

1 Current to: 7.1.22

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3 **MDA BOARD OF TRUSTEES**
4 **JOB DESCRIPTION**
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7 **TITLE:** Trustee **AFFILIATION:** Michigan Dental Association (MDA)
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9 **REPORTS TO:** House of Delegates
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11 **TERM OF OFFICE**

12 Up to two three-year terms– (with exceptions as outlined in MDA bylaws)
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14 **Time Commitment:** Approximately 20-23 days annually, not including communication and
15 preparation considerations for MDA meetings. The list of meetings, outlined below, should be
16 used as a guideline of the time commitment involved.
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18 **MDA Financial Commitment for Trustees**
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20 *MDA reimbursement includes:*

- 21 ü Standard hotel room and tax for MDA Board meetings. Trustees may choose to upgrade
- 22 their room at their own expense.
- 23 ü Sponsored meals at Board meetings
- 24 ü Partial mileage, for travel to the MDA, to be reimbursed as follows:
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26 For board meetings, a board member driving more than 300 miles, round trip, will be
27 reimbursed the difference between 300 miles, and the actual miles driven, at the IRS
28 allowable rate.
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30 If travel in a car exceeds 500 miles round-trip, the board member qualifies for air travel (see
31 air travel policy, outlined in the bylaws)
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33 Trustees are responsible for the care, maintenance, and insurance requirements for their
34 vehicles.
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- 36 ü Trustees automatically receive an appointment to serve as delegates to the ADA House of
37 Delegates but is not required. However, trustees are highly encouraged to attend the ADA
38 meetings, which is a six-day commitment. If the Trustee chooses to serve as an ADA
39 Delegate or Alternate, the MDA will reimburse travel, lodging, and related expenses as
40 outlined in the MDA Travel Policy.
41

- 42 ü If elected to the Board, you are encouraged to make a financial contribution or be an active
43 participant in MDA/ADA affiliated organizations such as dental PACs and foundations. Your

44 participation will demonstrate your dedication as a leader in the MDA and many of them
45 will be published for membership and public appreciation.

46

47 **Skills and Experience**

48 c) Member in good standing of the MDA

49 c) Strategic thinker, has the ability to contribute to the strategic planning process

50 c) Respect others points of view

51 c) Has the ability to participate in group decision-making, and a willingness to abide by a
52 majority decision

53 c) Displays a minimal, or more advanced, level of governance experience

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55 **Individual Competencies**

56 c) Demonstrates the ability to listen, learn, and understand the issues.

57 c) Demonstrates the ability to engage in dialogue, utilizing relevant experience and
58 knowledge.

59 c) Demonstrates the ability to exhibit patience, realizing the necessity for compromise when
60 engaging in dialogue.

61 c) Perseveres when faced with perceived adversity. Shows a willingness to continue
62 engagement in dialogue until a mutually agreeable compromise is reached.

63 c) Dependable, practical, influential, flexible, and highly ethical in all relationships.

64

65 **Leadership Competencies**

66 c) Has the ability to dedicate the time and energy necessary to develop proficiency in
67 performance

68 c) Possesses the ideology and values that are consistent with organized dentistry

69 c) Has knowledge of, and adheres to, the MDA and ADA Codes of Ethics

70 c) Demonstrates leadership in community activities and legislative advocacy

71 c) Demonstrates financial and business acumen

72 c) Demonstrates promptness, accuracy, and attention to detail

73

74 **GENERAL RESPONSIBILITIES OF A TRUSTEE**

75 1) Attendance and participation in regular and special board meetings. (5-6/year)

76 a. Knowledge of background information, which is provided in advance, for every
77 meeting.

78 b. Active participation in policy discussions.

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80 2) Knowledge of the strategic position of the MDA, and contribution of creative ideas to
81 help in moving forward.

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83 3) Knowledge of, and familiarity with, the MDA bylaws.

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85 4) Knowledge of, and familiarity with, the [Board Code of Conduct](#). (APM 16-915)

86

- 87
- 88 5) Active participation as a board liaison if assigned to an MDA committee, and/or outside
- 89 group, by the president.
- 90
- 91 6) Assisting component leaders, HOD members and general members with obtaining
- 92 answers to their questions. Leadership and staff assistance will be provided to the trustee.
- 93
- 94 7) Utilization of expertise in public speaking and communication to promote the value of
- 95 membership in the MDA and organized dentistry.
- 96
- 97 8) Communicating the benefits of MDA programs and services to current and potential
- 98 members.
- 99
- 100 9) Communicating the expectations and opinions of members to the President, the Executive
- 101 Director, and the Board of Trustees
- 102

103 MDA BOARD SELF-EVALUATION TOOL

104 [The MDA Board Self-Evaluation Tool](#) is provided to candidates for MDA trustee, to encourage

105 them to review the criteria that will be utilized to determine if they meet current and future

106 guidelines for re-election.

107

108 TRUSTEE MEETINGS CALENDAR

109 Below is a calendar of meetings and events that requires the presence of MDA Board members.

110 This list represents a guideline for the time commitment involved.

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112 **MDA Board Meetings**

113 2023

- 114 May 6, 2023 (Board Meeting, Grand Rapids, following HOD meeting)
- 115 June 2, 2023 (Board Orientation, Okemos/MDA Headquarters, 9am-4pm)
- 116 June 15, 2023 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 117 June 23, 2023 (MDA Shareholder Meeting, Grand Traverse Resort, Traverse City, 3pm-5pm)
- 118 June 23, 2023 (Welcome Dinner, Traverse City, 6pm-9pm)
- 119 June 24, 2023 (MDA Board Meeting, Grand Traverse Resort, Traverse City, 8am-12pm)
- 120 June 25, 2023 (MDA Board Meeting, Grand Traverse Resort, Traverse City, 8am-12pm)
- 121 September 7, 2023 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 122 September 13, 2023 (9th District Dinner, Benton Harbor, 6pm)
- 123 September 14, 2023 (9th District Caucus, Benton Harbor, 8am-3pm)
- 124 September 15, 2023 (Board Meeting, Benton Harbor, 8am-5pm)
- 125 October 7-10, 2023 (ADA House of Delegates/Orlando, Florida)
- 126 November 30, 2023 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 127 December 7, 2023 (MDA Board Dinner, TBD, 6:30pm-9pm)
- 128 December 8, 2023 (Board Meeting, Okemos/MDA Headquarters, 8am-5pm)
- 129

130 2024

- 131 February 8, 2024 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 132 February 15, 2024 (Board Meeting, Okemos/MDA Headquarters, 6pm-8pm)

- 133 February 16, 2024 (Board Meeting, Okemos/MDA Headquarters, 8am-5pm)
- 134 April 17-20, 2024 (MDA Annual Session, Lansing)
- 135 April 18, 2024 (Board Meeting, Lansing) *Tentative*
- 136 April 19, 2024 (Board Meeting, Lansing, following HOD meeting)
- 137 May 17, 2024 (Board Orientation, Okemos/MDA Headquarters, 9am-4pm)
- 138 June 13, 2024 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 139 June 21, 2024 (Joint Board Training, Okemos, 3pm-5pm)
- 140 June 21, 2024 (Welcome Dinner, Okemos, 6pm-9pm)
- 141 June 22, 2024 (MDA Board Meeting, Okemos, 8am-12pm)
- 142 June 23, 2024 (MDA Board Meeting, Okemos, 8am-12pm)
- 143 September 5, 2024 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 144 September 11, 2024 (9th District Dinner, Benton Harbor, 6pm) *Tentative until ADA confirms dates*
- 145 September 12, 2024 (9th District Caucus, Benton Harbor, 8am-3pm) *Tentative until ADA confirms dates*
- 146 September 13, 2024 (Board Meeting, Benton Harbor, 8am-5pm) *Tentative until ADA confirms dates*
- 147 October 18-21, 2024 (ADA House of Delegates/New Orleans) *Tentative until ADA confirms dates*
- 148 December 2, 2024 (Virtual Trustee Forum, Zoom Webinar, 7pm-8pm)
- 149 December 5, 2024 (MDA Board Dinner, TBD, 6:30pm-9pm)
- 150 December 6, 2024 (Board Meeting, Okemos/MDA Headquarters, 8am-5pm)

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MDA Annual Session

- 153 April 17-20, 2024 (Lansing Center, Lansing)
- 154 Ø 2 House meetings (Thursday morning and Saturday afternoon)
- 155 Ø Candidate Forum or Presentation of Candidates
- 156 Ø Reference Committee hearing (late Thursday morning)
- 157 Ø Any special functions
- 158 Ø Two board meetings: Friday morning (tentative) and Saturday afternoon following the
- 159 House meeting

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ADA Annual Session

- 162 October 7-10, 2023, Orlando, Florida (Saturday-Tuesday)
- 163 Ø One week meeting in October
- 164 Ø Mandatory functions include two House meetings, two caucuses, reference committee
- 165 hearings and any other functions as assigned by the delegation chair.
- 166 Ø Every day is filled with mandatory meetings; no opportunity to take CE
- 167 Ø Most evenings are free other than one mandatory group social event on Friday evening
- 168 from 5:00-6:30pm.

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MDA Liaison Assignment

171 The president may assign trustees to serve as a liaison to an MDA standing or special
 172 committee, task force, board committee or an outside organization. It is not uncommon for a
 173 trustee to be appointed to more than one liaison position.

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Component Communication

Each Board member is assigned one or more components to contact prior to each Board meeting to determine if they have news items to share, what is working well in the component and if there are areas of concern/issues. Board members are encouraged to attend one or more Board meetings of their assigned components.

TECHNOLOGY/COMMUNICATIONS EXPECTATIONS

- Ø Demonstration of proficiency with word processing, spreadsheet software, and email communication
- Ø Demonstration of proficiency with mobile phone, tablet, and wireless technology
- Ø Computer Requirements: All Board meeting materials are provided electronically through ADA Connect for download onto personal laptop computers, or iPads.
- Ø Trustees should bring their personal laptop computers or tablets to each meeting. Please note that the MDA does not supply computers or tablets.
- Ø Software necessities are listed below:
 - Ø Microsoft Compatible
 - Ø Office Professional (Word, Excel, PowerPoint) or the ability to open documents created in Office
 - Ø Windows or MAC OS
 - Ø Adobe Acrobat Reader (current version; this is a free download)
 - Ø Current spyware and anti-virus software

198 MICHIGAN DENTAL ASSOCIATION
199 BOARD OF TRUSTEES
200 CODE OF CONDUCT
201 (As presented to the September 2015 Board)
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204 Introduction
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206 The Michigan Dental Association (“MDA”) Board of Trustees (“Board”) is committed to
207 complying with all laws, rules and regulations applicable to its activities and conducting the
208 business of the MDA in accordance with the highest standards of business ethics. This Code of
209 Conduct shall apply to all members of the Board except the Executive Director. The Board has
210 adopted this Code of Conduct to promote legal and ethical behavior. Pursuant to Chapter IV,
211 Section 6 of the MDA Bylaws (“Bylaws”) a Board member may be removed by the Board for a
212 violation of this Code of Conduct. By accepting and retaining a seat on the Board all Board
213 members agree to abide by this Code of Conduct.
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215 Code of Conduct
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- 217 1. Board members agree to follow the American Dental Association’s Principles of Ethics and
218 Code of Professional Conduct, the MDA’s Standards of Ethics and Code of Professional
219 Conduct, the Bylaws, other applicable MDA rules and regulations and will ensure that their
220 membership in the MDA remains in good standing at all times.
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- 222 2. At meetings of the Board and at all other times acting in the capacity as a Board member,
223 Board members will conduct themselves in good faith, with honesty and integrity and
224 conduct themselves in a professional and respectful manner.
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- 226 3. Except as required by law or otherwise permitted by the Board, Board members shall not
227 disclose any information labeled or described as “confidential” information or information
228 that is discussed or provided in an executive session of the Board.
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- 230 4. Board members will exercise proper authority and good judgment in their dealings with
231 MDA staff, professional advisors, consultants and the general public and will respond to
232 the needs of MDA members in a responsible, respectful, and professional manner.
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- 234 5. Board members shall not use any information provided by MDA or that was acquired as a
235 consequence of the Board members service on the Board in any manner other than in
236 furtherance of the Board member’s duties as a member of the Board. Board members
237 shall not misuse MDA property or resources and will at all times keep MDA property secure
238 and not allow any person not authorized by the Board to have or use MDA property.
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- 240 6. Board members shall perform their assigned duties in a professional and timely manner
241 pursuant to the Board’s direction and oversight.

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7. Upon the expiration or termination of a Board member's term on the Board, the Board member shall promptly return to MDA all documents, electronic and hard copy files, reference materials and any other MDA property in the possession or control of the Board member. The return of MDA property will not discharge a former Board member from the Board member's continuing obligations of confidentiality with respect to information acquired as a consequence of the Board member's tenure on the Board.
 8. Board members shall not: (a) persuade or attempt to persuade any MDA employee to leave their position with the MDA or to become employed by any person or entity other than MDA; or (b) persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with MDA to terminate, curtail, or not enter into its relationship to or with MDA, or to in any way reduce the monetary or other benefits to MDA of such relationship.
 9. Board members must act at all times in accordance with the MDA Conflict of Interest Policy (attached hereto as Exhibit A).
 10. Board members shall not abuse Board membership by improperly using Board membership MDA staff, services, equipment, resources or property for personal or third-party gain. Board members shall not represent to third parties that their authority as a Board member extends any further than that which it actually extends.
 11. Board members shall not engage in or facilitate any discriminatory or harassing behavior directed toward MDA staff, members, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors or others while engaging in MDA activities and/or conducting MDA business.
 12. Board members shall not solicit or accept gifts, gratuities, free trips, honoraria, personal property or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to the person or entity with respect to matters pertaining to MDA.
 13. Board members shall provide goods or services to MDA as a paid vendor to MDA only after full disclosure to and advance approval by the Board.

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279 **Survival**

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281 Sections 3, 5, 7 and 8 of this Code of Conduct shall survive the expiration or termination of a
282 Board members tenure on the Board and continue to be binding upon Board members
283 following the end of their tenure on the Board.
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286 **Report of Violation/Sanction**

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1. A Board member (the "Reporting Board Member") may make a written report (a "Report") to be filed with the MDA Executive Director alleging another Board member (the "Accused Board Member") has violated the Code of Conduct. The Report shall be provided by the Executive Director to all Board members as soon as practicable.
2. The President (or the President-Elect if the Report contains allegations against the President) shall conduct a hearing on the allegations raised in the Report at the Board meeting as soon as practicable following the Executive Director's receipt of the Report. At the hearing the Reporting Board Member shall present the allegations and any evidence supporting the allegations to the Board. The Accused Board Member shall respond to the allegations presenting any evidence supporting the Accused Board Member's defense. The Board members shall then have an opportunity to question both the Reporting Board Member and the Accused Board Member.
3. Immediately following the questioning the Board members, other than the Reporting Board Member and the Accused Board Member who shall be excluded from the deliberations, shall deliberate and decide by majority vote whether the Code of Conduct has been violated and, if so, the sanction to be imposed against the Accused Board Member.
4. The possible sanctions that the Board may decide to impose against the Accused Board Member include only:
 - (a) Citation/Guidance Letter. The President (or the President-Elect in the event the Report includes allegations against the President) may issue a letter to the Accused Board Member citing minor violations of this Code of Conduct by the Accused Board Member and providing the Accused Board Member with guidance regarding the requirements of this Code of Conduct. A Citation/Guidance Letter shall be used only in cases involving minor violations of this Code of Conduct that the Board determines do not warrant a Reprimand or Removal. A Citation/Guidance Letter shall not be reported to the House of Delegates but shall be taken into account by the Board in any future hearing arising from a Report involving the Accused Board Member.
 - (b) Reprimand. A reprimand shall consist of a written letter sent by the President (or President-Elect in the event the Report includes allegations against the President) to the Accused Board Member and included in the minutes of the Board's meeting that specifically identifies the Accused Board Member's violation of the Code of Conduct and directs the Accused Board Member to cease the conduct that resulted in the violation of the Code of Conduct. Previously issued reprimands to a Board member shall be taken under consideration in any future hearing involving that Board member's alleged violation of the Code of Conduct.

330 (c) Removal. The Accused Board Member may be removed from the Board and any
331 officer position then held upon the affirmative vote of two-thirds (2/3) of the Board in
332 accordance with Chapter IV, Section 6 of the Bylaws.
333

334 5. Reprimand and Removal sanctions shall be reported to the House of Delegates in the
335 Speaker of the House of Delegates' next communication to the House of Delegates unless
336 the Board determines that reporting the Reprimand or Removal to the House of Delegates
337 would:
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- 339 a) violate the privacy rights of third parties included in a Report;
- 340 b) compromise the position of the MDA in pending or threatened legal or regulatory
341 matters; or
- 342 c) not be in the best interest of the MDA.
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**MDA BOARD OF TRUSTEES
SELF-EVALUATION TOOL**

5 The Nominating Committee will use the following document to evaluate current MDA trustees.
6 This form is also being provided to candidates for MDA trustee, to encourage them to review
7 the criteria that will be utilized to determine if they meet current and future guidelines for re-
8 election.
9

10 **RESPONSIBILITIES AND EXPECTATIONS FOR MDA TRUSTEES**

- 11 1) Attendance and participation in regular and special board meetings, which average five
12 to six meetings annually, and requires:
13
14 a. Knowledge of background information, which is provided in advance, for every
15 meeting.
16 b. Active participation in policy discussions.
17 c. Knowledge of the strategic position of the MDA, and personally contributing to
18 dialogue by the BOT that will keep this position at the forefront.
19
20 2) Knowledge of, and familiarity with, the MDA bylaws.
21
22 3) Active participation as a board liaison when assigned to an MDA committee, and/or
23 outside group, by the president.
24
25 4) Attendance at MDA Annual Sessions, and at least two additional events, in addition to
26 Board and EC meetings.
27
28 5) Utilization of experience in public speaking and communication to promote the value of
29 membership in the MDA and organized dentistry, including:
30
31 a. Communicating the benefits of MDA programs and services to current and potential
32 future members.
33 b. Communicating the expectations and opinions of MDA members to the President, the
34 Executive Director, and the Board of Trustees.
35
36 6) Utilization of experience in public speaking and communication to provide a link
37 between the MDA, the news media, policy makers, and the general public.
38
39 7) Promptly responding to requests from MDA leadership, and/or staff, for board member
40 assistance in addressing issues.
41
42 8) Participating, as requested, in research projects including Salary and Fee Surveys.
43

- 44 9) Identifying and mentoring future potential board and committee members to the best
45 of
46 your ability.
47
- 48 10) Providing assistance, when requested, in maintaining and protecting the MDA's legal
49 rights and security of assets, including:
50
51 a. Operating resources
52 b. Image and brand
53 c. Audits and proper internal controls
54
- 55 11) Providing an oral or written liaison report at each Board meeting, and providing reports
56 to MDA members regarding decisions made by the BOT at these meetings, and the
57 impact of those decisions on the membership.
58
- 59 12) Confirming the ability to participate in group decision-making, and a willingness to abide
60 by a majority decision, reached by the BOT.
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- 62 13) Reporting incurred expenses related to Trustee duties, with receipts, to the MDA in a
63 timely manner.
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- 65 14) Reviewing board and committee minutes when they become available online.
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- 67 15) Serving as an ADA Delegate when directed to do so.
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- 69 16) Supporting and promoting the MDA Dental PAC and MDA Foundation.
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- 71 17) Supporting and promoting the MDAIFG by utilizing and encouraging member use of its
72 products and services.
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- 74 18) Supporting and promoting member participation in the MDA's Mission of Mercy project
75 to the best of your ability.
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