

2017-2018

MDA COMMITTEE ORIENTATION



ORGANIZATION

MDA STRUCTURE

- House of Delegates –
 - 102 members
 - 12 regions
 - 26 component dental societies
 - Advisory resolutions, bylaws, election of BOT and ADA delegation
 - Nominating Committee (one per region)
 - Bylaws Language Review Committee
 - Reference Committee
 - Credentials, Rules and Order

MDA STRUCTURE

- Board of Trustees –
 - President, president-elect, immediate past president, secretary/treasurer, editor, Speaker of the House
 - 9 at-large trustees
 - Executive director
 - 16 standing committees
 - 5 board committees
 - Set policy, budget, and dues.
 - Employs CEO/Executive Director

MDA STRUCTURE

Executive Director –

- Nonvoting member of board and executive committee, secretary of IFG, consultant to MDAF and PAC, member of all committees
- Responsible for staff management and supervises development of annual budget, ensures appropriate risk management
- Represents the MDA in all dealings, advocacy liaison, promotes positive PR
- Makes rules, initiates and directs policy development for BOT review, supervises implementation of policy
- Helps the board by providing adequate information to help it reach sound decisions
- Works with board to make sure MDA meets the needs of members
- Oversees strategic planning process, reports on progress

MDA Strategic Plan 2016-2020

STRATEGIC PLANNING



MEMBERSHIP GOAL 1

Deliver exceptional member value

Objective 1.0: Maintain or increase the percentage of members giving the MDA top scores in member value ratings.

- *1.1 Meet current and emerging dentist and dental team needs for continuing education and training*
- *1.2 Help members succeed by providing practice management resources*
- *1.3 Favorably position the profession and MDA members with legislators and the public*

MEMBERSHIP GOAL 2

Increase member participation

Objective 2.0: The annual member retention rate will not equal less than 98%

- *2.1 Increase the conversion rate from discounted to full dues paying membership for dentists in the Reduced Dues Program and those joining at the half-year and quarter-year rate*
- *2.2 Increase personal contact with members at high risk for nonrenewal*

Objective 3.0: The number of full dues paying members will increase by 5%

- *3.1 Increase market share in four components: Detroit, Macomb, Oakland and Washtenaw*
- *3.2 Increase the conversion rate from discounted to full dues paying membership for dentists in the Reduced Dues Program and those joining at the half-year and quarter-year rate*
- *3.3 Enhance market share among dentists who went to dental school outside of Michigan*

FINANCE GOAL

Assure organizational sustainability

Objective 4.0: Annual budgeted revenue will exceed budgeted expense

- *4.1 Budget for periodic small increases in dues*
- *4.2 Increase non-dues revenue*
- *4.3 Maintain positive investment returns compared to benchmarks*
- *4.4 Maintain reserves of 75% or higher of annual expenses*

ORGANIZATIONAL GOAL

MDA's capacity will be sufficient to meet the needs of our membership

Objective 5.0 Ensure mechanisms are in place to support components serving members

- *5.1 Increase components' use of Aptify*
- *5.2 Help components identify and prepare component leaders*
- *5.3 Support structure to help components increase active member engagement*

Objective 6.0 To ensure an adequate number of well-prepared volunteer leaders, increase the number of members involved in MDA volunteer activities by 5%

- *6.1 Increase member engagement with MDA leadership communications*
- *6.2 Develop systematic intake system that includes MDA subsidiaries and component societies*

LEGAL ISSUES

FIDUCIARY

From the Latin *fiducia*, meaning "trust," a person who has the power and obligation to act for another (often called the beneficiary) under circumstances which require total trust, good faith and honesty.

So, a fiduciary is someone who stands in a special relation of trust, confidence or responsibility to another. As a committee member, you have fiduciary responsibilities to the MDA.

DUTY OF CARE

- Duty to participate actively
- Duty to act in the best interests of the MDA
- Duty to act in a fiscally responsible manner

Q1: How does the Board treat information provided by committees?

Q2: What should you do if you don't understand all the financial details?

DUTY OF LOYALTY

- Duty to avoid conflicts of interest
- Duty to identify conflicts of interest
- Duty to disclose actual or potential conflicts of interest
- Duty of confidentiality

Q1: Why do you think some volunteers may not recognize possible conflicts of interest?

Q2: What can be revealed about discussions in executive session?

DUTY OF OBEDIENCE

- Duty to act in accordance with governing documents
- Duty to act in accordance with MDA mission, vision and core values
- Support board decisions, do not undermine decisions

Q: When is it appropriate for a board member to suggest a reconsideration of a board decision?

ATTORNEY-CLIENT PRIVILEGE

- Seeking advice from attorney
- Disclosure cannot be compelled
- Must remain confidential
- Control group only
- Absolute confidence

Q: With whom can you discuss a topic that was address in an attorney-client session?

ANTITRUST

- Two or more independent dentists or entities must engage in joint activity
- The joint activity must restrain competition
 - Illegal per se
 - Rule of reason
- Enforced by Justice Department, the Federal Trade Commission, or suits brought by private parties

Q: Can two dentists in the same practice be guilty of anti-trust?

CONFLICT OF INTEREST

MDA POLICY AND FORM

- Volunteer or family may have a personal or professional conflict with the fiduciary duty to MDA
- Using info gained for personal gain/advantage or to the detriment of MDA
- Using the position for personal gain/advantage or to detriment of MDA
- Using or disclosing any nonpublic, confidential or proprietary information of the MDA

KEY QUESTIONS

- Known or perceived conflict?
- What are personal or professional interests?
- What is personal gain or advantage?
- What is detriment to the MDA?
- Using or disclosing information?

GOOD GOVERNANCE

Core Values

1. Ethical standards
2. Embrace proactivity vs. reactivity
3. A culture dedicated to openness and a commitment to transparency
4. “Members are owners”
5. Trustees are fiduciary to the MDA
6. Recognize diversity in view points
7. Verify that results align with policies and the strategic plan

Diversity

- Persistent bias
- Diverse perspectives

Barriers to Good Decisions

- Conventional wisdom
- Confirmation bias
- Groupthink
- Time pressure
- Micromanagement
- Politics/Cliques

COMMITTEE OPERATING MANUAL



GOVERNANCE

1. Law
2. Bylaws
3. Manuals
4. BOT Actions
5. Parliamentary procedure

RELATIONSHIPS

- Committees are advisory to the Board of Trustees
- Composition, purpose, authority, and charges are laid out in the scope
- Can bring ideas forward within the scope for BOT consideration
- Official representative if designated within policy.
- Staff support the committee, and have multiple responsibilities

COMMITTEE-BOARD RELATIONS

- Your committee may have a board liaison
- Committee chairs will be invited at least once/year to attend and present at a board meeting
- Committees are encouraged to attend when they have reports/recommendations before the board
- Once your recommendation is made, the board may approve, revise, refer, postpone, or defeat the recommendation
- Board is not there to do committee work, but also has broader perspective

FINANCES

- Budget is calendar year budget
- Budgeting starts in spring and budget is finalized in September
- Committee input into MDA budget is encouraged
- Board is responsible for all financial management, budget and dues
- Proposed budget may be approved or revised
- Committee may bring recommendation for action by BOT or EC through contingency funding

LEADERSHIP RESOURCES



LEADERSHIP CENTRAL



- Your online source to –
 - Get involved
 - Gain leadership skills
 - Understand MDA Governance
 - Review past actions
 - Submit a volunteer interest form

www.smilemichigan.com/pro/Leadership-Central

YOUR COMMITTEE

SCOPE

- Composition – in general, committees are consistent in composition
- Consultants are on the basis of needed expertise or perspective
- Purpose is to assist the BOT
- Authority is usually advisory but some committees have delegated responsibilities
- Duties are ongoing responsibilities
- Charges are what the BOT has asked you to do.
- Please identify micro-opportunities (short-term)

SUBCOMMITTEES

- Committee chair may appoint subcommittees if needed
- Committee members and approved consultants may serve on subcommittees as appointed
- If additional MDA members or others are needed on the subcommittee, they may be added with the approval of the MDA president
- The committee must review and approve a subcommittee recommendation before it goes to the BOT
- Subcommittees expire at the end of the leadership year or when the work is complete