballots is defined:

The legality of ballots is governed by the following rules:

1. A mistake in voting for a candidate for one office does not invalidate the vote
   for candidates for other offices on the same ballot.

2. A technical error, such as misspelling or using a cross instead of a check mark,
   does not invalidate a ballot if the intent of the voter is clear.

3. A torn or defaced ballot is valid if the intent of the voter is clear.

4. Votes for ineligible persons are considered illegal ballots.

5. Blank ballots are ignored; they are not counted and do not affect the number
   necessary to elect a candidate or adopt a proposal.

6. If several nominees for equal offices (for example, members of a governing
   board) are voted for in a group, a ballot containing fewer votes than the number of
   positions to be filled is valid. But a ballot containing votes for more than the
   number of positions to be filled is illegal.
DRAFT MDA BYLAWS REVISIONS

MDA legal counsel drafted Bylaws revisions based on the points made in this report.

Click on the links below to view:

- MDA Proposed Bylaws Revisions (showing revisions)
- MDA Proposed Bylaws (clean copy with revisions made)

While I am providing the House with both the marked up and clean versions of the proposed bylaws, we will be working off the clean version only at the House meeting in May.

House members are encouraged to review them and contact their trustee, a Work Group member or Speaker Peters with any questions or comments prior to February 24, 2014.

The Board will meet in February to finalize Bylaws revisions to be forwarded to the MDA HOD.
RESOLUTIONS ADOPTED BY THE MDA BOARD AT ITS
DECEMBER 6, 2013 MEETING:

Following are resolutions adopted by the Board at its December meeting.

Resolved, that to establish a revised trustee cycle, the following process will be followed:

• The following trustee position expires at the end of the May 2014 House meeting and will not be filled: XII (Kalamazoo Valley/Lakeland Valley)
• If a vacancy is created due to a trustee being elected as an officer, the vacated trustee position will not be filled.
• Remaining trustees would serve in 2014
• Remaining trustees, if interested, would apply along with other interested members, to the Nominating Committee for the nine positions to take effect beginning in 2015
• Trustees elected by the House to serve for 2015 would then draw for a term
• No switching of draws as it creates other issues.
• The draw would include three positions for a three-year term, three positions for a two-year term and three positions for a one-year term.
• Those drawing a three-year year term would be eligible for reappointment for one additional three-year term.
• Those drawing a two-year year term would be eligible for reappointment for two additional three-year terms.
• Those drawing a one-year year term would be eligible for reappointment for two additional three-year terms.
• Any previous term on the board is not taken into consideration and they begin on the Board fresh.

Resolved, that the Michigan Dental Association Nominating Committee Guidelines, dated December 6, 2013 be adopted.

Resolved, that the MDA Candidate Guidelines, dated December 6, 2013 be adopted.

Resolved, that the MDA Board of Trustees recommends to the House of Delegates that the Bylaws contain language on term limits for Board members.
Michigan Dental Association

SEPTEMBER 20, 2013
SPECIAL HOUSE OF DELEGATES MEETING
ADOPTED RESOLUTIONS

NOMINATING COMMITTEE
01H-913 (Adopted as Amended)
Resolved, that the MDA form a Nominating Committee to:

• Provide nominations for officers, MDA trustee positions and delegates/alternates to the ADA
• Vet candidates by following a predetermined set of criteria (i.e., diversity such as geographic, qualifications, etc.), established by the House of Delegates,

And be it further
Resolved, that the committee be comprised of the following:

• Twelve people (one from each region), selected by the MDA Region, with the MDA immediate past president serving as chair
• Regions should consider selecting from the following pool: past MDA presidents, former or current MDA delegates, former MDA board members
• Sitting Board members should not serve on the committee with the exception of the immediate past president
• Nominating Committee can submit more nominees than the number of openings

COMBINING THE SECRETARY/TREASURER POSITIONS
02H-913 (Adopted)
Resolved, that the MDA combine the secretary and treasurer positions and that this officer position be elected by the House of Delegates beginning in 2015.

ELIMINATION OF VICE PRESIDENT POSITION
03H-913 (Adopted)
Resolved, that the MDA eliminate the Vice President position beginning in 2015.

REDUCING THE NUMBER OF TRUSTEE POSITIONS
05H-913 (Adopted)
Resolved, that the MDA reduce the number of elected trustee positions from 17 to 9 and make them all at-large positions, nominated by the Nominating Committee and elected by the House.

BOARD AS THE GOVERNING BODY
06H-913 (Adopted as Amended)
Resolved, that the Board of Trustees be the governing body of the MDA with the House of Delegates serving in an elective and representative capacity, bringing forth issues for the Board to consider and responding to the Board’s request for input and feedback on issues.
Resolved, that the MDA House or Board of Trustees have the authority to suspend or remove Board members following criteria to be established by the House, and be it further

Resolved, that the MDA Board of Trustees may appoint an interim trustee to fill a vacancy between meetings of the House, and be it further

Resolved, that the House of Delegates will replace the vacant trustee position at its next regularly scheduled meeting.

Resolved, that the Board annually has the authority to form an Executive Committee as needed and that if it is appointed, it be comprised of the officers.
Email 1 to House of Delegates

Subject Line: MDA Nominating Committee: Your Immediate Feedback is Requested
Mark as High Importance

TO: MDA House of Delegates
FROM: Debra Peters, DDS, Speaker of the House

The MDA Governance Work Group meets on Tuesday, October 8, 2013 and would like your feedback. This is the first of four emails you will receive from me asking for your feedback/insight/concepts on specific resolutions adopted by the House in September. Feedback received by Friday, October 4, 2013 will be provided to the Work Group. We understand that this is a short time frame and we appreciate your understanding.

The House of Delegates, at its September 20, 2013 meeting, adopted the following resolution regarding an MDA Nominating Committee:

<table>
<thead>
<tr>
<th>01H-913</th>
<th>(Adopted as Amended)</th>
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<tbody>
<tr>
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<td>• Twelve people (one from each region), selected by the MDA Region, with the MDA immediate past president serving as chair</td>
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<td>• Nominating Committee can submit more nominees than the number of openings</td>
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</tbody>
</table>

We heard comments about the term of the committee members. Do you have any suggestions?

Please respond to this email by hitting “reply” with any comments, questions, concerns, concepts that would be helpful to the Work Group as it begins to formulate policy and Bylaws changes.

When you hit “reply” your comments will be returned to Michelle Cruz at the MDA who will make sure that the Work Group is provided with them.
Email 2 to House of Delegates

Subject Line: Reducing the Board of Trustees: Your Immediate Feedback is Requested
Mark as High Importance

TO: MDA House of Delegates
FROM: Debra Peters, DDS, Speaker of the House

The MDA Governance Work Group meets on Tuesday, October 8, 2013 and would like your feedback. This is the second of four emails you will receive from me asking for your feedback/insight/concepts on specific resolutions adopted by the House in September. Feedback received by Friday, October 4, 2013 will be provided to the Work Group. We understand that this is a short time frame and we appreciate your understanding.

The House of Delegates, at its September 20, 2013 meeting, adopted the following resolution regarding reducing the number of trustees on the MDA Board:

| 05H-913 (Adopted) | Resolved, that the MDA reduce the number of elected trustee positions from 17 to 9 and make them all at-large positions, nominated by the Nominating Committee and elected by the House. |

Below are four possible scenarios to transition from 17 trustees to 9 trustees. Please provide the Work Group with feedback. Below are some questions to stimulate thought:

- Do you have any other possible scenarios to suggest?
- Which scenarios are most attractive to you and why? Please use the number of the scenario when communicating with the MDA
- Which scenarios are not desirable and why? Please use the number of the scenario when communicating with the MDA

Please respond to this email by hitting “reply” with any comments, questions, concerns, concepts that would be helpful to the Work Group as it begins to formulate policy and Bylaws changes.

When you hit “reply” your comments will be returned to Michelle Cruz at the MDA who will make sure that the Work Group is provided with them.

Thank you.
FOUR POSSIBLE SCENARIOS TO TRANSITION FROM 17 TRUSTEES TO 9 TRUSTEES

1ST Scenario -- Holding a Drawing for the Nine Positions from Current MDA Trustees

- Any trustee wishing to not continue to serve would lower the total pool.
- All current trustees will draw for the 9 trustee positions.
- The draw would include three positions for a 3-year term, three positions for a 2-year term and three positions for a 1-year term.
- Current trustees who only have 1 or 2 years remaining in their second 3-year term would only be eligible for the 1 or 2 year term positions.
- Those drawing a 3-year year term would be eligible for reappointment for one additional 3-year term.
- Those drawing a 2-year year term would be eligible for reappointment for two additional 3-year terms.
- Those drawing a 1-year year term would be eligible for reappointment for two additional 3-year terms.

2nd Scenario -- Natural Attrition Schedule Based on Current Board Member Second Terms

There are currently 17 trustees on the MDA Board. The first eight trustee positions to expire will bring the number of trustees on the Board to nine. The current trustees will be asked whether they wish to continue. If one or more chooses not to it could reduce the total number of trustees more quickly.

<table>
<thead>
<tr>
<th>Year</th>
<th>Trustee Region</th>
<th>Year Term Expires</th>
</tr>
</thead>
<tbody>
<tr>
<td>May 2014</td>
<td>XII (Kalamazoo Valley/Lakeland Valley)</td>
<td>2nd term expires 2014</td>
</tr>
<tr>
<td>April 2015</td>
<td>IV (Muskegon/West Michigan)</td>
<td>2nd term expires 2015</td>
</tr>
<tr>
<td></td>
<td>VII (Oakland)</td>
<td>2nd term expires 2015</td>
</tr>
<tr>
<td></td>
<td>IX (Detroit)</td>
<td>2nd term expires 2015</td>
</tr>
<tr>
<td></td>
<td>XI (Washtenaw)</td>
<td>2nd term expires 2015</td>
</tr>
<tr>
<td>April 2016</td>
<td>IX (Detroit)</td>
<td>2nd term expires 2016</td>
</tr>
<tr>
<td>April 2017</td>
<td>I (Gogebic, Copper Country, Superior, Cloverland, Sault Ste. Marie)</td>
<td>2nd term expires 2017</td>
</tr>
<tr>
<td></td>
<td>II (Northeastern, Resort, Manistee-Mason, &amp;</td>
<td>2nd term expires 2017</td>
</tr>
</tbody>
</table>
Vacationland)

III (Muskegon/West Michigan) 2nd term expires 2017

VII (Oakland) 2nd term expires 2017

IX (Detroit) 2nd term expires 2017

3rd Scenario -- Natural Attrition Schedule Based on Current Board Member First and Second Terms

There are currently 17 trustees on the MDA Board. The first eight trustee positions to expire will bring the number of trustees on the Board to nine. The current trustees will be asked whether they wish to continue. If one or more chooses not to it could reduce the total number of trustees more quickly.

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<tr>
<td></td>
<td>VII (Oakland)</td>
<td>2nd term expires 2015</td>
</tr>
<tr>
<td></td>
<td>VIII (Macomb, Thumb, Northern Thumb)</td>
<td>1st term expires 2015</td>
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<tr>
<td></td>
<td>IX (Detroit)</td>
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- The following trustee positions expire at the end of the May 2014 House meeting and would not be filled: XII (Kalamazoo Valley/Lakeland Valley)
- Remaining trustees would serve in 2014
- Remaining trustees, if interested, would apply along with other interested members, to the nominating committee for the 9 positions to take effect beginning in 2015
- The draw would include three positions for a 3-year term, three positions for a 2-year term and three positions for a 1-year term.
- Those drawing a 3-year year term would be eligible for reappointment for one additional 3-year term.
- Those drawing a 2-year year term would be eligible for reappointment for two additional 3-year terms.
- Those drawing a 1-year year term would be eligible for reappointment for two additional 3-year terms.
Email 3 to House of Delegates

Subject Line: Board as the Governing Body: Your Immediate Feedback is Requested
Mark as High Importance

TO: MDA House of Delegates

FROM: Debra Peters, DDS, Speaker of the House

The MDA Governance Work Group meets on Tuesday, October 8, 2013 and would like your feedback. This is the third of four emails you will receive from me asking for your feedback/insight/concepts on specific resolutions adopted by the House in September. Feedback received by Friday, October 4, 2013 will be provided to the Work Group. We understand that this is a short time frame and we appreciate your understanding.

The House of Delegates, at its September 20, 2013 meeting, adopted the following resolution regarding an MDA Nominating Committee:

06H-913 (Adopted as Amended)
Resolved, that the Board of Trustees be the governing body of the MDA with the House of Delegates serving in an elective and representative capacity, bringing forth issues for the Board to consider and responding to the Board’s request for input and feedback on issues.

These are items the House would govern:

1. Remain as-is in terms of composition
2. Elects the Board and Officers
3. Bring forth issues for the Board to consider (provide insight, feedback and recommendations)
4. Approve Bylaws changes
5. Set the code of ethics and approves revisions
6. Create its own committees and sets its own agenda
7. Share the authority to remove board members (removal of Board members will be by HOD or Board action.)
8. Idea generator

These are the items the Board would govern:

1. Share the authority to remove board members
2. Approve the budget and communicate it to the HOD
3. Policy making
4. Strategic planning
5. Idea generator
6. Establish the dues
Please respond to this email by hitting “reply” with any comments, questions, concerns, concepts that would be helpful to the Work Group as it begins to formulate policy and Bylaws changes.

When you hit “reply” your comments will be returned to Michelle Cruz at the MDA who will make sure that the Work Group is provided with them.

Thank you.
The MDA Governance Work Group meets on Tuesday, October 8, 2013 and would like your feedback. This is the final email you will receive from me asking for your feedback/insight/concepts on specific resolutions adopted by the House in September. Feedback received by Friday, October 4, 2013 will be provided to the Work Group. We understand that this is a short time frame and we appreciate your understanding.

The House of Delegates, at its September 20, 2013 meeting, adopted the following resolution regarding suspending or removing board members:

<table>
<thead>
<tr>
<th>Resolution</th>
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<tbody>
<tr>
<td><strong>07H-913</strong> (Adopted)</td>
</tr>
<tr>
<td><strong>Resolved</strong>, that the MDA House or Board of Trustees have the authority to suspend or remove Board members following criteria to be established by the House, and be it further</td>
</tr>
<tr>
<td><strong>Resolved</strong>, that the MDA Board of Trustees may appoint an interim trustee to fill a vacancy between meetings of the House, and be it further</td>
</tr>
<tr>
<td><strong>Resolved</strong>, that the House of Delegates will replace the vacant trustee position at its next regularly scheduled meeting.</td>
</tr>
</tbody>
</table>

A comment was made that the Board could suspend or remove a board member for cause and the House could suspend or remove for any reason. Another question has been “how will the Board vacancies be filled in the interim?” What thoughts/questions/concerns do you have on these comments, and any other insight on this topic?

Please respond to this email by hitting “reply” with any comments, questions, concerns, concepts that would be helpful to the Work Group as it begins to formulate policy and Bylaws changes.

When you hit “reply” your comments will be returned to Michelle Cruz at the MDA who will make sure that the Work Group is provided with them.

Thank you.
Michigan Dental Association
MDA Governance Work Group

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David Golder, DDS
Central District
Email: dgolderdds@msn.com

Co-Chair
Connie Verhagen, DDS, MS
Muskegon District
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Michelle Nichols-Cruz
Email: mcruz@michigandental.org
Resolved, that the following guidelines and policies relating to campaign activities are to be distributed to each component dental society and all candidates:

Candidate Guidelines:

*Election Commission*

An Election Commission, consisting of the speaker of the house and president-elect shall oversee and adjudicate all issues of contested races for MDA offices. The speaker shall be the chair of the Election Commission. In the event the speaker is running in a contested race for office, the MDA president-elect will replace the speaker as the chair of the Election Commission and the MDA vice-president will become a member of the Election Commission. The Election Commission shall meet with all candidates to review and clarify MDA guidelines regarding campaign issues such as the level of hospitality in suites/meeting rooms, promotional activities and gifts, campaign literature, and activities related to emerging electronic communications. The Election Commission will address any concerns with candidates that violate any of the agreed upon campaign issues.

*Announcing Candidacy:*

Candidates shall not formally announce for office until the final day of the Annual Session immediately preceding their candidacy. Prior to this formal announcement, they may freely campaign within their own trustee region. Campaign activities outside a candidate’s own trustee region shall begin only after the official announcement at the Annual Session.

*Candidates Who Wish to be Copied on MDA Board Materials:*

All candidates for Vice President, Speaker of the House, Michigan candidates for Ninth District Trustee and Editor may, upon request, receive all Board of Trustees mailings; the cost to be borne by the candidate.

*Campaign Mailings/Literature:*

After announcing, each candidate, upon request, will be provided with physical address, email and/or phone numbers for the members of the House of Delegates. The House of Delegates consists of: Delegates, Alternates, Board of Trustees, MDA Executive Director, Past Presidents, ADA Council Members from Michigan, Committee Chairs, and Component Executive Directors/Secretaries. The addresses will be provided by the MDA Staff via one of the following methods: labels, printed roster, CD-ROM or other electronic media. This information will be provided once per month at the request of the candidate.

Candidates may choose to request that their campaign literature (letter, brochure, or electronic media) be linked to the MDA HOD Web page via the electronic *Delegate Digest*. This link will occur in each *Delegate Digest* once MDA staff is provided the literature by the candidate. The *Digest* will not be delayed in order to include a candidate’s materials. If there is more than one candidate, all candidates are to have their materials submitted to the MDA prior to February 1.
The number of mailings sent in advance of the election and the type of campaign literature are to be determined by the candidates in consultation with the Election Commission.

Footnote: The campaign guidelines should be followed and if a full roster of MDA member addresses or labels is requested, the policy for all members applies (See Resolution 12H-04 on page 340 of this manual).

Region Caucuses:
Region caucuses (or component societies as appropriate) issuing invitations to candidates are requested to provide an appropriate and equal opportunity for the candidates to meet with their delegation members. All official candidate visits to speak with component delegation members shall be coordinated by the MDA, working with the candidates and campaign chairs to arrange a mutually agreeable visitation schedule. The MDA Election Commission will oversee this process. If there is more than one contested office, every effort will be made for all candidates for the different offices to visit on the same day to minimize the amount of time that components need to have delegates attend their meetings. It is recommended that such forum be structured to allow caucuses’ freedom to assess candidates any way they deem appropriate and to allow each candidate to respond to the questions without the other candidates present. Or, the candidates may agree to participate in a structured campaign forum. Aside from the agreed upon candidate visitation schedule, candidates may not attend meetings outside of their own component to make campaign presentations; however, they may attend as guests.

Candidates in contested elections, along with one or two members of their election committee, are encouraged to visit region caucuses held on-site during the MDA Annual Session.

Campaign Functions:
Candidates will be limited to only one campaign social event on one day at the MDA Annual Session. The campaign function will be restricted to the candidate’s officially designated hospitality suite/function room; said hospitality suite/function room to be selected by the candidate in cooperation with MDA staff and Election Commission. The House of Delegates consists of delegates, alternates, board of trustees, committee chairs, past presidents, ADA council members and component executive directors/secretaries). A luncheon for the House of Delegates, if a Candidate Forum is necessary, will be funded by the MDA; funding to be determined by the Board of Trustees. Candidates must agree to follow MDA contracts to not bring outside food or beverage into hotels or other MDA contracted facilities. When there is more than one announced candidate for one or more elective offices, a single campaign reception for the candidates will be held at the MDA Annual Session, when, in the opinion of the election commission, the meeting facilities can accommodate a single large reception. The election commission, in consultation with the candidates, will determine a budget and plans for the joint reception, with the expenses to be shared equally by the respective
candidates.

**Campaign Signs/Posters:**
Candidates shall limit the display of campaign signs and posters to one in the immediate area of their respective hospitality suites/function rooms. (The MDA will provide a prominent directory of all candidates’ hospitality suites/function rooms in the hotel near the elevators, in the exhibit area and House of Delegates registration areas.)

**Distributing Material on the Floor of the House:**
No material may be distributed to any delegates during a session of the House of Delegates without obtaining permission from the chair of the Election Commission. Materials to be distributed in the House of Delegates on behalf of any member’s candidacy for office shall be limited to printed material on paper. (A single distribution per candidate will be made. However, this distribution could consist of more than one piece of printed matter as long as the materials are secured together.)

**MDA Staff Resources:**
The Election Commission, along with the candidates will work out the details of the above. Staff involvement will be kept to a minimum.

**Campaign Guidelines Questions:**
Any questions regarding the guidelines should be directed to the chair of the Election Commission for clarification. Any questions regarding the campaign forum are to be directed to the MDA president-elect.

**Candidate Forum Guidelines:**
When there are contested elections for the offices of vice-president, speaker of the house, ADA ninth district trustee and editor, an open candidate forum will be held during the MDA Annual Session. The following guidelines will be adhered to:

**Date/Time/Place of Forum:**
This forum will be held following the first meeting of the House of Delegates where both MDA delegates and alternate delegates will be assembled, along with any other interested parties. Exact times will be announced by the speaker annually.

**Forum Moderator:**
The MDA president-elect will act as moderator. The sitting vice-president will assume the responsibilities of moderator should the president-elect be unable to perform the duties. The moderator shall have authority over the candidate forum.

**Forum Structure:**
The format structure will be town hall, question and answer.

MDA members-at-large will submit questions via their trustee region. Each trustee region will then submit, at least 14 business days in advance, two questions per office of current topics of interest. Each question should stand alone.
The moderator will review all submitted questions, and using the most prevailing topics as a guide, craft four to six questions per office. The content of the questions will remain confidential until the forum.

Each candidate will answer four to six questions within a 5-minute time limit per question. The chief sergeant-at-arms will serve as the timekeeper.

Each candidate will answer the same questions and the order of responding will be rotated so the same candidate is not always answering first. The moderator will randomly determine which candidate goes first per office.

An example of the process for rotating questions for three candidates is as follows:

<table>
<thead>
<tr>
<th>Question 1:</th>
<th>Candidate A answers first</th>
<th>Candidate B answers second</th>
<th>Candidate C answers third</th>
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<tbody>
<tr>
<td>Question 2:</td>
<td>Candidate B answers first</td>
<td>Candidate C answers second</td>
<td>Candidate A answers third</td>
</tr>
<tr>
<td>Question 3:</td>
<td>Candidate C answers first</td>
<td>Candidate A answers second</td>
<td>Candidate B answers third</td>
</tr>
</tbody>
</table>

Each candidate will be allowed a two-minute summation following the question/answer period.

The candidates for the particular office will all be in the room. The candidates for other offices will not be in the room unless they have already presented.

Cost of Forum:
Microphones are present in the room and provided by the MDA. No additional requests (i.e., audio visuals) are allowed due to the forum structure.
Proposed Candidate Guidelines
December 6, 2013

Resolved, that the following guidelines and policies relating to campaign activities for office are to be distributed to each component dental society and all candidates:

Candidate Guidelines:

Election Commission

An Election Commission, consisting of the speaker of the house and president-elect shall oversee and adjudicate all issues of contested races for MDA offices. The speaker shall be the chair of the Election Commission. In the event the speaker is running in a contested race for office, the MDA president-elect will replace the speaker as the chair of the Election Commission and the MDA vice president immediate past president will become a member of the Election Commission. The Election Commission shall meet with all candidates to review and clarify MDA guidelines regarding campaign issues such as the level of hospitality in suites/meeting rooms, promotional activities and gifts, campaign literature, and activities related to emerging electronic communications. The Election Commission will address any concerns with candidates that violate any of the agreed upon campaign issues.

Announcing Slate of Candidates Candidacy:

Candidates shall not formally announce for office until the final day of the Annual Session immediately preceding their candidacy. Prior to this formal announcement, they may freely campaign within their own trustee region. Campaign activities outside a candidate’s own trustee region shall begin only after the official announcement at the Annual Session.

The nominating committee will be announcing the slate of candidates.

Candidates Who Wish to be Copied on MDA Board Materials:

All candidates for Vice President, President-Elect, Trustee, Speaker of the House, Michigan candidates for Ninth District Trustee, and Editor, Secretary/Treasurer may, upon request, receive all Board of Trustees mailings; the cost to be borne by the candidate.

Campaign Mailings/Literature:

After announcing, each candidate, upon request, will be provided with physical address, email and/or phone numbers for the members of the House of Delegates. The House of Delegates consists of: Delegates, Alternates, Board of Trustees, MDA Executive Director, Past Presidents, ADA Council Members from Michigan, Committee Chairs, and Component Executive Directors/Secretaries. The addresses will be provided by the MDA Staff via one of the following methods: labels, printed roster, CD-ROM or other electronic media. This information will be provided once per month at the request of the candidate.

Candidates are not allowed to send mailings or emails to House of Delegates members. However, Candidates may choose to request that their campaign literature (letter, brochure, or electronic media) be linked to the MDA HOD Web page via the electronic Delegate Digest. This link will occur in each Delegate Digest once MDA staff is provided the literature by
the candidate. The Digest will not be delayed in order to include a candidate’s materials. If there is more than one candidate, all candidates are to have their materials submitted to the MDA prior to February 1.

The number of mailings sent in advance of the election and the type of campaign literature are to be determined by the candidates in consultation with the Election Commission.

Footnote: The campaign guidelines should be followed and if a full roster of MDA member addresses or labels is requested, the policy for all members applies (See Resolution 12H-04 on page 340 of this manual).

Region Caucuses:
Region caucuses (or component societies as appropriate) issuing invitations to candidates are requested to provide an appropriate and equal opportunity for the candidates to meet with their delegation members. All official candidate visits to speak with component delegation members shall be coordinated by the MDA, working with the candidates and campaign chairs to arrange a mutually agreeable visitation schedule. The MDA Election Commission will oversee this process. If there is more than one contested office, every effort will be made for all candidates for the different offices to visit on the same day to minimize the amount of time that components need to have delegates attend their meetings. It is recommended that such forum be structured to allow caucuses’ freedom to assess candidates any way they deem appropriate and to allow each candidate to respond to the questions without the other candidates present. Or, the candidates may agree to participate in a structured campaign forum. Aside from the agreed upon candidate visitation schedule, candidates may not attend meetings outside of their own component to make campaign presentations; however, they may attend as guests.

Candidates are not allowed to campaign at component meetings/region pre-caucus.

Candidates in contested elections, along with one or two members of their election committee, are encouraged to visit region caucuses held on-site during the MDA Annual Session.

Campaign Functions:
Candidates will be limited to only one campaign social event on one day at the MDA Annual Session. The campaign function will be restricted to the candidate’s officially designated hospitality suite/function room; said hospitality suite/function room to be selected by the candidate in cooperation with MDA staff and Election Commission. The House of Delegates consists of delegates, alternates, board of trustees, committee chairs, past presidents, ADA council members and component executive directors/secretaries). A luncheon for the House of Delegates, if a Candidate Forum is necessary, will be funded by the MDA; funding to be determined by the Board of Trustees. Candidates must agree to follow MDA contracts to not bring outside food or beverage into hotels or other MDA contracted facilities. When there is more than one announced candidate for one or more elective offices, a single campaign reception for the candidates will be held at the MDA Annual Session, when, in the opinion of the election commission, the meeting facilities can accommodate a single large reception. The election commission, in consultation with the candidates, will determine a budget and plans for the joint reception, with the expenses to be shared equally by the respective candidates.
Candidates will not hold campaign functions before or during the MDA Annual Session.

Campaign Signs/Posters:
Candidates shall limit the display of campaign signs and posters to one in the immediate area of their respective hospitality suites/function rooms. (The MDA will provide a prominent directory of all candidates’ hospitality suites/function rooms displaying a sign listing all candidates in the hotel near the elevators, in the exhibit area and House of Delegates registration areas.) Photos will not be included.

Distributing Material on the Floor of the House:
No material may be distributed to any delegates during a session of the House of Delegates without obtaining permission from the chair of the Election Commission. Materials to be distributed in the House of Delegates on behalf of any member’s candidacy for office shall be limited to printed material on paper. (A single distribution per candidate will be allowed. However, this distribution may consist of more than one piece of printed matter as long as the materials are secured together.) Candidates are responsible for distributing approved materials at each House member’s seat.

MDA Staff Resources:
The Election Commission, along with the candidates will work out the details of the above. Staff involvement will be kept to a minimum.

Campaign Candidate Guidelines Questions:
Any questions regarding the guidelines should be directed to the chair of the Election Commission for clarification. Any questions regarding the campaign forum are to be directed to the MDA president-elect.

Candidate Forum Guidelines:
When there are contested elections for the offices of vice president, president-elect, speaker of the house, ADA ninth district trustee, and ADA Delegation editor, secretary/treasurer and ADA Delegation, an open candidate forum will be held during the MDA Annual Session. The following guidelines will be adhered to:

Date/Time/Place of Forum:
This forum will be held following the first meeting of the House of Delegates where both MDA delegates and alternate delegates will be assembled, along with any other interested parties. Exact times will be announced by the speaker annually.

Forum Moderator:
The MDA president-elect will act as moderator. The sitting vice president immediate past president will assume the responsibilities of moderator should the president-elect be unable to perform the duties. The moderator shall have authority over the candidate forum and thus any questions regarding the forum should be directed to the president-elect.
**Forum Structure:**
The format structure will be town hall, question and answer.

MDA members-at-large will be encouraged to submit questions to the president-elect/moderator via their trustee region. Each trustee region will then submit, at least 14 business days in advance of the first House meeting, two questions per office of current topics of interest. Each question should stand alone.

The president-elect/moderator will review all submitted questions, and using the most prevailing topics as a guide, craft four to six questions per office. The number of questions will depend on the number of candidates and open offices. Each office will have questions pertinent to the office. The content of the questions will remain confidential until the forum.

Each candidate will answer four to six questions within a 5-minute time limit per question. The chief sergeant-at-arms will serve as the timekeeper.

By office, each candidate will answer the same questions and the order of responding will be rotated so the same candidate is not always answering first. The moderator will randomly determine which candidate goes first per office.

An example of the process for rotating questions for three candidates is as follows:

- **Question 1:**
  - Candidate A answers first
  - Candidate B answers second
  - Candidate C answers third

- **Question 2:**
  - Candidate B answers first
  - Candidate C answers second
  - Candidate A answers third

- **Question 3:**
  - Candidate C answers first
  - Candidate A answers second
  - Candidate B answers third

Each candidate will be allowed a two-minute summation following the question/answer period.

The candidates for the particular office will all be in the room. The candidates for other offices will not be in the room unless they have already presented and/or the questions they are asked are different from those being posed to the candidates being questioned at that time.

**Cost of Forum:**
Microphones are present in the room and provided by the MDA. No additional requests (i.e., audio visuals) are allowed due to the forum structure.
Introduction

The purpose of the nominating committee is to recognize, seek and select qualified nominees who will provide the best leadership for the Michigan Dental Association. The goal is to present to the MDA House of Delegates a slate with capable individuals for each office, so that the group may choose leaders who will serve the organization well.

The business of the nominating committee is both important and serious. These guidelines have been compiled to help make the work more effective and the task easier to accomplish.

It is the responsibility of the Committee to forward a slate of candidates to the House of Delegates for the following offices:

- President-Elect
- Secretary/Treasurer
- Editor
- Speaker
- Board of Trustees
- MDA Delegation to the ADA House of Delegates
- ADA Ninth District Trustee

A “nominee” is a person whose name has been proposed for an office. A “candidate” is a person who has agreed to serve, if elected, and is willing to have his/her name placed on the slate for election. A “slate” is a list of candidates presented for election. A “ballot” is a piece of paper used to cast a vote.

Selection of the Nominating Committee

The Nominating Committee is comprised of 12 voting members and a chair. The members are selected by the 12 MDA Regions, one member from each region, with the MDA Immediate Past President presiding as chair. The selection is communicated to the MDA before ____date____ by the President(s) of the component dental societies comprising the region. Positions on the nominating committee are an excellent spot for volunteer members who have been identified by their region as strong, visionary leaders, but who are unable to or do not wish to serve as an MDA trustee, officer or delegation member to the ADA House of Delegates. The members of the committee have a tremendous influence on the future of the MDA and should be carefully selected.

Qualifications of Nominating Committee Members

Nomination committee members should be:

- An active member of their component dental society
- Aware of the activities and goals of the Michigan Dental Association;
- Sufficiently acquainted with the membership to know potential and/or seasoned leaders;
- Willing to work with other committee members to complete the work;
• Knowledgeable about accepted procedures of the nominating committee as listed in the bylaws;
• Willing to put forth the effort and time required to serve.
• Able to maintain confidentiality, and observe MDA policy on Conflict of Interest
• Have a reputation of adhering to the MDA and ADA Codes of Ethics

Nominating Committee Chair
The Chair is responsible for the following:

• Overall process of identifying qualified candidates for open positions
• Assumes leadership in researching potential candidates
• Delegates responsibilities to other committee members
• Prepares and submits a final report to the Speaker of the MDA House of Delegates

Before the First Committee Meeting
Before the first committee meeting, each committee member:

• Should read the MDA Bylaws in their entirety and must be aware of any specific requirements in the bylaws concerning the composition of the Board;
• Should know exactly what duties are defined for each office.

The chair will:

• Insure that the nomination procedures, application form, open positions and position job descriptions and qualifications are communicated to the membership in a timely and repeated manner to promote member awareness, engagement and transparency.
• Inform the membership that qualified members may self-nominate.
• Refer nominees to the MDA website for the following information: application deadline for returning the application to the Nominating Committee, Bylaws, Strategic Plan, position descriptions, summary of commitments covering time, expenses, number of meetings, how the board functions, terms, etc., timeline for the nomination process, conflict of interest policy.
• Inform the current board members interested in serving a second term, that they must follow the nominations process in the same way as all candidates.

The chair will inform the committee:

• Which officers and trustees are ineligible for reelection;
• Of the open positions and their terms
• Which officers and trustees are unable to continue in office for one reason or another;
• What additional factors need to be taken into consideration to provide continuity on the board (such as a balance of incoming and continuing officers and trustees);
• Any special qualification nominees should demonstrate relative to work planned or to round out the skill set on the Board. The committee should seek input from the Board to
identify skills and experience needed based on issues facing the profession, strategic
initiatives underway, and other Board-identified issues and priorities.

While there is no requirement on the number of candidates for each position, the nominating
committee should make every effort to secure as many qualified candidates for each office as
possible.

Work done in the committee is confidential.

When the Committee Meets
It is important to remember that the aim in seeking nominations is always ultimately the good of
the MDA.

The committee:

- Reviews the bylaws on the duties of the nominating committee;
- Note special considerations that ought to be observed, such as strengths or weaknesses in
  the present leadership; the diversity of the board to include traditional demographics as
  well as academia, state board experience, corporate dentistry, etc.
- Reviews the list of open positions
- Reviews the list of individuals who have expressed interest in serving, and who have
  submitted a completed application with curriculum vitae
- Interviews nominees to determine: clarification on any information the nominee
  provided in his/her application, review why the nominee is interested in the position,
  discuss the commitment, review the job description, and answer any questions the
  nominee has.
- Must present at least one nominee for each open position

A helpful method for listing additional possible nominees is “brainstorming.” This is a technique
whereby everyone (at random or in sequence) names any and all persons who come to mind as
possible candidates. No value judgments are made. A committee member keeps the list of
names, preferably on a blackboard or flip chart, so all can see. The committee then can begin
evaluating the list, adding or subtracting possibilities, or designating suitable combinations for
various offices to be filled.

It is good to keep in mind that self must be put aside; special loyalties to friends must not
improperly influence the committee or its members. Even though an incumbent may be eligible
for reelection, the committee is under no obligation to nominate him/her again unless s/he is
clearly the best person for the office. At the same time, however, take into account the valuable
experience s/he has already gained.

The committee will seek nominees who are qualified for the office they are to fill. It will keep
clearly in mind that the President-elect is an important person who must be able and ready to
become the President at any time. It is not prudent to nominate anyone who may be reluctant to
take the presidency if circumstances deliver it to him/her.
Where to Look for Potential Nominees

Potential nominees might be:

- Former MDA, component and specialty society officers or committee chairmen;
- MDA and other dental-related organization’s committee members;
- Graduates of MDA’s Leadership Institute
- Graduates of ADA’s Institute for Diversity in Leadership and ADA/Kellogg Executive Management Program

Members of the Nominating Committee are not eligible as candidates while serving on the Nominating Committee.

General Qualities of Potential Nominees for Any Office

- A member in good standing of the MDA
- Willing to devote the time and energy needed for the position
- Have the capacity for attention to the organization
- Patient, realizing that not all people have the same gifts in like measure, and that not all ideas will be met with enthusiasm
- Persevering when faced with discouragement, willing to reevaluate situations and overcome difficulties without criticizing or finding fault
- Positive attitude
- Ability to participate in group decision-making and support the Board’s decision (leaving personal agendas out of the discussions, and speaking with “one voice” once a Board decision is made)
- Objective and fair
- Intelligence
- Communication skills
- Dependable, meets commitments promptly
- Practical, balancing people, material, time, and money
- Flexible, adjusting to new ideas and situations without losing composure
- Aware of basic computer skills such as email, opening and saving documents
- Integrity and absence of serious conflicts of interest
- Known as adhering to the MDA and ADA Codes of Ethics
- Ideology and values consistent with the MDA
- Community leadership
- Financial and business acumen
- Strategic planning and visioning
- Influential
- Governance experience
- Board experience
- Community and political contacts
Qualities for Specific Positions

President-Elect:
• Highest level of respect from colleagues
• Visionary
• Highly developed communication skills
• Highly developed leadership skills
• Willingness to serve as President in the event the president is unable to serve

Secretary/Treasurer:
• A higher degree of financial and business acumen
• Reputation for promptness and accuracy;
• A fondness for detailed work;

Editor:
• Prior editorial experience

Speaker:
• Working knowledge of American Institute of Parliamentarians Standard Code of Parliamentary Procedure

Trustee:
• The board should be made up of people with a variety of skills and expertise, community connections, variety of practice models, ages and backgrounds. A diverse board composition demonstrates that the MDA welcomes diversity and encourages inclusivity.
• Prior experience serving on a board or committee of any organization, dental or non-dental
• Must serve on the MDA Delegation to the ADA House of Delegates

ADA Delegate and Alternate Delegate:
• Availability to participate 100% in all of the delegation’s meetings and activities
• Availability to attend the entire ADA House meetings to the end
• Willingness to be an active delegation member by reading all materials presented and being prepared
• Willingness to approach the microphone in the House of Delegates to communicate 9th District positions
• Willingness to reach out to other state delegations to collaborate and seek support for 9th District positions

Notification and Vetting of Nominees
The nominee may be contacted by phone, in person, or in writing. If contact is made by phone or in person, the nominee should also receive confirmation in writing as should be the nominee’s response.

Some nominees will have submitted an application on their own accord. Others may be requested to submit an application by the Nominating Committee. All nominees will be
provided with a job description so they clearly understand the commitment of time, talent and finances. Nominee’s questions will be answered frankly. Time should be allowed for consideration. Once confirmed, the individual’s name is placed before the committee.

Selection of Nominees

After discussion, the committee votes by ballot, beginning with the nominees for the officer positions.

This sequence of voting provides an opportunity to create a balance of various qualities and allows any current trustees who wish to apply for an officer position, the opportunity to remain in the applicant pool for trustee should s/he not be nominated for an officer position. The report is made to the Speaker. S/he alone has the authority to make the slate public before the report goes to the House meeting. Confidentiality is to be maintained by the committee until such time the Speaker makes the slate public.

If a nominee withdraws before the election is held, the committee meets and presents the name of another candidate.

Conclusion of the Committee’s Work

When the slate has been determined:

- The chair will call each individual who completed an application and thank them for their interest in serving in a leadership role. The chair will inform the nominee of the results of their application, and if they are not selected and are not currently serving in the position, the chair will ask them if they have a sense of whether or not they wish to be included the following year in the applicant pool.
- invite the nominees to attend the organization’s meeting where election will take place;
- provide the HOD with the slate by position, and include their biographical information and photographs
- prepare the ballots;
- leave space on the ballot for nominations from the floor and include written directions for voting;
- List names in alphabetical order for each office on separate ballots.

The report of the nominating committee is presented to the HOD by the chairman of the nominating committee. The Speaker will ask for nominations from the floor. Nominations may be made by any member provided the nominee meets the qualifications of the office. Nominees are introduced by the Speaker after the nominations are closed. At the conclusion of the HOD, it would be helpful for the Speaker to announce the positions that will be open next year and encourage the HOD to assist the nominating committee by seeking out and encouraging visionary leaders to apply for a position.
<table>
<thead>
<tr>
<th>Officers</th>
<th>Trustees</th>
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</thead>
<tbody>
<tr>
<td><em>President</em></td>
<td>Howard A. Hamerink, DDS</td>
</tr>
<tr>
<td>Norman V. Palm, DDS, MS</td>
<td>Region X Trustee (Washtenaw)</td>
</tr>
<tr>
<td>Email: <a href="mailto:stsorminnorman@msn.com">stsorminnorman@msn.com</a></td>
<td>Email: <a href="mailto:hahdds@me.com">hahdds@me.com</a></td>
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<tr>
<td></td>
<td>Vincent P. Mack, DDS</td>
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<tr>
<td><em>President-Elect</em></td>
<td>Region II Trustee (Manistee-Mason, Northeastern, Resort, Vacationland)</td>
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<td>Martin J. Makowski, DDS</td>
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<td>Email: <a href="mailto:drmak226@aol.com">drmak226@aol.com</a></td>
<td>Scott Meldrum, DDS</td>
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<td>Region VII Trustee (Oakland)</td>
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<td><em>Vice-President</em></td>
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<td>Region V (Central, Livingston)</td>
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<tr>
<td><em>Speaker of the House</em></td>
<td>William Patchak, DDS</td>
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<tr>
<td>Debra A. Peters, DDS</td>
<td>Region XI (Jackson, Southwestern)</td>
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<td>Email: <a href="mailto:orthobill123@gmail.com">orthobill123@gmail.com</a></td>
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<td>Paul D. Revard, DDS</td>
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<td><em>Editor</em></td>
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<td>Robert D. Richards, DDS</td>
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<td>Region I Trustee (Cloverland, Copper Country, Gogebic, Sault Ste. Marie, Superior)</td>
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<tr>
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<tr>
<td>Charles Kenneth Burling, DDS</td>
<td>Danielle R. Ruskin, DDS</td>
</tr>
<tr>
<td>Region XII Trustee (Kalamazoo &amp; Lakeland)</td>
<td>Region IX Trustee (Detroit)</td>
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<td>Colette Rumann Smiley, DDS</td>
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<tr>
<td><em>Treasurer</em></td>
<td>Region IV Trustee (Muskegon, West Michigan)</td>
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<td>Region IX Trustee (Detroit)</td>
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<td>Region VII Trustee (Oakland)</td>
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<td><em>Executive Director</em></td>
<td>Michele M. Tulak-Gorecki, DDS</td>
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<tr>
<td>Karen Burgess, MBA, CAE</td>
<td>Region VIII (Macomb, Thumb, Northern Thumb)</td>
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<td><em>Trustees:</em></td>
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<td>Mark Barsamian, DDS</td>
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<td>Region IX Trustee (Detroit)</td>
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<td>Email: <a href="mailto:mtbarsamian@gmail.com">mtbarsamian@gmail.com</a></td>
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<td>James Cantwil, DDS</td>
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<td>Region VI (Genesee)</td>
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<td>Brian Cilla, DDS, MS</td>
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<td>Region IV Trustee (Muskegon &amp; West Michigan)</td>
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<td>Curles C. Colbert, Jr., DDS</td>
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<td>Region IX Trustee (Detroit)</td>
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<td>Email: <a href="mailto:ecolbertjr@hotmail.com">ecolbertjr@hotmail.com</a></td>
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