****Official House Resolution and Board Comments Attached**

Resolution 205: Fiscal Responsibility and Modernization of ADA Governance Operations

Author: Dr. Steven Saxe, Delegate

IF YOU VOTE YES

A YES vote supports creating a Task Force on Governance Efficiency and Travel Oversight to study modernization of ADA governance and fiscal responsibility.

It directs the ADA to:
- Review five years of Board retreat travel and meeting expenses.
- Recommend cost-saving strategies based on best practices from other associations.
- Adopt a remote-first model for councils, committees, and Board meetings.
- Ensure in-person gatherings are justified by clear cost-benefit analysis.
- Require hybrid participation and remote voting rights wherever feasible.
- Conduct a delegate census to ensure fair apportionment.
- Standardize travel policies and adopt a "save-first" mindset to protect member dues.

IF YOU VOTE NO

A NO vote supports continuing expensive Board travel and meetings in tourism-heavy destinations. It accepts business as usual—spending member dues on retreats and travel that could be replaced by virtual meetings. Voting NO keeps outdated systems in place and ignores proven cost-saving and inclusion methods already used by other national organizations.

SUMMARY

This resolution calls for transparency, accountability, and modernization in ADA governance. It requires an evidence-based review of meeting costs, promotes hybrid participation, and ensures the ADA models fiscal responsibility consistent with its mission and values. It establishes a seven-member Task Force that will meet virtually and report findings to the 2026 House of Delegates.

Thank You for the Referral

We Trust the ADA Agencies Will Act Promptly

The Board voted Yes on Referral. While the Board recognizes the need for governance review, it seeks to defer all related resolutions to a future study. However, delay only extends the same inefficiencies and lack of fiscal accountability this resolution was designed to fix. The cost to members continues every year the Board postpones reform.

TALKING POINTS

- ADA must lead by example in fiscal responsibility and efficiency.
- Remote and hybrid governance works—it increases inclusion and saves money.
- Every dollar spent on unnecessary travel is a dollar taken from member priorities.
- Governance reform cannot wait for another 12-year study cycle.
- Transparency and accountability strengthen trust in our Association.
- The Task Force meets virtually, with minimal cost and high return for members.

Prepared by Dentistry in General Advocacy Coalition

https://dentistryingeneral.com/digac

Resolution No. 205 New

Report: N/A Date Submitted: 04/04/2025

Submitted By: Dr. Steven Saxe, delegate, Nevada

Reference Committee: A (Business, Membership and Administrative Matters)

Total Net Financial Implication: $60,000 Net Dues Impact: $1

Amount One-time: Amount On-going:

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

RESOLUTION ON FISCAL RESPONSIBILITY AND MODERNIZATION OF ADA GOVERNANCE OPERATIONS

The following resolution was submitted on Friday, April 4, 2025, by Dr. Steven Saxe, delegate, Nevada.

Background: The American Dental Association (ADA), as a nonprofit membership organization and fiduciary steward of member dues, has an ethical and strategic obligation to ensure that all governance-related expenditures are necessary, transparent, and aligned with its mission and vision. *"According to the ADA Strategic Plan 2020–2025, the Association identifies financial sustainability, integrity, excellence, and evidence-based practice among its core values"* (ADA Strategic Plan 2020–2025). This duty is reinforced by the *ADA Manual of the House of Delegates,* page 4, Introduction, which states "The House of Delegates, as the legislative and governing body, is the supreme authority in the American Dental Association".

The *American Dental Association Strategic Plan 2020–2025* identifies financial sustainability as a core goal and lists integrity, excellence, and evidence-based decision-making among its core values (ADA Strategic Plan 2020–2025). The *2025 ADA Principles of Ethics and Code of Professional Conduct* state that "the dentist has a duty to treat people fairly" and recognize an "ethical contract between the dental profession and society," affirming the profession's obligation to uphold public trust (2025 ADA Principles of Ethics and Code of Professional Conduct, pages 3 and 17). The *2024 Manual of the House of Delegates and Supplemental Information* states that "the House of Delegates, as the legislative and governing body, is the supreme authority in the American Dental Association" (2024 Manual of the House of Delegates and Supplemental Information, page 4). The *2025 Constitution and Bylaws of the American Dental Association* further establishes that the House "shall establish, in collaboration with the Board of Trustees, the strategic direction of the Association in alignment with the mission and vision" (ADA *Bylaws*, Chapter III. HOUSE OF DELEGATES, Section 50.E.).

In recent years, there has been a growing concern among ADA members about the high and increasing costs associated with governance travel, especially retreats, council meetings, and the annual House of Delegates session. Numerous examples exist of three-day retreats convened for as little as one to two hours of formal business. (BOT Minutes January 10, 2025 – Santa Fe, New Mexico, December 3, 2023 – Kailua-Kona, Hawaii, December 12, 2022 – Charleston, South Carolina) These meetings often take place in high-cost venues or tourism-heavy destinations without clear justification tied to governance outcomes. Even when meetings are held in Chicago, required air travel, hotel bookings, and staff hours create substantial recurring expenses—often for business that could be handled via Zoom. These meetings often take place in high-cost venues or tourism-heavy destinations without clear justification tied to governance outcomes. Even when meetings are held in Chicago, required air travel, hotel bookings, and staff hours create substantial recurring expenses—often for business that could be handled via Zoom.

According to the IRS, 501(c)(6) organizations must operate primarily to promote the common business interest of their members and must ensure that no part of their net earnings inure to the benefit of any private individual. As nonprofit entities, they are expected to exercise prudent financial oversight and avoid excessive or unnecessary expenditures.
(See: IRS Exempt Organizations Technical Guide – TG 76 – Business Leagues – IRC 501(c)(6), Section 3.03 and 3.04, revised 2022) https://www.irs.gov/pub/irs-tege/tg76-business-leagues.pdf

The COVID-19 pandemic demonstrated that remote governance is not only possible, but in many cases, more inclusive and efficient. Other national organizations—such as the American Medical Association, American Bar Association, and American Academy of Family Physicians—have embraced hybrid and remote-access policies, zone-based meetings, and cost-saving strategies to increase member access and reduce financial waste. For example, the American Medical Association now offers virtual participation options for reference committee hearings and has added remote testimony to improve delegate access. (https://www.ama-assn.org/house-delegates/annual-meeting/hod-online-reference-committees

The American Bar Association continues to host governance meetings virtually and in hybrid formats through its Board of Governors and House of Delegates (https://www.americanbar.org/groups/leadership/house_of_delegates/). The American Academy of Family Physicians uses zone-based representation and remote committee meetings to manage costs and improve access (https://www.aafp.org/about/governance.html).

These strategies are now recognized as best practices in nonprofit governance (National Council of Nonprofits, “Principles for Good Governance and Ethical Practice,” 2019, Principle 5: https://independentsector.org/resource/principles-for-good-governance-and-ethical-practice/).

At the same time, concerns have been raised about the equity and efficiency of current ADA delegate representation. Some states are allocated large numbers of delegates despite limited participation in voting, resolutions, or floor activity. A data-driven “census” of delegate engagement is needed to determine whether the apportionment formula remains aligned with actual contributions and member demographics. While delegates are elected by constituent societies, the ADA House of Delegates retains sole authority to establish and amend the apportionment formula, as outlined in Chapter III. HOUSE OF DELEGATES, Section 30. REPRESENTATION, of the ADA *Bylaws* and Chapter II. Constituents and Components, Section B.2. Privilege and Representation of the ADA *Governance Manual.*

Delegate travel and lodging costs are not covered by the ADA, but by the individual state delegations or constituent societies. The ADA funds Board, council chairs, and staff travel. Reviewing and clarifying the ADA’s internal travel and reimbursement policies remains an important opportunity for promoting financial efficiency and accountability.

This resolution does not seek to eliminate all in-person interaction. Face-to-face collaboration is valuable in some contexts. However, it must be the exception—not the default—and must be justified by a clearly defined purpose and cost-benefit analysis. The ADA must shift to a governance culture that reflects modern values: efficiency, accountability, equity, and respect for the member dues that make its work possible.

Resolution

205. Resolved, that the American Dental Association establish a Task Force on Governance on Efficiency and Travel Oversight to study the modernization of the ADA governance and fiscal responsibility, and be it further

Resolved, that the Task Force be composed of seven members appointed by the ADA President which shall meet virtually, and be it further

Resolved, that the Task Force:

1. review the past five years of Board of Trustees Retreat travel and meeting-related expenditures; evaluate venue selection and the duration of meetings relative to governance output; and recommend cost-saving strategies based on best practices from comparable associations, with findings and implementation progress reported annually to the House of Delegates;

2. study a remote-first policy for all councils, committees, commissions, task forces, and Board meetings, utilizing Zoom or equivalent platforms as the default method of conducting business, and require that in-person gatherings be explicitly justified by cost-benefit analysis consistent with the ADA Strategic Plan and the values of environmental sustainability, member equity, and financial accountability; and

3. study expand equitable access and structural accountability by:

    a. requiring hybrid participation and remote voting rights across all levels of governance where feasible;
    b. conducting a delegate census and apportionment review based on verified attendance and engagement data, with specific attention to states whose delegate counts appear disproportionate to participation levels; and
    c. adopting standardized travel policies and cost controls that emphasize per diem enforcement, zone-based meeting models, and a “save-first” mindset to reduce the overall financial burden on member dues.

and be it further

Resolved, that the Task Force report to the 2026 House of Delegates.

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.