

## **Resolution 520 – Strengthening ADA Transparency to Grow and Retain Membership Through Majority and Minority Board Reports**

Author: Dr. Steven Saxe, Delegate

### **IF YOU VOTE YES**

A YES vote supports the action requested in the resolving clauses. This resolution calls for the ADA Board of Trustees to prepare and publish written majority and minority reports for significant Board votes, ensuring that the reasoning behind decisions is transparent, recorded, and available to members. It promotes accountability, openness, and trust by requiring that the Board's rationale—both for and against—be made part of the permanent record and accessible to the public and members on ADA.org.

### **IF YOU VOTE NO**

A NO vote keeps the current system where dissenting opinions by the Board are not published and members must personally contact individual trustees to learn the reasoning behind votes. This defends a closed culture that discourages open discussion and keeps members in the dark about major decisions affecting the profession.

### **SUMMARY**

Resolution 520 amends ADA Bylaws Chapter V, Section 80, by adding a new duty requiring the Board of Trustees to prepare and publish written majority and minority reports for all votes involving major policy, financial, advocacy, or governance actions. These include policy changes, dental insurance issues, compacts, legislative advocacy, financial commitments over \$250,000, or any change to the structure or authority of the House, Board, or standing committees. For all other votes, a report must be produced upon request of any ADA member. This measure ensures transparency, documents debate, and allows members to see how and why decisions were made—restoring confidence in governance and encouraging broader participation.

### **WHY THE BOARD IS WRONG**

The Board argues that minority reports are already “an available option” under parliamentary procedure and that requiring them would burden operations. In reality, optional systems have failed to produce consistent transparency, leaving members uninformed. Merely allowing dissenting members to “be contacted” does not meet the standard of public accountability or written record required in professional governance. The Board's claim that this requirement would “chill debate” reverses the truth:

transparency fosters honest discussion, protects dissenting voices, and assures members that debate occurred before decisions. The resolution follows the long-established practices of the AMA, Congress, and the Supreme Court, all of which maintain written majority and minority reports as a cornerstone of legitimacy and trust.

### **TALKING POINTS**

- A YES vote creates an official record of both majority and minority viewpoints, increasing transparency and trust.
- Members have the right to know how and why the Board makes decisions that affect them.
- Optional procedures have not delivered consistent transparency; this resolution makes it a duty.
- Majority/minority reporting is standard in respected institutions and essential for credibility.
- Transparency strengthens, not weakens, unity and confidence in leadership.
- The ADA's own values—Integrity, Excellence, and Commitment to members—demand openness.



**Prepared by Dentistry in General Advocacy Coalition**

<https://dentistryingeneral.com/digac>

Resolution No. 520 NewReport: N/A Date Submitted: August 12, 2025Submitted By: Dr. Steven Saxe, delegate, NevadaReference Committee: D (Legislative, Governance and Related Matters)Total Net Financial Implication: \$150,000 Net Dues Impact: \$2

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**

The following resolution was submitted on Tuesday, August 12, 2025, by Dr. Steven Saxe, delegate, Nevada.

**Background:** The ADA Board of Trustees currently records and publishes individual Board votes on House resolutions and reports, as described in the Operation of the House of Delegates, under the section titled Recommendations to the House of Delegates in the *Manual of the House of Delegates and Supplemental Information*. However, Board members traditionally do not publicly dissent once a final Board decision has been made, reflecting the culture of unity in official communications. While this practice underscores solidarity, it can also 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.

[Common Ground 2025: ADA Strategic Plan](#) lists Integrity, Excellence, and Commitment to members 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.

### Resolution

**520. Resolved**, that the American Dental Association *Bylaws*, Chapter V. BOARD OF TRUSTEES, Section 80. DUTIES, be amended by adding a new duty S. to read as follows (additions underlined):

S. 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.org member area and released to the public.

**BOARD COMMENT:** The Board of Trustees appreciates the sentiment behind this resolution - preserving the reasoning behind decisions, capturing differing perspectives, and ensuring that the rationale behind decisions is accessible to members. But Resolution 520 overlooks that minority reports are already an available option in the Association's governance procedures. The *Standard Code of Parliamentary Procedure*, 2<sup>nd</sup> Edition (the "Standard Code"), the Association's parliamentary authority under Chapter XV. of the Association's *Bylaws*, indicates that a member of a decision-making body may file a minority report when there is disagreement with the majority view (see, for example, Standard Code sections 25.50, 31.56 and 31.66).

As is noted in the resolution, the individual votes of Board members on resolutions of the House of Delegates are published. Thus, if a member wishes to discover the reasons that led to the recorded minority vote, the member need only inquire of the Board members who cast votes in support of the minority position.

The Board is also concerned that the resolution calls for a minority report for "every vote" in six broad subject matter categories; these categories cover a substantial number of decisions that the Board of Trustees is called upon to make at every meeting. Requiring a minority report in every instance where there is not a unanimous decision would potentially require a substantial number of reports which, in turn, would create an impediment to the economical and efficient conduct of business.

Finally, the Board of Trustees believes that the requirement sought by Resolution 520 might result in the members of the Board of Trustees putting aside their minority views to avoid having such view carried forward in a written report. Thus, instead of the requirement preserving the reasoning behind decisions,

- 1 capturing differing perspectives, and ensuring that the rationale behind decisions is accessible to  
 2 members, the resolution might well have the opposite effect of chilling debate and dissenting opinions.  
 3 It is for these reasons that the Board recommends that a House of Delegates vote of No, defeating  
 4 Resolution 520.

5 **BOARD RECOMMENDATION: Vote No.**

6 **Vote: Resolution 520**

|                     |    |        |        |           |        |               |    |
|---------------------|----|--------|--------|-----------|--------|---------------|----|
| BERG                | No | DOWD   | No     | KNAPP     | No     | STUEFEN       | No |
| BOYLE               | No | GRAHAM | No     | MANN      | No     | TULAK-GORECKI | No |
| BROWN               | No | HISEL  | No     | MARKARIAN | Absent | WANAMAKER     | No |
| CAMMARATA           | No | HOWARD | No     | MERCER    | Absent |               |    |
| CHOPRA              | No | IRANI  | No     | REAVIS    | Absent |               |    |
| DEL VALLE-SEPÚLVEDA | No | KAHL   | Absent | ROSATO    | No     |               |    |