

Official House Resolution and Board Comments Attached

Resolution 207 – Amendment to the Manual of the House of Delegates: Representation and Reapportionment of Delegates

Author: Dr. Steven Saxe, Delegate

IF YOU VOTE YES

A YES vote supports the action requested in the resolving clauses.

This resolution updates the ADA's Manual of the House of Delegates to ensure fair and proportional representation by basing delegate allocation on active membership only, using a ratio of one delegate per 700 active members. It also reduces the minimum number of delegates per constituent from two to one, limits ASDA representation to a maximum of five delegates (or 1.5% of the House), and calls for reapportionment every three years instead of four. The goal is to modernize representation, reflect current membership trends, and uphold fiscal responsibility.

IF YOU VOTE NO

A NO vote keeps the current outdated allocation system in place. That means representation would remain tied to inflated membership categories, including retired or inactive members, rather than the active dentists who fund and serve the ADA. It would also delay reform until a future study, allowing disproportional influence and stagnant governance to continue unchecked.

SUMMARY

This resolution brings ADA governance in line with peer associations like the AMA and AAUP by adopting an equitable, membership-based apportionment formula. It reduces the overall House size proportionally to active membership, maintains protection for small constituents, and preserves a fair but limited role for ASDA. The proposal strengthens fiscal discipline, modernizes delegate representation, and aligns ADA governance with present-day membership realities.

Board of Trustees — Thank You for the Referral

We Trust the ADA Agencies Will Act Promptly

The Board of Trustees unanimously recommended referral, stating that governance reform should be reviewed comprehensively as part of the upcoming governance study. While referral ensures future evaluation, this issue is urgent and central to ADA accountability. The resolution's principles—representation based on active members, fairness, and fiscal responsibility—must not be delayed.

TALKING POINTS

- ADA delegate numbers have not decreased despite a 25% drop in active membership since 2005.

- This resolution corrects the imbalance by tying representation to active members only.
- Aligns ADA with national peer organizations that use membership-based representation formulas.
- Ensures smaller states and federal services retain guaranteed seats.
- Protects the integrity of proportional representation and member trust.
- Limits ASDA's voting share to maintain balance and fairness in the House.
- Encourages fiscal responsibility by right-sizing governance to match membership levels.
- Reflects ADA's commitment to modern, data-driven governance.



Prepared by Dentistry in General Advocacy Coalition

<https://dentistryingeneral.com/digac>

Resolution No. 207 NewReport: N/A Date Submitted: 5/18/2025Submitted By: Dr. Steven Saxe, delegate, NevadaReference Committee: A (Business, Membership and Administrative Matters)Total Net Financial Implication: None Net Dues Impact: _____

Amount One-time: _____ Amount On-going: _____

ADA Strategic Forecast Outcome: Tripartite: Promote Tripartite stability, success, and future growth.

1 **AMENDMENT TO THE MANUAL OF THE HOUSE OF DELEGATES SECTION TITLED**
 2 **REPRESENTATION OF CONSTITUENTS AND PERIODIC REAPPORTIONMENT OF**
 3 **DELEGATES AND ALTERNATE DELEGATES**

4 The following resolution was submitted on Sunday, May 18, 2025, by Dr. Steven Saxe, delegate, Nevada.

5 **Background:** The American Dental Association (ADA), as the national voice for the dental profession,
 6 must continually evaluate whether its governance structure supports fiscal responsibility and meets
 7 member needs in a changing environment. ADA members expect their dues to be used effectively and
 8 ethically. According to the *Manual of the House of Delegates*, “The House of Delegates, as the legislative
 9 and governing body, is the supreme authority in the American Dental Association” (*Manual of the House*
 10 *of Delegates*, p. 4).

11 The ADA House of Delegates (HOD), the legislative body of the Association, currently includes 485 voting
 12 delegates—a number reflected in the current composition but originally anchored in a target size of 473
 13 discussed in prior governance materials. Delegate allocations are recalculated every four years based on
 14 membership data from two years prior (*Manual of the House of Delegates*, pages 18-20). However, the
 15 overall size of the House has remained relatively static despite a more than 25% decline in ADA active
 16 membership since 2005, as illustrated in the 2024 *Report of the Treasurer*, which documents long-term
 17 membership trends and market share erosion (p. 6;
 18 [https://connect.ada.org/governance/hod/Archived%20Documents/2024%20House%20Material/Financial](https://connect.ada.org/governance/hod/Archived%20Documents/2024%20House%20Material/Financial%20and%20Organizational%20Communications/2024%20Report%20of%20the%20Treasurer.pdf)
 19 [%20and%20Organizational%20Communications/2024%20Report%20of%20the%20Treasurer.pdf](https://connect.ada.org/governance/hod/Archived%20Documents/2024%20House%20Material/Financial%20and%20Organizational%20Communications/2024%20Report%20of%20the%20Treasurer.pdf))

20 Professional associations such as the American Medical Association (AMA) and the American
 21 Association of University Professors (AAUP) allocate delegates based on current active membership, with
 22 proportional formulas updated on a regular basis to reflect year-end totals. [According to the AMA's official](#)
 23 [delegate apportionment memo for 2025](#), delegate allocation is based on “one delegate apportioned for
 24 every 1,000 AMA members, or fraction thereof” using official AMA membership data as of December 31
 25 of the prior year. [The AMA House of Delegates Reference Manual \(Page 7\)](#) further confirms that
 26 constituent societies receive delegates “on a proportional basis with one delegate per every 1,000 active
 27 AMA members”. Similarly, the AAUP National Delegate Assembly allocates representation using a ratio
 28 of one delegate per 250 members (or major fraction thereof), a structure outlined in their governance
 29 section: <https://www.aaup.org/information-and-resources-sections>

30 In keeping with these established peer standards, this resolution proposes that the ADA adopt a delegate
 31 allocation ratio of approximately one voting delegate per 700 active members. This approach seeks to
 32 modernize House composition, ensure equitable representation, and maintain accessibility while
 33 protecting guaranteed representation for smaller constituent societies. To ensure consistency with peer

organizations and preserve the integrity of proportional representation, this resolution proposes that delegate allocation be based on active members only. This approach mirrors the American Medical Association's model, which allocates delegates solely according to active membership totals. Including retired or honorary categories—many of whom no longer pay dues or participate in governance—would distort apportionment and dilute the voice of currently engaged members. Guaranteed minimum representation ensures smaller constituent societies remain protected.

Under the current structure, the American Student Dental Association (ASDA) holds five (5) delegate seats out of 485 total in the ADA House of Delegates—roughly 1% of the body. As this resolution proposes reducing the overall size of the House to better reflect active membership, fixed delegate blocks must also be recalibrated to maintain proportional fairness. Without adjustment, ASDA's share would more than double in a smaller House, granting disproportionate influence to a non-licensed, non-dues-paying group. To preserve student representation while aligning with equitable governance principles, this resolution proposes that ASDA retain no more than 1.5% of total voting delegates, with a hard cap of five (5) delegates

Resolution

207. Resolved, that the section of the *Manual of the House of Delegates* titled Representation of Constituents and Periodic Reapportionment of Delegates and Alternate Delegates, be amended as follows (additions underlined, deletions ~~stricken through~~):

A. Goal of Delegate Apportionment

~~The allocation of the remaining delegates over the minimum number of delegates allocated to each constituent and the District of Columbia Dental Society shall be made pursuant to the delegate allocation methodology set forth in this section of the *Manual of the House of Delegates*. The goals of the delegate apportionment scheme adopted by the ADA is to (i) achieve as close to proportional representation of active, life and retired members of constituents and federal dental services (Army, Air Force, Navy, Veterans Administration, and Public Health) as possible while providing for the minimum representational requirements set forth in the *Governance and Organizational Manual of the American Dental Association (Governance Manual)*; (ii) providing for representation of the American Student Dental Association; and (iii) maintaining the size of the House of Delegates as close to 473 delegates as possible while meeting the other goals recited in this herein.~~

B. A. Delegate Allocation Methodology

Commencing in ~~2014~~2026, based on the representational requirements and goals set forth in this *Manual* and in the *Governance Manual*, delegates shall be allocated according to the allocation methodology set forth below. Thereafter, to account for membership fluctuations, delegate allocations shall be reviewed and delegates shall be reallocated by the Secretary of the House of Delegates every ~~four (4)~~ three (3) years among the Association's constituents, the five (5) federal dental services and the American Student Dental Association in accordance with that same methodology. Delegate allocations shall be based on the Association's year-end membership records for the second calendar year preceding the year in which the delegate allocations become effective using a formula of one (1) voting delegate per 700 active members, rounded to the nearest whole number, while ensuring that each constituent, federal dental service and the American Student Dental Association retains at least one (1) voting delegate. The review of delegates shall take place as soon as possible after the membership numbers on which the delegate allocations are based are available. The Secretary of the House of Delegates shall publish the new delegate allocations expeditiously thereafter to the constituent dental societies, the five (5) federal dental services and the American Student Dental Association. The delegate allocations shall also be published in this Manual. The American Student Dental Association shall be allocated a number of voting delegates that is 1.5% of the total constituent and federal dental

services delegates, with a maximum of five (5) delegates. The delegate allocation methodology is as follows:

1. **The Target Delegate Number.** For purposes of allocating delegates, the target number of delegates to be used in calculating the allocation is four hundred seventy three (473). From that target number two delegates will be deducted for each constituent and federal dental service except that only a single delegate will be deducted from each of the Colegio de Cirujanos Dentistas de Puerto Rico and the Virgin Islands Dental Association unless the number of members in either of those societies is equal to or greater than the number of members in the smallest state constituent, in which case a minimum of two (2) delegates will be deducted from the target delegate number for that entity. In addition, five (5) delegates will be deducted from the target delegate number for the American Student Dental Association. For purposes of the delegate allocation methodology set forth in the Manual of the House of Delegates, the remaining number of delegates in the target number of delegates following the deductions of delegates listed above from the target number of delegates shall be referred to as the "net delegate allocation pool."

2. **Allocation to the American Student Dental Association.** Five (5) delegates shall be allocated to the American Student Dental Association regardless of the number of members.

3. **Determination of the True Proportional Delegate Counts for each Constituent and each Federal Dental Service.** Divide each constituent's and each federal dental service's total membership by the total constituent and federal dental service membership of the Association. Multiply the resulting percentage of membership for each constituent and federal dental service by the target number of delegates set forth in section B.1. of this methodology less the number of delegates allocated to the American Student Dental Association in section B.2. of this allocation methodology. The resulting true proportional delegate numbers will be used later in the delegate allocation methodology.

4. **Determination of Constituents and Federal Dental Services that Qualify to Receive More than the Minimum Delegate Allocation.**

a. Divide the total constituent and federal dental service membership of the Association by the target number of delegates set forth in section B.1. of this allocation methodology less the number of delegates allocated to the American Student Dental Association in section B.2. of this methodology. Compare the resulting number against the membership numbers for the Colegio de Cirujanos Dentistas de Puerto Rico, and Virgin Islands Dental Association if they received a single delegate pursuant to the review performed in section B.1. of this allocation methodology. If the membership numbers of any of those entities are less than the result of the calculation, allocate the number of delegates deducted from the target delegate allocation number for each such entity and exclude those entities from the remaining steps of the delegate allocation methodology.

b. Take the result of the calculation performed in section B.4.a. of this allocation methodology and multiply it by two (2). Compare the resulting number against the membership numbers for each constituent society and each federal dental service for which two (2) delegates were deducted from the target delegate allocation number in section B.1. of this methodology. If the membership of any of those constituent societies and federal dental services are less than that number, allocate the number of delegates deducted from the target delegate allocation number for each such

entity and exclude those entities from the remaining steps of the delegate allocation methodology.

5- Calculation of Non-Minimum Membership Total. Subtract the total membership numbers of each constituent and federal dental service identified as being excluded from the remaining steps of the delegate allocation methodology from the total constituent and federal dental service membership of the Association. The resulting nonminimum membership total will be used in the remaining delegate allocation methodology steps.

6- Allocation of Remaining Delegates.

a- Divide each remaining constituent's and federal dental service's membership by the non-minimum membership total determined in section 5, above, to arrive at their percentages of the non-minimum membership total.

b- Calculate the remaining number of delegates to be allocated by subtracting from the target number of delegates listed in section B.1. of this allocation methodology the delegates allocated to the American Student Dental Association in section B.2. of this methodology and the delegates allocated by the minimum allocation steps in sections B.4.a. and B.4.b., above.

c- For each remaining constituent and federal dental service, multiply its percentage of the non-minimum membership total determined by the calculation in section B.6.a., above, and the remaining number of delegates to be allocated as determined by the calculation in section B.6.b. of this allocation methodology. Round the result to the nearest whole number.

d- For each remaining constituent and federal dental service, multiply the resulting percentage of membership obtained in section B.3. above, by the target number of delegates specified in section B.1., above, less the number of delegates allocated to the American Student Dental Association pursuant to section B.2. of this methodology and round the result to the nearest whole number.

e- For each remaining constituent and federal dental service, subtract the result obtained in section B.6.d. of this allocation methodology from the result obtained in section B.6.c. hereof. If the result is negative, use the result obtained in section B.6.d. as that constituent's allocated delegate total. If the result is zero or positive, use the result obtained in section B.6.c. of this methodology as that constituent's allocated delegate total.

7- Finalize the Delegate Allocation. Add together the final delegate allocations for the constituents, federal dental services and the American Student Dental Association determined through the calculations of sections B.2., B.4.a., B.4.b. and B.6.e. of this allocation methodology. The result is the total delegates allocated. The total delegates allocated should vary no more than six percent (6%) from the target number of delegates set forth in paragraph B.1. of this subsection.

8- Calculating the Fairness Ratio. Divide each constituent's and each federal dental service's percentage of total delegates (the constituent's allocated delegates divided by the total delegates allocated as determined by the calculation set forth in subparagraph B.7 of this methodology less the number of delegates allocated to the American Student Dental Association) by its percentage of total membership as calculated in B.3., above.

Except for those constituents that only receive the minimum number of allocated delegates, the resulting "fairness ratio" should deviate by a small amount on either side of 1, with 1 representing a perfectly proportional delegate allocation. The fairness ratio for constituents and federal dental services that receive only the minimum allocation of delegates may deviate from 1 to a larger degree because those constituents and federal dental services may be overrepresented.

B. C. Suspension of The Representation of a Constituent

The representation of a constituent in the House of Delegates may be suspended by a two-thirds (2/3) affirmative vote of the House of Delegates present and voting upon a determination by the House of Delegates that the constitution or bylaws of the constituent violate the *Constitution* or *Bylaws* of this Association. Any such suspension shall not be in effect until the House of Delegates has voted that the constitution or bylaws of the constituent violate the *Constitution* or *Bylaws* of this Association and the constituent has one (1) year following notification of the specific violation within which to correct the violation.

Amendment of this section of the *Manual of the House of Delegates* shall be by a two-thirds (2/3) affirmative vote of the delegates present and voting.

and be it further

Resolved, that the ADA *Governance Manual*, Chapter II. CONSTITUENT AND COMPONENTS, Section B.2., be amended as follows (additions underlined, deletions ~~stricken through~~):

B. Constituents.

2. Privilege of Representation.

- a. Delegates. Each ~~state constituent, the District of Columbia Dental Society and each federal dental service and the American Student Dental Association~~ and the American Student Dental Association shall be entitled to a minimum of ~~two (2) delegates~~ one (1) delegate in the House of Delegates. ~~Each territorial constituent shall be entitled to a minimum of two (2) delegates in the House of Delegates if its total membership is equal to or greater than the size of the smallest state constituent; otherwise the territorial constituent shall receive one (1) delegate.~~ The remaining number of delegates shall be allocated as set forth in the *Manual of the House of Delegates (House Manual)*.

and be it further

Resolved, that the ADA *Bylaws*, CHAPTER III. HOUSE OF DELEGATES, Section 10.D., be amended as follows (additions underlined, deletions ~~stricken through~~):

Section 10. MEMBERS.

D. ELECTION OR SELECTION. A constituent's delegates shall be elected or, in the case of a constituent's alternate delegates elected or selected by one or more of the following methods:

- a. By the membership at large of that constituent;

b. By the constituent's governing legislative body, House of Delegates, or Board of Directors, or in the case of alternate delegates, at the discretion of the constituent; or

c. By a component with respect to the delegates representing that component.

Each federal dental service and the American Student Dental Association may establish its own method for electing or selecting delegates, except that the American Student Dental Association shall select its ~~five (5)~~ delegates from its even numbered regions in even numbered years, and the odd numbered regions in odd numbered years, with their alternate delegates selected from the opposite groups of regions.

BOARD COMMENT: The Board of Trustees deeply appreciates the effort and thoughtful intent behind the governance resolutions presented this year. We recognize that our Association stands at an important juncture, where a purposeful review of the ADA governance structure is essential to ensure it continues to meet the evolving needs of our profession and our membership.

Although the once-every 12-years governance study previously postponed and now scheduled for 2027 to allow time for the development of the Strategic Forecasting Committee processes, we believe that current circumstances warrant accelerating this review to next year. This will enable the ADA to address governance in a timely and forward-thinking way.

While the individual resolutions before the House of Delegates highlight important aspects of governance, the Board believes they will be most effective when considered as part of a comprehensive evaluation of the organization's overall governance model. Looking at these issues together, rather than in isolation, will help the Association avoid fragmented or unintended consequences and instead create a cohesive, future-focused framework.

Therefore, the Board recommends that these governance-related resolutions be referred to the next governance study. A report and recommendations will be brought back to the House of Delegates, ensuring that the House can deliberate on well-vetted, coordinated proposals that reflect a unified vision for the future governance of our Association.

BOARD RECOMMENDATION: Vote Yes on Referral.

BOARD VOTE: UNANIMOUS.