



2023 Trustee Application

The content of this application will be provided to the House of Delegates if you are chosen as a candidate.
This PDF should be saved to your computer BEFORE completing to ensure that the changes are saved.

Please return this application to Michelle Nichols-Cruz at mcruz@michigandental.org by **January 1, 2023**. Please include a copy of your curricula vitae and signed copy of the Conflict of Interest Policy.

[Click here](#) to view the position description.

[Click here](#) to view the Conflict of Interest Policy. **Please complete page 18.**

[Click here](#) to view the MDA Mission, Vision and Strategic Plan.

Per MDA policy, a “360 Review” will be conducted for all applicants. Records for peer review dental care, peer review ethics and board of dentistry actions will be reviewed. If significant actions are noted, a subcommittee of the peer review committee(s) will review and decide whether the applicant has issues which should be taken into consideration by the Nominating Committee. Because of the strict confidentiality of peer review, the Nominating Committee will receive only the information that an applicant passed or did not pass the internal review process.

Date _____

Name _____

Residence

Address _____

Work Phone _____ Cell Phone _____ Email _____

Business

Address _____

Work Phone _____ Cell Phone _____ Email _____

Preferred method of contact Work Residence

Are you familiar with the duties and time commitment in the attached job description?

- Yes
- No

If yes, do you have any concerns about meeting these requirements?

- Yes
- No

If yes, please explain. If no, please continue.

Optional – Are you the recipient of any awards or honors that you would like to share?

Give an example of how you have been a servant leader in your office or other organization.

What inspired you to run for this office and how could you use that position to encourage others to become more involved in leadership?

What value does the MDA bring to its members ...all members? (Including solo dentists, corporate dentists, etc.)

References

Please inform your references that they will be contacted by a member of the Nominating Committee and that information they provide will be shared with the Nominating Committee only on a confidential basis.

Personal (other than a family member)

Name _____

Address _____

City, State, ZIP _____

Phone Number _____ Email _____

Professional

Name _____

Address _____

City, State, ZIP _____

Phone Number _____ Email _____

***Technology Expectations**

Board communications and Board meeting materials are provided electronically. MDA technology expectations include:

- High speed Internet capability
- Access to email correspondence and response on a timely basis
- Ownership or willingness to purchase a laptop computer or tablet
- Access to a current version of Adobe Reader
- Ability to open and view Microsoft Word documents

*We want to assess your current level of technological capabilities so that training can be scheduled if necessary. Are you amenable to training?

Yes

No

Please provide us with any additional information that you would like to share

Please note that if you are chosen as a candidate you will be required to attend the Thursday, May 4, 2023 Candidate Forum if the election is contested. If elected, you will be required to attend the Saturday, May 6, 2023 House of Delegates meeting for the induction ceremony.

For information on the nomination process, please contact Michelle Nichols-Cruz at mcruz@michigandental.org or 1.800.589.2632, ext. 414.

Thank you very much for applying!

1 Current to: 7.1.22

2
3 **MDA BOARD OF TRUSTEES**
4 **JOB DESCRIPTION**
5

6
7 **TITLE:** Trustee **AFFILIATION:** Michigan Dental Association (MDA)
8

9 **REPORTS TO:** House of Delegates
10

11 **TERM OF OFFICE**

12 Up to two three-year terms– (with exceptions as outlined in MDA bylaws)
13

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.
17

18 **MDA Financial Commitment for Trustees**
19

20 *MDA reimbursement includes:*

- 21 ✓ Standard hotel room and tax for MDA Board meetings. Trustees may choose to upgrade
22 their room at their own expense.
- 23 ✓ Sponsored meals at Board meetings
- 24 ✓ Partial mileage, for travel to the MDA, to be reimbursed as follows:
25

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.
29

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)
32

33 Trustees are responsible for the care, maintenance, and insurance requirements for their
34 vehicles.
35

- 36 ✓ 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 ✓ 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 Member in good standing of the MDA
- 49 Strategic thinker, has the ability to contribute to the strategic planning process
- 50 Respect others points of view
- 51 Has the ability to participate in group decision-making, and a willingness to abide by a
52 majority decision
- 53 Displays a minimal, or more advanced, level of governance experience

54

55 **Individual Competencies**

- 56 Demonstrates the ability to listen, learn, and understand the issues.
- 57 Demonstrates the ability to engage in dialogue, utilizing relevant experience and
58 knowledge.
- 59 Demonstrates the ability to exhibit patience, realizing the necessity for compromise when
60 engaging in dialogue.
- 61 Perseveres when faced with perceived adversity. Shows a willingness to continue
62 engagement in dialogue until a mutually agreeable compromise is reached.
- 63 Dependable, practical, influential, flexible, and highly ethical in all relationships.

64

65 **Leadership Competencies**

- 66 Has the ability to dedicate the time and energy necessary to develop proficiency in
67 performance
- 68 Possesses the ideology and values that are consistent with organized dentistry
- 69 Has knowledge of, and adheres to, the MDA and ADA Codes of Ethics
- 70 Demonstrates leadership in community activities and legislative advocacy
- 71 Demonstrates financial and business acumen
- 72 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.
- 79
- 80 2) Knowledge of the strategic position of the MDA, and contribution of creative ideas to
81 help in moving forward.
- 82
- 83 3) Knowledge of, and familiarity with, the MDA bylaws.
- 84
- 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.

111

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 ➤ 2 House meetings (Thursday morning and Saturday afternoon)
- 155 ➤ Candidate Forum or Presentation of Candidates
- 156 ➤ Reference Committee hearing (late Thursday morning)
- 157 ➤ Any special functions
- 158 ➤ Two board meetings: Friday morning (tentative) and Saturday afternoon following the
- 159 House meeting

160

ADA Annual Session

- 162 October 7-10, 2023, Orlando, Florida (Saturday-Tuesday)
- 163 ➤ One week meeting in October
- 164 ➤ Mandatory functions include two House meetings, two caucuses, reference committee
- 165 hearings and any other functions as assigned by the delegation chair.
- 166 ➤ Every day is filled with mandatory meetings; no opportunity to take CE
- 167 ➤ 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

- Demonstration of proficiency with word processing, spreadsheet software, and email communication
- Demonstration of proficiency with mobile phone, tablet, and wireless technology
- Computer Requirements: All Board meeting materials are provided electronically through ADA Connect for download onto personal laptop computers, or iPads.
- Trustees should bring their personal laptop computers or tablets to each meeting. Please note that the MDA does not supply computers or tablets.
- Software necessities are listed below:
 - Microsoft Compatible
 - Office Professional (Word, Excel, PowerPoint) or the ability to open documents created in Office
 - Windows or MAC OS
 - Adobe Acrobat Reader (current version; this is a free download)
 - 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)
202
203

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.
214

215 Code of Conduct
216

- 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.
221
- 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.
225
- 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.
229
- 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.
233
- 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.

- 242
243 7. Upon the expiration or termination of a Board member's term on the Board, the Board
244 member shall promptly return to MDA all documents, electronic and hard copy files,
245 reference materials and any other MDA property in the possession or control of the Board
246 member. The return of MDA property will not discharge a former Board member from the
247 Board member's continuing obligations of confidentiality with respect to information
248 acquired as a consequence of the Board member's tenure on the Board.
249
- 250 8. Board members shall not: (a) persuade or attempt to persuade any MDA employee to
251 leave their position with the MDA or to become employed by any person or entity other
252 than MDA; or (b) persuade or attempt to persuade any member, exhibitor, advertiser,
253 sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or
254 potential relationship to or with MDA to terminate, curtail, or not enter into its
255 relationship to or with MDA, or to in any way reduce the monetary or other benefits to
256 MDA of such relationship.
257
- 258 9. Board members must act at all times in accordance with the MDA Conflict of Interest Policy
259 (attached hereto as Exhibit A).
260
- 261 10. Board members shall not abuse Board membership by improperly using Board
262 membership MDA staff, services, equipment, resources or property for personal or third-
263 party gain. Board members shall not represent to third parties that their authority as a
264 Board member extends any further than that which it actually extends.
265
- 266 11. Board members shall not engage in or facilitate any discriminatory or harassing behavior
267 directed toward MDA staff, members, meeting attendees, exhibitors, advertisers,
268 sponsors, suppliers, contractors or others while engaging in MDA activities and/or
269 conducting MDA business.
270
- 271 12. Board members shall not solicit or accept gifts, gratuities, free trips, honoraria, personal
272 property or any other item of value from any person or entity as a direct or indirect
273 inducement to provide special treatment to the person or entity with respect to matters
274 pertaining to MDA.
275
- 276 13. Board members shall provide goods or services to MDA as a paid vendor to MDA only after
277 full disclosure to and advance approval by the Board.
278

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:

338

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**

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

RESPONSIBILITIES AND EXPECTATIONS FOR MDA TRUSTEES

- 1) Attendance and participation in regular and special board meetings, which average five to six meetings annually, and requires:
 - a. Knowledge of background information, which is provided in advance, for every meeting.
 - b. Active participation in policy discussions.
 - c. Knowledge of the strategic position of the MDA, and personally contributing to dialogue by the BOT that will keep this position at the forefront.
- 2) Knowledge of, and familiarity with, the MDA bylaws.
- 3) Active participation as a board liaison when assigned to an MDA committee, and/or outside group, by the president.
- 4) Attendance at MDA Annual Sessions, and at least two additional events, in addition to Board and EC meetings.
- 5) Utilization of experience in public speaking and communication to promote the value of membership in the MDA and organized dentistry, including:
 - a. Communicating the benefits of MDA programs and services to current and potential future members.
 - b. Communicating the expectations and opinions of MDA members to the President, the Executive Director, and the Board of Trustees.
- 6) Utilization of experience in public speaking and communication to provide a link between the MDA, the news media, policy makers, and the general public.
- 7) Promptly responding to requests from MDA leadership, and/or staff, for board member assistance in addressing issues.
- 8) Participating, as requested, in research projects including Salary and Fee Surveys.
- 9) Identifying and mentoring future potential board and committee members to the best of

- 390 your ability.
391
- 392 10) Providing assistance, when requested, in maintaining and protecting the MDA's legal
393 rights and security of assets, including:
394
- 395 a. Operating resources
396 b. Image and brand
397 c. Audits and proper internal controls
398
- 399 11) Providing an oral or written liaison report at each Board meeting, and providing reports
400 to MDA members regarding decisions made by the BOT at these meetings, and the
401 impact of those decisions on the membership.
402
- 403 12) Confirming the ability to participate in group decision-making, and a willingness to abide
404 by a majority decision, reached by the BOT.
405
- 406 13) Reporting incurred expenses related to Trustee duties, with receipts, to the MDA in a
407 timely manner.
408
- 409 14) Reviewing board and committee minutes when they become available online.
410
- 411 15) Serving as an ADA Delegate when directed to do so.
412
- 413 16) Supporting and promoting the MDA Dental PAC and MDA Foundation.
414
- 415 17) Supporting and promoting the MDAIFG by utilizing and encouraging member use of its
416 products and services.
417
- 418 18) Supporting and promoting member participation in the MDA's Mission of Mercy project
419 to the best of your ability.
420
421

MDA CONFLICT OF INTEREST POLICY
Adopted by the Board: December 6, 2019
Effective: May 17, 2020

The following is the MDA Board of Trustees policy on conflict of interest for officers, trustees, committee members, and committee chairs:

It is the policy of the Board of Trustees of the Michigan Dental Association ("MDA") that individuals who serve in elected or appointed positions do so in a representative and fiduciary capacity. Elected and appointed officials are required to act in accordance with the fiduciary duties imposed upon them by their office and/or as further determined by the MDA Board from time to time.

At all times, elected and appointed officials shall work to further the interests of the MDA as a whole. In addition, elected and appointed officials shall avoid:

- A. Placing him/herself or a member of their immediate family (spouse, parent, child, sibling) in a position where personal or professional interests may conflict with their fiduciary duty to the MDA;
- B. Using information obtained as a result of serving in an elected or appointed position for personal gain or advantage or to the detriment of MDA;
- C. Using an elective or appointed position for personal gain or advantage or otherwise obtaining from a third party a gain or advantage at the expense of MDA; and
- D. Using or disclosing any nonpublic, confidential or proprietary information of the MDA.

No member of the Board of Trustees or member of the Committee on Governmental and Insurance Affairs shall serve simultaneously as an officer, director, employee, agent or consultant of any insurance company offering dental coverage or any third-party payer of dental benefits.

The obligation of elected and appointed officials to act in accordance with their fiduciary duties survives (i.e. elected and appointed officials remain subject these fiduciary duties) following the expiration or termination of their term of office. Retiring Board and Committee on Governmental and Insurance Affairs members shall not accept employment or board service with any dental benefits company for two years following completion of MDA Board or committee service.

As a condition for selection, each nominee, candidate and applicant for an elected or appointed position shall disclose any situation, which might be construed as placing the candidate in a position of having an interest that may conflict with his or her fiduciary duties to the MDA.

Elected and appointed officials shall comply with the conflict of interest policy applicable to his or her office or position, shall complete and file a conflict of interest statement for each year of service, and shall promptly report to the MDA President any situation in which a potential conflict of interest may arise. The MDA Board of Trustees shall render a judgment on what constitutes a conflict of interest. If it is determined that a conflict exists, the Board will decide on an individual basis whether an elected and/or appointed official will participate in discussions but not vote, participate in discussions and votes or leave the room during discussions and voting.

46 Should a conflict of interest exist and a trustee fail to declare a conflict of interest, the Board of Trustees
47 shall hold a hearing and determine the sanction up to and including removal for cause as set forth in the
48 MDA Bylaws, Chapter IV, Board of Trustees, Section 6 "Removal".

49

50 Should a conflict of interest arise and an elected or appointed official other than a trustee (e.g. a
51 committee member) fail to declare a conflict of interest, the MDA president shall determine the
52 sanction up to and including removal.

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4
Michigan Dental Association
Annual Conflict of Interest Disclosure
Form Fiscal Year 2022-2023

5 You are receiving this form because you are a Michigan Dental Association representative. You are
6 being asked to disclose, in good faith, any interest (as defined in the Conflict of Interest Policy, dated
7 December 6, 2019) you may have that creates an actual, potential or perceived conflict of interest in
8 connection with your MDA leadership role.

9
10 Conflicts or potential or perceived conflicts may not disqualify an individual. Individuals who have
11 attained high levels of expertise through affiliation with other organizations, academia, or business are
12 important to MDA, provided their activity does not involve a conflict. To avoid even the appearance of
13 impropriety, any individual should always disclose any possible relationship or interest that might affect
14 a vote, decision or action on behalf of the MDA.

15
16 Please provide full details below or on a separate sheet identifying any outside interests which you
17 believe requires or may require disclosure. Attached are examples of potential or perceived conflicts of
18 interest.

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29 If you have no known or perceived conflicts, check none below, sign and return.

30
31 None

32
33 By my signature below I acknowledge that I have read and understand the association's conflict of
34 interest policy; that I agree to comply with it on an on-going basis; and that I understand the association
35 is a tax-exempt organization that must engage primarily in activities which accomplish one or more of its
36 tax-exempt purposes and that it must also avoid transactions with leadership that result in inurement,
37 impermissible private benefit or an excess-benefit transaction.

38
39 If I become aware of a potential conflict of interest, family relationship or business relationship in the
40 future, I will disclose it immediately to the MDA Board of Trustees along with all material facts so the
41 Board can determine whether a conflict exists.

42
43 Signature:

44
45 Date:

1 **EXAMPLES OF ACTUAL, POTENTIAL OR PERCEIVED**
2 **CONFLICTS OF INTEREST**

3
4 Organizational Goals that are in Conflict

5 It is unquestionable that a trustee, officer, committee chair, consultant or staff member would be
6 unable to act in the best interest of the MDA and another organization if the fundamental goals of the
7 two organizations were in conflict. In these situations the trustee, officer, committee chair or consultant
8 may not be able to fulfill his or her duty of loyalty to the MDA.

9
10 **EXAMPLE:** A trustee, officer, committee chair or consultant of the MDA is elected to the Board of
11 Directors of an anti-amalgam organization.

12
13 **RECOMMENDATION:** In order to further the goals of the anti-amalgam organization the MDA official
14 would breach his or her duty of loyalty to the MDA because fundamental goals of the MDA on public
15 health are in conflict with the anti-amalgam organization. The MDA official should inform the Board of
16 Trustees of this.

17
18 Goals on Major Policy Issues are in Conflict

19 A trustee, officer, committee chair or consultant may hold a position with an organization that generally
20 strives to support the same dental public health goals of the MDA. Although the two organizations can
21 be expected generally to support the same dental public health issues there may occasionally be
22 differences in the policy goals.

23
24 **EXAMPLE:** A trustee, officer, committee chair or consultant is on the Board of Trustees of a Specialty
25 Organization. The Specialty Organization takes the position on a piece of legislation that is contrary to
26 the MDA's position.

27
28 **RECOMMENDATION:** In this example there is a difference on a significant policy issue but not a
29 difference on fundamental public health goals. Thus, the MDA trustee, officer, committee chair or
30 consultant should not vote or be involved in the decision making at the MDA level with reference to the
31 piece of legislation. The trustee, officer, committee chair or consultant should advise the Board of his or
32 her position in the Specialty Organization. Here the Board may conclude that recusal from discussion
33 and voting will be sufficient to protect his or her duty of loyalty to the MDA, and, therefore, resignation
34 may not be necessary.

35
36 Organizations with a Financial Interest in MDA Policy

37
38 **EXAMPLE:** A trustee is a member of the Board of Directors of a dental manufacturer. The MDA Board
39 of Trustees is considering a policy which would have an adverse effect on the manufacturer.

40
41 **RECOMMENDATION:** As a director of the dental manufacturer, the trustee is required to pursue the
42 financial benefit of the dental manufacturer and thus on this issue his or her duty of loyalty to the MDA
43 would be conflicted. The Board may conclude that the trustee should not participate in the vote on this
44 issue.

45
46

47 Conflicts Involving Competing Business Activities

48

49 **EXAMPLE:** A Board member of an MDA subsidiary is a member of the Board of Trustees of an
50 organization that competes with one or more of MDA's business activities (dental supplies, health
51 insurance, etc.).

52

53 **RECOMMENDATION:** The Board may conclude that the Board member should not participate in the
54 vote on any issue relating to the subsidiary's activities on matters that are in direct competition between
55 the MDA and the competing corporation. The Board may conclude that the Board member may vote on
56 other issues so long as the Board member makes full disclosure of his/her involvement in the competing
57 business.

58

59 Individual Financial Interest

60 A Board member has a financial interest that should be disclosed on this form if directly or indirectly,
61 through business, investment, or immediate family (spouse, parent, child, sibling):

62

- 63 a. An ownership or investment interest in an entity with which the association has a business
64 transaction or arrangement,
- 65 b. A compensation arrangement with an entity with which the association has a business
66 transaction or arrangement, or
- 67 c. A potential ownership or investment interest in, or compensation arrangement with, an entity
68 with which the association is negotiating a business transaction or arrangement.
- 69 d. A compensation relationship or ownership interest in a business with another MDA volunteer
70 leader.

71

72 **EXAMPLE:** A doctor's participating provider agreement with a managed care organization is not a
73 potential conflict of interest because the MDA itself does no business with the managed care
74 organization. Also, travel reimbursement, honoraria and stipends paid according to the association's
75 annual budget are not potential conflicts of interest. However, if a Board member or immediate family
76 member (spouse, parent, child, sibling) owns an interest in or has a financial relationship with a business
77 that, in turn, does business with the association, then a potential or perceived conflict of interest should
78 be disclosed. Also, if a Board member practices dentistry with a spouse or significant other who is also
79 an MDA volunteer, this should be disclosed on the form.

80

81 **RECOMMENDATION:** The Board may conclude that the Board member should not participate in the
82 discussion and vote on any issue relating to matters regarding a business that the trustee has a financial
83 interest in. The Board may conclude that the Board member may vote on other issues so long as the
84 Board member makes full disclosure of his/her involvement (or his/her family/colleagues) in the
85 business the MDA has a business relationship with.

86

Mission Statement: Helping member dentists succeed.

Vision Statement: Michigan's oral health authority dedicated to the public and the profession.

**Michigan Dental Association
2021-2025 Strategic Plan
Updated March 4, 2022**

Goal	Objective
Goal 1: Define and deliver exceptional member value	Objective 1: Improve Net Promoter Score (NPS) among new dentists
Goal 2: Engage and develop relationships with members	Objective 2: Increase member engagement with the MDA
	Objective 3: Increase leadership engagement with the MDA
Goal 3: Ensure organizational sustainability	Objective 4: Enhance financial outcomes
	Objective 5: Increase organizational capacity
Goal 4: Understand and improve diversity, equity, and inclusion at all levels	Objective 6: Build relationships and increase collaboration with diverse dental populations
	Objective 7: Increase leadership participation among under-represented segments
Goal 5: Advocate effectively for the dental profession and the public's oral health	Objective 8: Engage effectively with legislators, public officials, and stakeholders
	Objective 9: Increase member awareness of advocacy efforts