MINUTES
BOARD OF TRUSTEES
Oklahoma Dental Association

November 6, 2009
1:30 p.m.

MEMBERS PRESENT
Dr. Tamara Berg, President
Dr. Douglas Auld, President-elect
Dr. Todd Bridges, Vice President
Dr. Tim Fagan, Secretary/Treasurer
Dr. Krista Jones, Speaker of the House and Trustee (OC)
Ms. Lynn Means, Executive Director, ex-officio w/o vote
Dr. Raymond Cohlmia, Editor and ADA Delegate
Dr. Steven Hogg, ADA Delegate
Dr. James Torchia, ADA Delegate
Dr. Scott Waugh, ADA Delegate
Dr. Michael Jackson, Trustee (SC)
Dr. Carrie Chastain, Trustee (NW)
Dr. Richard Brown, Trustee (TC)
Dr. Colin Foster seated for Dr. Kevin O’Halloran, Trustee (SW)
Dr. Sid Nicholson, Trustee (E)

NON-MEMBERS PRESENT
Dr. James Lowe, President, OK Dental Foundation
Dr. Lindsay Smith, Chair, Council on Membership
Dr. Dan Wilguess, Chair, Council on Budget & Finance
Dr. Jana Winfree, Dental Director, Dept. of Health
Dr. Stephen Young, Dean, OU College of Dentistry
Ms. Linda Campbell, Executive Director, Board of Dentistry
Mr. Guillermo Gallegos, Executive Director, ODF
Mr. Jim Roble, Presenter, US Health Records
Mr. John Bobb-Semple, Operations Manager
Ms. Lacey Davidson, Membership Services Manager
Ms. Shelly Frantz, Director of Finance/ Governance
Ms. Lydia Miller, Director of Communications
Ms. Aubrey Weatherford, Special Projects Manager
Mr. Jerrell Welch, Director of Membership/IT

MEMBERS ABSENT
Dr. C. Rieger Wood, III, Past President
Dr. Jandra Mayer-Ward, Trustee (N)
Dr. Mark Revels, Trustee (C)

CALL TO ORDER & CERTIFICATION OF QUORUM
Dr. Tamara Berg, President, called the meeting to order at 12:00 p.m. Dr. Tim Fagan, Secretary/Treasurer, certified a quorum.

US HEALTH RECORD PRESENTATION
Mr. Jim Roble presented information on the US Health Record system for consideration by the Board. No action was taken.

APPROVAL OF MINUTES
Dr. Krista Jones moved approval of the minutes of the April 22, 2010 Board meeting. Motion seconded and adopted. Dr. Jones moved approval of the minutes of the July 15, 2010 Board meeting. Motion seconded and adopted.

REPORT FROM THE COUNCIL ON MEMBERSHIP AND MEMBERSHIP SERVICES
A written report was submitted.
Dr. Lindsay Smith, Chair, requested that the Board review the ODA logo use policy. Discussion followed. The Board referred the policy to the Council on Membership to amend. The amended policy should mirror the ADA’s policy. The logo for use by members should include the year of membership.

The Trustees reviewed the 2011 membership dues statement layout/format. A voluntary dues category of $50 for ODA Life Members was added to the statement for 2011 per a resolution passed by the House of Delegates in April 2010. The Trustees requested that this line be highlighted on the statements.

MEGA DISCUSSION

Workforce Issues: Midlevel Providers

Dr. Doug Auld reported on the conference he and Dr. Todd Bridges attended at the ADA in July regarding workforce issues. It primarily focused on the differences between midlevel providers and expanded duties dental assistants.

REPORTS FROM ALLIED ORGANIZATIONS

OU College of Dentistry

Dr. Stephen Young, Dean, reported that the OU College of Dentistry is revamping its curriculum and integrating technology. The College continues to struggle with manpower and budgetary constraints. Beginning in the summer of 2011, the College will offer advanced training for internationally trained students which will increase revenue for the school.

Oklahoma Board of Dentistry

Ms. Linda Campbell, Executive Director, reported upcoming proposed rules changes. The Board will seek legislation requiring mandatory malpractice insurance for all licensed dentists.

Dr. Krista Jones moved that the ODA support the Board of Dentistry in its pursuit to pass legislation requiring that all licensed dentists carry malpractice insurance. Motion seconded and adopted.

Oklahoma State Department of Health

Dr. Jana Winfree, Dental Director, reported that she and Drs. Auld, Berg and Young met with Dr. Terry Cline to request funding to complete the current loan repayment commitments. Dr. Cline was unable to fulfill that request. She reported that 18 people are on the program and suggested that ODA leadership and the loan recipients make appointments on Dentist Day at the Capitol to discuss the importance of reinstating the final year of funding for the program.

Oklahoma Dental Foundation

Dr. James Lowe, President, reported that the ODF has lost its funding from the state and desperately needs donations to maintain the Mobile Dental Program. He encouraged everyone to contribute.

DENPAC – A written report was submitted.
REPORTS FROM OFFICERS

President

Antitrust Statement
Dr. Tamara Berg read the antitrust statement and passed it around the room for signatures. The signed statement will be filed at the ODA.

Oklahoma Mission of Mercy (OkMOM)
Dr. Berg reported that OkMOM is scheduled for February 4-5 at the Cox Convention Center in Oklahoma City. 1,121 volunteers are registered; 139 are dentists. There will be 140 chairs this year, ten of which will be for students to work. OUCOD clinics will be closed on Friday so students can volunteer. The ODA will ask Governor Mary Fallin to serve as honorary chair of the event.

Dr. Berg moved adoption of the following resolution from the Annual Meeting Planning Committee:

Resolution: B-AMPC(2010-11)-1
Title: 2011 ODA Annual Meeting Registration Fees
Submitted by: Annual Meeting Planning Committee

Resolved, that the Annual Meeting Planning Committee recommends the attached, proposed list of Annual Meeting registration fees be adopted for 2011.

Further, that the special Non-ODA/ADA Dentist registration category available to non-members that have not attended the 2006, 2007, 2008, 2009 or 2010 ODA Annual Meetings be discontinued, setting one fee for Non-ODA/ADA Dentist of $550.00 on/before 04-01-11, and $575.00 on/after 04-02-11.

Further, that the ODA will mail a letter to all of the Oklahoma, Non-ODA/ADA Dentists who register for the meeting, offering them $100.00 off of their 2011 membership dues if they pay in full before September 30, 2011.

Budgetary Implications: Potential increase in dues
Strategic Plan Goal: Membership

On vote, motion adopted.

President-elect

Dr. Doug Auld reported that the Council on Nominations and Elections will meet on January 12, 2010 at 5:30 p.m. All nominations for council seats, ADA Delegate, ADA Alternate Delegate, ODA Vice President, and Speaker of the House of Delegates should be submitted to component presidents-elect or Dr. Auld at the ODA.

Dr. Auld reported that the Building Loan Retirement Committee reviewed four proposals from banks for refinancing the loan on the building. The Committee recommends the proposal submitted by Stillwater National Bank with a fixed interest rate of 4.5%, 60 months principle and interest payments due monthly based on 240 month amortization, balance due at maturity; five years from date of closing. Stillwater National Bank will absorb all closing costs and there is not pre-payment penalty.
On vote, motion adopted.

**Secretary/Treasurer** – A written report was submitted.

Dr. Timothy Fagan reported account balances as follows:
- Total General Fund - $491,039.
- Legal Reserve Fund - $15,780.
- Smile Fund - $26,712.
- Pride Fund - $12,649.
- Public Information Fund - $248,992.
- Relief Fund - $144,981.
- Centennial Fund - $55,277.

The balance on the building loan is $371,724. Cash reserve funds total $372,114, which is 30% of the projected 2010 operating budget.

Dr. Fagan reported the membership figures as follows:
- 1,546 Total Active Members,
- 6 Affiliate Members,
- 53 Associate Members,
- 226 Student Members.

Dues Waivers: 1. Full Dues equivalent members 1,116.

**Editor**

Dr. Raymond Cohlmia reported that the Journal will feature new members in the next few issues and an article on Meth Mouth for CE credit.

**Executive Director** – A written report was submitted.

Ms. Lynn Means submitted the third quarter profit and loss statement for review. She introduced new staff since August: Lacey Davidson, Membership Services Manager, Lydia Miller, Director of Communications, and Aubrey Weatherford, Special Projects Manager. A list of staff responsibilities and an organizational chart was included with her report. Ms. Means announced that statement of disclosure forms are at each Trustee’s seat and requested that they be completed and submitted to the ODA.

**COUNCIL AND COMMITTEE REPORTS**

**Building Committee** – A written report was submitted.

Dr. Doug Auld reported that trim work was completed on the back patio last month and the Berry Conference Room is currently being repaired due to water damage caused by a leak in the roof. Estimated cost for both repairs is $2,000. There are five Pierre Fauchard statues available for purchase at the ODA office. Proceeds go toward payment on the mortgage.

**Communications Advisory Board (CAB)** – A written report was submitted.

Dr. Raymond Cohlmia, Chair, reported that CAB had a very successful first meeting in August and discussed developing policy guidelines for using social media to increase communication with members. The ODA Minute is progressing nicely and Trustees are encouraged to submit ideas for production.

**Committee on Endorsed Products and Services** – A written report was submitted.

Dr. Krista Jones, Chair, reported that the ODA currently endorses 25 companies, totaling $112,768 in royalty income for the 2010 to date.

Dr. Jones moved adoption:
Resolution: B-END(2010-11)-2

Proposed changes to ODA Policy
Submitted by: Standing Committee on Endorsed Products and Services

Resolved, that the Board of Trustees Standing Committee on Endorsed Products and Services recommends the following changes to ODA Policy:

6. Obtain necessary documentation of the financial stability and performance of the company, if requested by the Committee.
7. Obtain performance level rating based on established rating formulas (for insurance products). Maintain a minimum of an A- performance level rating on all endorsed insurance products.
10. Establish performance goals that will be used in annual evaluations. (Delete this policy)
13. The ODA does not endorse companies that provide investment products or services. (add as new policy)

On vote, motion adopted.

Dental Care – A written report was submitted.

Dental Education and Public Information – A written report was submitted.

Resolution: H-DEPI(2010-2011)-1

Change to the duties of the Council on Dental Education and Public Information
Submitted by: Council on Dental Education and Public Information

Resolved, that the Manual for Councils & Committees be amended: Council on Dental Education and Public Information (DEPI), Duties, letter i. “Plan and conduct “Give Kids A Smile Day” activities and programs.” be stricken.

On vote, motion adopted.

Governmental Affairs – A written report was submitted.

Ms. Means reported that Dentist Day at the Capitol is March 1, 2011 and encouraged everyone to be there. The Council is discussing the feasibility of texting legislative alerts to members. An initial text will be sent to those members whose mobile numbers are on file and members can reply to opt out of the service. The Council is working on a shell bill on mandatory dental examinations upon school entrance.

Dr. Krista Jones moved to support the Board of Dentistry in its efforts to amend the supervision clause to increase the number of hygienists per dentist from two to three. Motion seconded.

On vote, motion adopted.

It is noted that Dr. Richard Brown, Tulsa County Trustee, opposed the motion.

Technology and Electronic Communications – A written report was submitted.

Budget and Finance – A written report was submitted.

Dr. Daniel Wilguess, Chair, moved adoption:
Resolution: B-BF(2010-11)-3

2011 Operating Budget
Submitted by: Council on Budget and Finance

Resolved, that the 2011 operating budget, including a $10 dues increase, be approved by the Board of Trustees for ratification by the House of Delegates.

On vote, motion adopted.

REPORTS FROM COMPONENT DENTAL SOCIETIES

Dr. Carrie Chastain, Trustee, reported that the Northwest District met on October 29 in Woodward and elected new officers.

Dr. Krista Jones, Trustee, reported that the Oklahoma County Dental Society had a well attended golf tournament in September and a not so well attended costume party in October. The next general session is Thursday, November 18th and the annual installation of officers is January 21st.

Dr. Richard Brown, Trustee, reported that the Tulsa County Dental Society host Gordon Christensen for 7 hours of CE credit. It was attended by over 400. The new dentist party was very well attended and they are publishing an online pictorial membership directory.

COMMUNICATION FROM THE AMERICAN DENTAL ASSOCIATION

Dr. James Torchia, ADA Delegate, reported on behalf of the ADA. ADA dues for 2011 will increase by $7 and there will be a $23 assessment. Dr. Bill Calnon was elected as President-elect.

UNFINISHED BUSINESS

Dr. Douglas Auld, Chair, Task Force to Create Investment Policy, moved adoption:
Resolution: B-(2010-2011)-4
Investment Policy
Submitted by: Task Force to Create Investment Policy

Resolved, that a standing committee of the Board of Trustees be established. It shall be called the Standing Committee on Investments, comprised of six members to include the ODA Secretary/Treasurer, Chair of the Council on Budget and Finance, three additional members appointed by the President on staggered three-year terms, and the Executive Director, ex-officio, without vote. The committee shall meet quarterly to review the performance of the reserve fund and to re-allocate investments as deemed necessary. Committee recommendations shall be ratified by the Board of Trustees.

Be it further resolved, that the following Investment Policy Guidelines for the ODA Reserve Funds be adopted:
To maintain a target goal of 30 percent of the annual operating budget in reserve funds, the committee shall monitor and maintain funds in any of the following:
1. CD's and Equivalents = 60%
   The majority of any reserve funds should be in safe, liquid investments such as CD's and guaranteed Investments.
2. No-Load, Investment Grade Bond Fund(s) = 20%
   Bonds have a higher upside potential than cash, but involve a bit more risk. By using a no-load fund we can share in the upside potential with less downside risk.
3. No-Load Stock Market Index Fund (i.e. S&P 500) = 20%
   A no-load index fund is the least expensive, adds liquidity and spreads the "risk" over the entire market of stocks, rather than trying to "pick" winners.

*Note: A recommended rebalancing would be when stocks or bonds vary by 5% of their

Dr. Raymond Cohlmia moved to amend the resolution by deletion:

Resolved, that a standing committee of the Board of Trustees be established. It shall be called the Standing Committee on Investments, comprised of six members to include the ODA Secretary/Treasurer, Chair of the Council on Budget and Finance, three additional members appointed by the President on staggered three-year terms, and the Executive Director, ex-officio, without vote. The committee shall meet quarterly to review the performance of the reserve fund and to re-allocate investments as deemed necessary. Committee recommendations shall be ratified by the Board of Trustees.

Be it further resolved, that the following Investment Policy Guidelines for the ODA Reserve Funds be adopted:

To maintain a target goal of 30 percent of the annual operating budget in reserve funds, the committee shall monitor and maintain funds in any of the following:

1. CD's and Equivalents = 60%
   The majority of any reserve funds should be in safe, liquid investments such as CD's and guaranteed investments.

2. No-Load, Investment Grade Bond Fund(s) = 20%
   Bonds have a higher upside potential than cash, but involve a bit more risk. By using a no-load fund we can share in the upside potential with less downside risk.

3. No-Load Stock Market Index Fund (i.e. S&P 500) = 20%
   A no-load index fund is the least expensive, adds liquidity and spreads the "risk" over the entire market of stocks, rather than trying to "pick" winners.

*Note: A recommended rebalancing would be when stocks or bonds vary by 5% of their target allocation (15% or 25% of the reserve total) or when CD's/equivalents vary by 15% of their target allocation (45% or 75% of the reserve total).

On vote, motion adopted.

On vote, Resolution B-(2010-2011)-4 was adopted as amended.

Dr. Berg appointed Dr. Doug Auld and Dr. Raymond Cohlmia to serve on the investment committee.

NEW BUSINESS

Resolution: B-(2010-2011)-5

Business Continuation Plan Policy
Submitted by: Task Force to Create a Business Continuation Plan

Resolved, that the attached outline be adopted as a guideline to create a business continuation plan for implementation in the event of a disaster/crisis prohibiting the daily operations of the Association.
On vote, motion adopted.

Dr. Todd Bridges moved to keep a copy of the backup of the ODA server at an offsite location. Motion seconded.

On vote, motion adopted.

Resolution: B-(2010-11)-6
Standing Committee on Technology and Electronic Communications (TEC)
Submitted by: House of Delegates

Resolved, that a standing committee of the Board of Trustees be established. The name shall be the Standing Committee on Technology and Electronic Communications. It shall be composed of no less than five and no more than ten members and the committee chair may appoint non dentists to serve as advisors to the committee. The committee shall meet as needed. The duties of the committee shall be to accomplish technology goals of the current ODA strategic plan, provide oversight for ODA technology processes and programs, provide oversight for technology budget, and assess the technological status of ODA operations.

On vote, motion adopted.

Resolution: B-(2010-11)-7
Annual Meeting Planning Committee (AMPC)
Submitted by: House of Delegates

Resolved, that a standing committee of the Board of Trustees be established. The name shall be the Annual Meeting Planning Committee. The AMPC will organize and present all aspects of the Annual Session. The Vice President shall appoint one member to select scientific speakers for the Annual Session at which he/she will be President and who may also serve as Chair of the Annual Meeting Planning Committee at that meeting. The remaining two to four members, as required, shall be appointed by the President.

On vote, motion adopted.

Resolution: B-(2010-11)-8
Title: OkMOM Standing Committee
Submitted by: House of Delegates

Resolved, that a standing committee of the Board of Trustees be formed to annually evaluate sponsoring a dental Mission of Mercy event. The current ODA President or designated chair shall chair the committee and appoint committee members as necessary for each event. The planning committee will solicit funds and other donations for this project and be responsible for the planning and execution of the events.

On vote, motion adopted.

It was moved and seconded to include a voluntary option on the dues statement for a $25 contribution to the Oklahoma Dental Foundation.

On vote, motion adopted.
ANNUCNCMENTS

A. OkMOM – Oklahoma Mission of Mercy
   February 4 – 5, 2011 – Cox Convention Center
   Please sign up to volunteer at www.okmom.org

B. Dentist Day at the Capitol and Legislative Reception
   March 1, 2011 – State Capitol and ODA Building, Oklahoma City

C. Board of Trustees Meetings
   March 4, 2011 at 1:30 p.m. – ODA Building, Oklahoma City
   April 28, 2011 at 10:00 a.m. – DoubleTree Hotel Downtown, Tulsa

D. House of Delegates Meeting
   April 28, 2011 at 1:00 p.m. – DoubleTree Hotel Downtown, Tulsa

E. Annual Meeting
   April 29 – 30, 2011 – Tulsa Convention Center and DoubleTree Hotel Downtown, Tulsa

ADJOURNMENT

Without objection, the meeting adjourned at 4:05 p.m.

ELECTRONIC MEETING

On January 17, 2011, the Board of Trustees adopted the following by email vote.

Proposal submitted by the ADA Delegate/Alternate Delegate Policy Task Force
Dr. Lee Beasley, Dr. Tamara Berg, Dr. Steve Hogg, Dr. Scott Waugh and Dr. Rieger Wood

Resolved, that the bylaws be amended by addition and deletion:

ARTICLE VIII – DELEGATES TO THE ADA

Section 1. Composition:

A. The composition and the number of the Delegation shall be determined as described in Chapter V Items C and D of the ADA Bylaws.

B. ADA Delegates and Alternate Delegates must be Active Members of the ODA, as defined by Article III, Section 2, A. of the ODA Bylaws.

C. The President shall serve as a Delegate to the ADA, and be designated as Chairman of the Delegation. The ADA Delegates and Alternate Delegates will elect, by ballot, a Delegate to serve as Chair of the Delegation each year, during the ODA Annual Meeting.

D. The President-elect shall serve as an Alternate Delegate.
E. **The Vice President shall serve as the Secretary of the Delegation.**

Section 2. **Election:**

The Council on Nominations and Elections shall present nominees for ADA Delegates and ADA Alternate Delegates whose term is expiring for election by the membership. Nominees will be presented to the House of Delegates and further nominations taken from the floor. The Speaker may declare any uncontested nominee duly elected.

Section 3. **Term of office:**

A. Delegates and Alternate Delegates shall serve for four years, and or until their successors are elected.

B. The terms of delegates and alternate delegates shall be staggered with one delegate and one alternate delegate being elected each year.

Section 4. **Duties:**

A. To represent this Association in the American Dental Association House of Delegates.

B. To study and fully understand the rules and regulations provided by the American Dental Association pertaining to the conduct and actions of a Delegate in attendance at the ADA House of Delegates.

C. To attend all meetings relative to the ADA House of Delegates and all committee obligations to which the Delegate or Alternate Delegate may be assigned, all meetings of the ADA Twelfth District, and all other appropriate meetings during the ADA meeting. Failure to attend all appropriate meetings is subject to loss of per diem unless approved by the Delegation Chair prior to the missed meeting.

D. The Delegation Chair will assign Delegates and Alternate Delegates to ADA Committees based upon interest and expertise. Delegates and Alternate Delegates are responsible for attending all meetings of their assigned committee, be familiar with all business pertaining to that committee, and shall represent the Delegation during the ADA House of Delegates meetings while the business of that committee is considered.

E. Delegates to the ADA serve as members of the ODA Board of Trustees.