

Resolution No. [Resolution Number] [Type]

Report: [Report] Date Submitted: 08/12/2025

Submitted By: Dr. Steven Saxe, delegate, Nevada

Reference Committee: [Reference Committee for Worksheet]

Total Net Financial Implication: [Total Net Financial Impl.] Net Dues Impact:

Amount One-time: Amount On-going:

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

Strengthening ADA Transparency to Grow and Retain Membership Through Majority and Minority Board Reports

Background:

The ADA Board of Trustees currently records and publishes individual Board votes on House resolutions and reports, as described in the *2024 Manual of the House of Delegates and Supplemental Information*, page 9. However, Board members are also bound by governance rules that prohibit them from publicly dissenting from a final Board decision once it has been made. While this maintains unity in official communications, it can create the perception that debate was limited or absent.

Best practices in nonprofit and professional association governance call for majority and, when applicable, minority reports to accompany policy recommendations. Such reports preserve the reasoning behind decisions, capture differing perspectives, and ensure these are part of the permanent record. By documenting both the majority's rationale and any dissenting viewpoints, the Board can demonstrate to members and delegates that robust discussion took place and that the final decision reflects a fair and informed process.

The principle of recording dissent in the official record is well established across respected institutions. The [American Medical Association Bylaws](#), section 2.13.1.7.3, provide for formal minority reports in its House of Delegates. The United States Supreme Court publishes majority, concurring, and dissenting opinions in full. U.S. Congressional committees publish majority and minority committee reports alongside proposed legislation. International bodies such as the World Health Organization and United Nations committees, as well as professional associations like the State Bar of California, have also issued formal minority reports in governance matters. These examples illustrate that preserving both majority and minority views is a standard of transparent governance that strengthens trust.

Transparency in decision-making is not only a matter of accountability, it is also a proven driver of organizational health. Providing clear explanations for Board decisions increases trust in leadership, fosters greater involvement by members, and can both grow membership and reduce attrition. Members who understand the reasoning behind decisions are more likely to remain engaged, participate in governance, and advocate for the Association to peers.

The *ADA Strategic Plan 2020–2025, April 2021 edition* lists “integrity” and “transparency” among its core values (page 5), and the *ADA Code of Ethics 2025*, page 7, Principle of Beneficence, calls on the profession to “act for the benefit of the public and the profession.” Requiring consistent, timely majority and minority reporting for all important policy-related Board votes—and upon the request of any ADA member for other matters—would advance these values, strengthen governance, educate the membership, and maintain a durable record for future leaders.

This proposal is not intended to restrict the Board’s authority or slow its ability to act. It simply ensures that members and the public have a clear understanding of the reasoning behind significant decisions. By making the decision-making process more transparent, the ADA can strengthen trust, demonstrate accountability, and encourage greater engagement from members and non-members alike.

Resolved, that the American Dental Association Constitution and Bylaws, Chapter V – Board of Trustees, Section 80 – Duties, be amended by adding a new subsection to read: (Additions Underlined, Deletions Strikethrough)

Chapter V – Board of Trustees
Section 80 – Duties

(existing items A–R unchanged)

S. The Board of Trustees shall prepare and publish a written majority report and, where applicable, a minority report for every vote falling into any of the following categories:

- (a) Votes to recommend, establish, amend, or rescind ADA policy;**
- (b) Votes addressing insurance reform, dental benefit plans, or third-party payer relations;**
- (c) Votes to authorize or take a position on interstate compacts or licensure reciprocity agreements;**
- (d) Votes involving legislative or regulatory advocacy at the federal or state level;**
- (e) Votes committing the Association to a contractual or financial transaction exceeding two hundred fifty thousand dollars;**
- (f) Votes that alter the structure, authority, or duties of the House of Delegates, Board of Trustees, or any standing committee.**

For all other Board votes, such a report shall be prepared and published upon the written request of any active, life, retired, or student member of the Association, made to the Executive Director within 60 days of the vote. The Board shall prepare and publish the report within 30 days of the vote or of receiving a valid request. The report shall be made available to members in the ADA.com member area and released to the public.