

COUNCIL & COMMITTEE HANDBOOK



Tennessee
DENTAL ASSOCIATION

2023

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Introduction

This handbook is designed to provide information which applies to both Councils and Committees of the Tennessee Dental Association and the members of these bodies. This information includes provisions for Councils and Committees contained in the Tennessee Dental Association Bylaws. The *TDA Bylaws* remain the governing rules for both TDA Councils and Committees.

The Councils and Committees of the Tennessee Dental Association serve an important role in the overall mission of our organization. For that reason, each council and committee member should be familiar with the information in this handbook in order to effectively serve the Association.

General Information Relative to TDA Councils/Committees

A. Membership

1. Number of Members

Councils of the Association shall be composed of nine (9) members, one from each component society. Some councils include ex-officio members and consultants who have non-voting status. Committee members are selected depending on need, skill, and interest as determined by the Board of Trustees.

2. Eligibility

All members of Councils or Committees must be active, life or retired members, in good standing, of the Association at the time of their nomination and election and must maintain such membership during their term of office.

(Source – TDA Bylaws, Chapter IX, Section 30.)

To be eligible to serve on the Council on State Agencies and Awards, members must be a previous recipient of the TDA Fellowship Award. No member of the Tennessee Board of Dentistry may serve on the Council, nor shall any current member of the Council be nominated for an appointment to the Tennessee Board of Dentistry.

(Source – TDA Bylaws, Chapter IX, Section 140.)

3. Nominations

The Board of Trustees shall nominate members to serve on the various Councils and Committees of the Association.

(Source – TDA Bylaws, Chapter IX, Section 20.)

4. Election

The House of Delegates shall elect members to serve on the various Councils and Committees of the Association.

(Source – TDA Bylaws, Chapter IX, Section 20.)

5. Term and Tenure

The term of a Council member is three years.

Committee members serve one-year terms, except for the New Dentist Committee, where each member serves one three-year term with the option of serving an additional three-year term, if needed.

TDA members are limited to serving on one Council at a time. Members may serve on a council for two full terms. If joining a Council mid-term, a member is allowed to stay on for two full terms in addition to the time spent fulfilling the unexpired term of the member who has vacated that position.

(Source – TDA Bylaws, Chapter IX, Section 30, Section 50.)

There is no limit to the number of years a member can serve on a Committee, with the exception of the Committee on the New Dentist. The New Dentist Committee members serve one three-year term with the option of serving an additional three-year term, if needed, and shall have been in practice no longer than eight (8) years when appointed.

6. Vacancies

In the event of a vacancy in the membership of any Council, the President shall appoint a member of the Association possessing the qualifications established by the Bylaws to fill such a vacancy until a successor is elected by the next House of Delegates. In the event of a vacancy on a Committee, the President shall appoint a member to fill such a vacancy and submit for approval at the next Board meeting. (See Item C, Meetings 5., regarding substitution of a member.)

7. Removal for Cause

a. *The Board of Trustees may remove a Council or Committee member for any of the following:*

- Continued, gross or willful neglect of the duties of the office;
- Failure to comply with the Association's policies on conflict of interest;
- Failure or refusal to disclose necessary information on matters of Association business;
- Failure to keep confidential any exclusive information protected by secrecy that becomes known to the member by reason of the performance of his or her duties on the Council's or Committee's behalf;
- Failure to comply with the Association's policy on sexual harassment;
- Unauthorized expenditures or misuse of Association funds;
- Unwarranted attacks on the Association, any of its agencies or any person serving the Association in an elected, appointed or employed capacity;
- Unwarranted refusal to cooperate with any Officer, Trustee, Council/Committee member or member of the Executive Office staff;
- Misrepresentation of the Association or any person serving the Association in an elected, appointed or employed capacity to an outside person;
- Failure to regularly attend Council/Committee meetings;
- Being found to have engaged in conduct subject to discipline pursuant to Chapter XI of the American Dental Association Bylaws; or
- Conviction of a felony.

b. *Procedure for Removal*

Before a Council/Committee member is removed for cause, the following procedures shall be followed by the Board:

The President shall notify the accused member in writing of the charges against him/her and the accused shall be invited to respond in writing. If the accused member wishes, he/she may resign the position voluntarily or may request the opportunity of a hearing before the Board of Trustees to present a defense to the charges. If a hearing is requested, the Board shall schedule it during the next meeting of the Board. If the

accused member's Council/Committee is scheduled to meet before the hearing date, the Board, at its discretion, may excuse the accused member from that meeting. Formal rules of evidence shall not apply to this hearing but, if requested, the Board shall permit the accused member to be assisted by legal counsel. Following a hearing, the Board shall decide by majority vote whether or not to remove the accused member. If the board decides to remove the accused, that action shall create a vacancy on that Council/Committee which shall be filled through appointment by the President. All records of the proceedings and the cause for removal shall be confidential information.

8. Insurance Coverage

All elected or appointed council and committee members, including their estates, heirs, legal representatives or assigns, are covered by the TDA's Directors and Officers Insurance Policy.

B. Organization

1. Chair

The Board of Trustees will nominate a chair for each council from the current members of that council to be elected by the House of Delegates. The New Dentist Committee and the Peer Review Committee select their own Chair.

(Source – TDA Bylaws, Chapter IX, Section 40.)

2. Chair Pro Tem

In the absence of a Chair, the Council/Committee may designate one of its members to serve as Chair *pro tem* for the duration of the meeting from which the Chair is absent.

3. Ad Hoc Advisory Committees

On occasion, it may be advisable to establish an Ad Hoc Advisory Committee to assist the Council/Committee in a specific manner. Councils/committees are permitted to establish such an Ad Hoc Committee with approval of the Board of Trustees, provided funding is available. Each Council/Committee may establish one or more subcommittees when they deem it essential to carry out Council/Committee duties. Each Council/Committee shall ensure that its subcommittees will facilitate the conduct of Council/Committee business by developing expertise and making recommendations within their specific areas for consideration by the entire Council/Committee.

In contrast with an Ad Hoc Committee, subcommittees should be ongoing since they help ensure that the Council/Committee duties are addressed thoroughly. The Council/Committee may establish a subcommittee of its own members to which it may delegate authority and which are directly responsible to the Council/Committee. Subcommittees report only to the Councils/Committees which they fall under or to the Board of Trustees.

4. Consultants

A Council/Committee shall have the privilege of nominating consultants for approval by the Board of Trustees when such consultants possess technical qualifications which are essential to the program of the Council/Committee. Nominations must be accompanied by a written statement of such qualifications. No proposed consultant nominated by a Council/Committee shall be contacted until he/she has been approved by the Board of

Trustees. Consultants or advisors to Councils/Committees shall comply with the conflict of interest policy as outlined in this handbook. The terms of the advisor or consultant shall expire annually at the adjournment of the Annual Session of the House of Delegates.
(Source – TDA Bylaws, Chapter IX, Section 60.)

C. Meetings

1. Rules of Order

Meetings will be conducted by the *Standard Code of Parliamentary Procedure* except in the case of conflict with specific rules of the TDA Councils and Committees or the Bylaws of the Association.

2. Regular Meetings

Councils and Committees can meet throughout the year in person or via electronic meetings.

3. Other Meetings

It is highly suggested that meetings not connected with the annual session be held Monday through Friday to take advantage of the availability of TDA staff and other Association resources.

4. Notice of Meeting

A notice of regular or special meetings will be sent from the Executive Office and all responses will be returned there.

5. Appointment of Substitute Council or Committee Member

If a member knows in advance that they will be unable to attend a specific meeting, he/she should contact their Trustee, who has the power to appoint a substitute for that specific meeting. The Trustee must notify the TDA Secretary of the substitute's name in writing, at least 14 days prior to the meeting. The Trustee must also verify that the TDA Executive Office received the name of the appropriate substitute. The Substitute will have the same voting privileges as the elected member for that specific meeting only.

(Source – TDA Bylaws, Chapter IX, Section 80)

6. Limitation of Attendance at Council Meetings

In keeping with the *Standard Code of Parliamentary Procedure*, attendance at Council/Committee meetings is limited to Council/Committee members, appropriate members of the Board of Trustees and Executive Office staff. Attendance of others is at the discretion of the Council/Committee. In extraordinary circumstances, a council may call an executive session to consider very sensitive matters. Executive sessions may be held if agreed upon by a majority vote of those present at the meeting at which the executive session would be held and in the presence of either the Executive Director or the General Counsel. The Board Liaison, if present, also shall be permitted to attend. No official action or business may be conducted during an executive session.

7. Agenda

It is the responsibility of the Chair of the Council/Committee to prepare the agenda for the meeting and to communicate this to the membership of the Council/Committee through the Executive Office.

8. Roll Call

An official roll call shall be taken at all regular and special meetings and reported to the Executive Director of the Association.

9. Quorum

A majority of the voting members of any Council/Committee shall constitute a quorum for the conduct of business.

(Source – TDA Bylaws, Chapter IX, Section 90.)

10. Voting

A majority of the Council/Committee members present and voting shall be required for the passage of a motion unless otherwise provided in the *Standard Code of Parliamentary Procedure*.

11. New Business

Items of new business not listed on the agenda may be considered at a regular or special meeting of a Council or Committee, provided that approval is obtained by two-thirds vote of the Council/Committee members present.

12. Minutes

The Council/Committee Chair is responsible for appointing a secretary or for taking minutes at the meeting. The minutes should be emailed to the Executive Office for distribution to Council/Committee members and archival purposes. The Chair may also submit a clearly written copy to the Executive Office for typing, if necessary.

D. Budget

Each Council and Committee, prior to March 1, shall submit to the Board of Trustees, through the Secretary, a proposed itemized budget for the ensuing fiscal year.

(Source – TDA Bylaws, Chapter IX, Section 120, B.)

General Expenses and Reimbursement for Expenses

General expenses for TDA Council/Committees shall be reimbursed when provision for payment has been made in the budget of the Council/Committee and approved by the Board of Trustees. Reimbursement for out-of-state travel expenses for members of Council/Committees will be made when completed reimbursement forms are submitted with appropriate receipts and provision for payment was specified within the budget of the Council/Committee or approved subsequently by the Board of Trustees.

Council and Committee members may receive mileage reimbursement for one trip to a council/committee meeting provided that member's home is greater than 25 miles one-way from the meeting location. Reimbursement is not applicable to a meeting held in conjunction with the TDA annual session.

A Council/Committee shall use its funds only for the specific purpose described in the items of the budget.

E. Reports

Council Meeting Reports

Each Council will submit, through the Secretary, within seven days of each council meeting, a written report of its activities and recommendations to the Board of Trustees or House of Delegates. The Secretary and Executive Director will forward the report to the appropriate body, dependent on the next regular session of the Board of Trustees or the House of Delegates. Recommendations to the House of Delegates should be in the form of a resolution.

Annual Council Reports

Each Council/Committee shall submit, through the Secretary, at least 60 days prior to the regular session of the House of Delegates, a report on its activities and recommendations to the Board of Trustees or the House of Delegates. Recommendations to the House of Delegates should be in the form of a resolution.

(Source – TDA Bylaws, Chapter IX, Section 120, A.)

F. Resolutions

Reports of Councils/Committees should not present resolutions unless the resolutions have been circulated to the members of the Council/Committee and approved by majority vote. The resolutions should include a background statement and clearly spell out what is to be voted on in the resolves.

G. Contracts and Employment

No Council/Committee is authorized to engage any employee of the TDA except at the authorization of the Executive Director, and no contracts involving the Tennessee Dental Association in any way whatever may be completed by any member of any Council/Committee without the direct authorization of the Executive Director of the Association or the Board of Trustees.

H. Establishment of Policy

All Councils/Committees are charged with recommending policy. No Council/Committee may initiate or implement a new policy, or a major extension or alteration of an existing policy, without approval of the Board of Trustees or the House of Delegates.

I. Public Statement

No member of a Council or Committee may issue a public statement in the name of that Council/Committee or in the name of the Tennessee Dental Association unless (1) authority has been granted by the Executive Director of the Association and (2) the statement is clearly in accord with the policies of the Association as expressed by the Board of Trustees and/or the House of Delegates.

Use of Letterhead

TDA letterhead **shall not** be used to distribute information or policy without the approval of the TDA Executive Director, the Board of Trustees or the TDA Secretary.

J. Conflict of Interest

It is the policy of the Association that individuals who serve in elective, appointive or employed offices or positions do so in a representative or fiduciary capacity that requires

loyalty to the Association. At all times while serving in such office or positions, these individuals shall further the interests of the Association as a whole.

K. Sexual Harassment

The Association strongly disapproves of any action or conduct by volunteers or employees involving other employees or other volunteers that could be viewed as sexual harassment, including unwanted sexual advances, requests for sexual acts for favors, and other verbal and physical conduct of a harassing nature. Conduct of this nature can result in immediate removal for cause. For entire policy, see Appendix I.

L. Racism and Discrimination

The Association will not condone racism or discrimination in any of its programs or policies. Members serving on Councils or Committees shall be held to a high standard that promotes justice and equal opportunity. For TDA Statement on Racism and Social Justice, see Appendix II.

M. Communication

Communications dealing with major activities or policies of a Council/Committee shall be sent to all members of the Council/Committee by the Chair, TDA Secretary or the Executive Director.

N. Relations with Other Organizations & Agencies

No Council or Committee is authorized to appoint or designate official representatives of the Tennessee Dental Association on the request of, or for liaison with, other organizations and agencies. When requests for official representation or liaison are received, nominations may be forwarded by the Council/Committee concerned to the Executive Director of the Association for action in accordance with the rules established by the Board of Trustees.

O. Relations with Reference Committee

It is the duty of each Chair, or his/her duly designated representative, to be available for conferences with the Reference Committee during the Annual Session of the House of Delegates.

P. Relations with Other Councils/Committees

It shall be the duty of the Chair to refer to the Executive Director of the Association all matters coming to the attention of the Council/Committee which properly belong in the jurisdiction of another Council/Committee of the Association. Requests for information or assistance from another Council/Committee shall be made through the Executive Director of the Association.

Q. Attendance at Meetings of House of Delegates

Council/Committee Chairs are seated on the floor and have the privilege of speaking to issues before the House.

R. Privileges in the House of Delegates

The Chair of any Council or Committee who is not a member of the House of Delegates has the right to speak on his/her Council/Committee's report if requested by the Speaker or a delegate during meetings of the House of Delegates. The same pertains to Chairs and members of Councils and Committees during meetings of the Board of Trustees.

S. Vote Without a Meeting

Action by the council or committee may be taken without a face-to-face meeting as permitted by, and in accordance with, the applicable provisions of the Tennessee Nonprofit Corporation Act in force at such time. Such action shall have the same effect as a vote at a duly held meeting of the council or committee.

T. Rules of Order

Meetings will be conducted by the *Standard Code of Parliamentary Procedure* except in the case of conflict with specific rules of the TDA Councils and Committees or the Bylaws of the Association.

Information Specific to TDA Councils/Committees

Standing Committees of the Board of Trustees

Executive Committee

Composition: President, as Chair, President-elect, Secretary, Treasurer and two (2) Trustees appointed by the President.

Term: One year for the trustees.

Meetings: The Committee shall meet at the request of the President.

Duties: The Committee shall conduct interim business of the Board of Trustees as the need arises. All business conducted by the Committee shall be reported to and approved by the Board of Trustees at the next scheduled meeting following the Committee's action. The Committee also serves as the Association's Legislative Oversight Committee for federal legislation with input from the Chair of the Committee on Governmental Affairs and shall participate in annual performance review procedures concerning the Executive Director.

(Source: TDA Board of Trustees Manual)

Budget and Finance Committee

Composition: Treasurer, as Chair, President, President-elect, Secretary and two (2) Trustees appointed by the President.

Term: One year for the trustees.

Meetings: The Committee shall meet at least annually in concert with meetings of the Board of Trustees.

Duties:

1. Formulate and recommend policies to the Board of Trustees on financial matters including transactions between the Association and management staff, sensitive payments, (e.g., any allowances incidental to their positions), conflicts of interest and act as the TDA investment committee;
2. To review internal control procedures for safeguarding Association assets and assuring that financial transactions are authorized and properly recorded;
3. To coordinate activities of the independent auditors;
4. To oversee the Association's financial reporting process by reviewing revenue, expense and balance sheet accounts on a regular basis;
5. To perform and/or supervise special investigative efforts as needed;
6. To prepare a budget annually to be considered by the Board of Trustees;
7. To establish and maintain performance review procedures for the Executive Director and review the Executive Director's performance pursuant to those procedures on an annual basis. The TDA Secretary will assume the responsibility of that annual review, at least one month in advance of the Annual Meeting;
8. To establish the recommended salary, including expenses, and develop guidelines for any additional fringe benefits other than the customary TDA employee benefits, that may be offered to the Executive Director;

9. To receive a report from the Executive Director on the performance of staff including salary and fringe benefit requests for the ensuing year;
10. To act as the TDA Investment Committee, review Association investment policies and performance of the investment portfolio, and develop recommendations to the Board of Trustees.

(Source – TDA Board of Trustees Policy Manual)

Committee on Governmental Affairs

Composition: Nine (9) members. A member shall not be in the full-time employ of the state or federal government.

Term: One (1) year.

Meetings: As needed.

Duties:

- A. Encourage the improvement of the health of the public and promote the art and science of dentistry in matters of legislation and regulations by appropriate activities.
- B. To involve the entire membership in a “grassroots” legislative effort and maintain a “dentist” legislative liaison program in order to have an effective mechanism for dentists to contact their State Senator and State Representative.
- C. Report legislative and governmental recommendations and activity to the membership on a periodic basis.
- D. Disseminate information which will assist the component societies involving legislation and regulation affecting the dental health of the public.
- E. Serve and assist the Tennessee Dental Association as a liaison with agencies of the state and federal government in accordance with Association policy.

New Dentist Committee

Composition: One member from each component society (9), and one student member with full voting rights from each CODA accredited dental school in Tennessee, with the Committee selecting its Chair to serve no more than three years.

Term:

Component Member: Three (3) years, and may serve one additional 3-year term, if needed.

Student Member: One (1) year, and may serve an additional one year, if still a dental student.

Qualifications:

Component Member: Upon appointment or subsequent election, a member shall have been in practice no longer than eight (8) years when appointed and shall be an active member in good standing.

Student Member: One (1) third or fourth-year ASDA member from each CODA accredited dental school in Tennessee.

Meetings: As needed.

Duties:

- A. Review the current needs and concerns of new dentists as outlined by the ADA Standing Committee on the New Dentist and study the relevance of this information to new dentists in Tennessee.
- B. Identify current TDA policies, programs and activities that respond to the needs and concerns of new dentists.
- C. Review the opportunities that currently exist for the new dentist to become actively involved at all levels of organized dentistry in Tennessee.

- D. Present information showing the present involvement of young dentists in organized dentistry in Tennessee and make recommendations to encourage and strengthen the involvement of this group of dentists in Tennessee.
- E. Make recommendations to increase the recruitment and retention rates of young dentists in Tennessee.
- F. Make recommendations to respond to existing TDA policies, to respond to any unmet needs or existing concerns of new dentists.
- G. Report its activities to the ADA Sixth District representative of the ADA New Dentist Committee.
- H. Serve as liaison between TDA and dental students in accredited dental schools within the State of Tennessee.
- I. The Committee chair shall serve as a voting member of the Board of Trustees and may serve in that capacity no more than three years.

Advisory Committee on Annual Meetings

Composition: Eight (8) dentist members and two (2) allied staff representatives. In addition, the current TDA President, President-elect and Executive Director serve as ex officio members.

Structure: There are two (2) subcommittees:

- Continuing Education Subcommittee;
- Exhibitor Relations and Fundraising Subcommittee

Both subcommittees will have a designated subcommittee chairperson and three members-at-large. The Continuing Education Subcommittee will also have a Registered Dental Hygienist representative and a Registered Dental Assistant representative, both licensed in Tennessee. The chair of the subcommittees will be selected by the President. The members-at-large and the two (2) allied staff representatives will be selected by the President and approved by the Board of Trustees. It is recommended that representation of TDA's nine components be considered in the committee composition.

Term: Three-year (3) term with a maximum of two (2) consecutive terms. Should a member of the subcommittee not finish his or her full term, the President will select an eligible replacement, and the appointment will be effective immediately. Members' term limits will not be affected by finishing another member's term.

Meetings: As needed.

Duties:

The Advisory Committee on Annual Meetings subcommittees work directly with the executive office on planning and execution of TDA's annual meeting. Highlights of duties:

1. Select and secure speakers for the scientific sessions of the annual meeting.
2. Work with the executive office to identify and secure exhibitors and sponsors for events.
3. Facilitate the arrangements of the Annual Session of the TDA House of Delegates.
4. Lend knowledge and guidance to TDA staff in designing the conference experience including events that will enhance camaraderie and networking.
5. Provide on-site meeting assistance as directed by TDA staff.

Committee on Dental Education and Licensure

Composition: Five (5) members.

Selection: The chair of the committee is selected by the President. The members-at-large are selected by the President and approved by the Board of Trustees. It is recommended that representation of TDA's nine components be considered in the composition.

Term: Three-year term with a maximum of two (2) consecutive terms. Should a member of the committee not finish his or her full term, the President will select an eligible replacement, and the appointment will be effective immediately. The member's term limits will not be affected by finishing another member's term.

Meetings: As needed.

Duties:

The committee studies and recommends standards that promote and support high quality continuing education for the dental profession and auxiliary personnel. The committee suggests standards to the Board of Trustees and monitors compliance.

1. Lend knowledge and guidance on TDA's ACE program guidelines.
2. Oversight of study club recognition and requirements.
3. Lend knowledge and guidance to accreditation compliance.
4. Lend knowledge and guidance to TDA staff on the overall annual continuing education-related activities.
5. Ensure TDA offers sufficient opportunities to successfully fulfill continuing education credits to apply toward biennium requirements for re-licensure.

Ad Hoc Committees of the Board of Trustees

Anesthesia, Sedation and Scope of Practice

Composition: Competency-based, fully privileged members shall be appointed by the TDA President with the approval of the Board of Trustees.

Term: One year.

Meetings: Called by the Chair

Duties: To make recommendations regarding anesthesia, sedation and scope of practice issues.

Oral Health Initiatives Committee

Composition: Competency-based members shall be appointed by the TDA President with the approval of the Board of Trustees.

Term: One year.

Meetings: Called by the Chair

Duties: Promote increased access to care with an emphasis on Dental Lifeline Network, faith-based and emergent care clinics, and the MOM (Mission of Mercy)/RAM (Remote Area Medical) programs.

Committee Vacancies: In the event a vacancy occurs for any cause on any committee of the Board of Trustees, the President shall have the power to fill such vacancies by appointment until a successor is elected by the next House of Delegates.

Committees of the House of Delegates

Committee on Credentials and Rules and Order

Composition: Five (5) officially certified delegates. Committee members shall be appointed by the TDA President sixty (60) days prior to the opening of the TDA Annual Session.

Term: One year.

Meetings: Before and during the House of Delegates.

Duties:

- A. Determine and record at the meeting of the House the delegates in attendance and report such to the Speaker at the beginning of each meeting.
- B. To conduct a hearing on any contest regarding certification of a delegate or alternate delegate and to report its recommendation to the House of Delegates.
- C. Provide facilities for the election of the elective officers.
- D. To conduct the elections of the elective officers of this association.
- E. To prepare a report in consultation with the Speaker and Secretary of the House of Delegates on matters relating to the order of business and special rules of order.
- F. To consider all matters referred to and to report its recommendations to the House of Delegates.
- G. To conduct hearings on requests for credentials for substitute delegates submitted by component society presidents and to report its recommendations to the House of Delegates for further action.

(Source - TDA Bylaws, Chapter III, Section 170.)

Reference Committee

Composition: Five (5) fully privileged members of the association. The Chair and at least one other member shall be officially certified delegates. Committee members shall be appointed by the TDA President sixty (60) days prior to the opening of the TDA Annual Session.

Term: One year.

Meetings: Before and during the TDA House of Delegates

Duties: To consider reports referred to it, to conduct open hearings and to report its recommendations to the House of Delegates.

(Source - TDA Bylaws, Chapter III, Section 170.)

Committee on Constitution and Bylaws

Composition: Three (3) members of the Board of Trustees, appointed by the President plus the Speaker of the House who serves as Chair of the committee.

Terms: One year.

Meetings: As needed and during the TDA House of Delegates in its Committee capacity.

Duties:

- A. Examine the articles of the *Constitution and Bylaws* with consideration of recommending changes that will advance the administrative efficiency of this Association.
- B. Consider all proposed amendments to the *Constitution and Bylaws* and report its recommendations to the Board of Trustees and to the House of Delegates.
- C. Act as a standing committee on *Constitution and Bylaws* during the annual session of the House of Delegates.

(Source - TDA Bylaws, Chapter III, Section 170.)

TDA Councils

COUNCIL ON DENTAL BENEFIT PROGRAMS

Composition: Nine (9) members, one from each component society. Members of the Council on Dental Benefit Programs shall not serve simultaneously as an officer, employee or *full-time* consultant of any insurance company, medical or dental service corporation or other third party payer.

Term: Three (3) years.

Meetings: As needed.

Duties:

- A. Formulate and recommend policies related to the planning, administration and financing of dental benefit programs.
- B. Study, evaluate, and disseminate information on the planning, administration, and financing of dental benefit programs.
- C. Encourage the inclusion of dental benefits in health benefit plans to promote dental benefit plans in accordance with Association policy.
- D. Maintain liaison with the Committee on Governmental Affairs and Federal Dental Services of the American Dental Association, with military and veteran's establishments within the State of Tennessee, and with other groups concerned with the health of the Armed services or its veterans.

COUNCIL ON MEMBERSHIP, COMMUNICATIONS AND RELIEF

Composition: Nine (9) members, one from each component society. Council members shall not serve simultaneously on the ADA or component dental relief fund. Ex-officio members of this Council shall be: TDA President-elect, the three TDA Vice Presidents, the Association Editor, if applicable, and the TDA Treasurer.

Term: Three (3) years

Meetings: As needed.

Duties:

- A. Identify and monitor trends and issues that affect membership, recruitment and retention, and encourage membership involvement throughout organized dentistry including the following duties:
 1. Support membership activities or component societies and enhance cooperation and communication on recruitment and retention efforts.
 2. Establish liaison with the University of Tennessee College of Dentistry and Meharry Medical College School of Dentistry for the purpose of promoting organized dentistry at the student level.
 3. Establish liaison with the Tennessee Board of Dentistry to determine the names of the newly licensed dentists in the State of Tennessee for the purpose of promoting membership in the TDA.
 4. Establish contact with all newly licensed dentists within the State of Tennessee for the purpose of promoting membership in the Tennessee Dental Association and encourage component society committees to follow up with these potential members.

- B. Review, on an annual basis, the membership services provided by the Tennessee Dental Association and make recommendations to the Board of Trustees regarding membership services when appropriate.
- C. The chair of this council shall serve as a trustee of the Relief Fund.
- D. Originate and coordinate communications between the Association and its membership as directed or approved by the Board of Trustees.
- E. Originate and coordinate communication between the profession and the public as approved by the Board of Trustees.
- F. Make suggestions for improvement of the Association's publications and support the Editor as applicable.

COUNCIL ON STATE AGENCIES, AWARDS, ETHICS & JUDICIAL AFFAIRS

Composition: Nine (9) members, one from each component society, each having been a Fellowship Award recipient. No member of the Tennessee Board of Dentistry may serve on the Council, nor shall any current member of the Council be nominated for an appointment to the Tennessee Board of Dentistry. Also, no current member of the Council shall be nominated for the Jack Wells Memorial Dedication to Dentistry Award.

Term: Three (3) years.

Meetings: As needed.

Duties:

- A. Nominate and recommend to the Board of Trustees qualified persons to serve as members of the Tennessee Board of Dentistry and any other board or agency that is appointed by the governor or the Tennessee Commissioner of Health.
- B. Notify each component society that it may nominate qualified persons each year for the Tennessee Dental Association Fellowship Award and Jack Wells Memorial Dedication to Dentistry Award. These nominations must be submitted to the Council for consideration by the deadline established by the council.
- C. Recommend to the Board of Trustees a maximum of twelve (12) candidates to receive the Tennessee Dental Association Fellowship Award each year. To be eligible for consideration, the Council shall consider the following:
 - 1. A member's contribution to dentistry and society.
 - 2. The three largest districts, based on the most recent delegate count, can present a maximum of two applications to the Council, and all other districts shall be allowed one application only.
 - 3. Each component society may have at least one Fellowship Award recipient when nominating a candidate who qualifies for the Award. This is the highest award presented annually by the Tennessee Dental Association to one of its members. The local committee should, therefore, nominate individuals who truly qualify. If no one is qualified, then no name should be submitted.
 - 4. To be eligible for consideration, the dentist must have been a member in good standing of the Tennessee Dental Association and the American Dental Association for at least ten (10) consecutive years, and have demonstrated a devotion to the highest concepts of professional service, by regular attendance and participation in the business affairs and continuing education programs of both his/her local society and the state association.
 - 5. In case the Council decided that during the year no dentist has attained the standards set forth, it shall report same to the Board of Trustees.

D. Recommend to the Board of Trustees, when appropriate, up to three (3) qualified nominees for the Jack Wells Memorial Dedication to Dentistry Award.

I. Criteria for Candidate Nomination

A. Professional Expertise: Candidate should have exhibited exemplary professional expertise during their career in dentistry.

B. Contribution to Organized Dentistry: Candidate should have made outstanding contributions to organized dentistry in such areas as:

1. Regular attendance at district, state and national meetings;
2. Appointment to local, state or national councils or committees;
3. Election to local, state or national offices.

C. Contribution to Dental Education: Candidate should have involvement in dental education in such areas as:

1. Serving on a dental faculty;
2. Contributing to dental publications;
3. Contributing to dental research;
4. Participating in continuing education programs;
5. Participating in financial support of dental education.

D. Humanitarian and Civic Service: Candidate should elevate the esteem of the dental profession through his/her service to his/her fellowman and the community.

II. Nomination of Candidates and Selection of Award Recipient

A. Selection of nominees shall be by the following method:

1. Each District Awards Committee may present one candidate each year to the TDA Council on State Agencies, Awards, Ethics & Judicial Affairs.
2. A candidate may be presented from a district no more than **three (3)** consecutive years.
3. Each District Awards Committee is responsible for gathering information on its specific candidate for consideration by the TDA Council on State Agencies, Awards, Ethics & Judicial Affairs according to a format outlined by said Council. This information must be provided each year a candidate is submitted to the Chair of the TDA Council on State Agencies, Awards, Ethics & Judicial Affairs no later than December 15 of the year prior to the presentation of the award.
4. The TDA Council on State Agencies, Awards, Ethics & Judicial Affairs shall then select up to three (3) nominees from the district candidates for submission to the TDA Trustees for selection of a recipient.

B. Selection of the Award Recipient shall be by the following method:

1. Only the Trustees shall vote for the award recipient.
2. The Trustees shall review the information on the nominees from the TDA Council on State Agencies, Awards, Ethics & Judicial Affairs.
3. The Trustees shall not allow campaigns for any particular nominee to occur during the review and election process.
4. The Trustees shall vote for candidates by closed ballot until a single nominee has received a majority vote; however, if no candidate obtains a majority vote after up to three (3) ballots, then no award shall be presented that year.
5. The Trustees may also elect not to present the award in a given year, and it is not incumbent on the Trustees to present the award each year.

6. The TDA Secretary will tabulate the votes and the award shall be presented at the TDA Annual Session.
- E. The TDA membership will be gauged periodically for their volunteer service hours for use in providing information regarding oral health assistance to the underserved.
- F. Recommend to the Board of Trustees nominees for any other awards that the Council may deem appropriate, subject to approval by the Board of Trustees.
- G. Provide advisory opinions regarding the interpretation of the *ADA Principles of Ethics and Code of Professional Conduct*.
- H. Investigate all matters pertaining to violations of the *ADA Principles of Ethics* and to intraprofessional concerns that may be referred by any component society.
- I. Exercise the Association's powers to discipline members. Decisions of the council shall be subject to appeal to the Board of Trustees according to the provisions of the TDA Bylaws, Chapter I, Section 40. I.

TDA Committees

PEER REVIEW COMMITTEE

Composition: Nine (9) members composed of the local component society Peer Review Chair from each district.

Terms: Determined by component society.

Meetings: As needed.

Duties:

Review matters concerning, but not limited to, appropriateness of care, quality of treatment and, acting in an advisory capacity, fees. Peer Review is offered to TDA member dentists only and their patients. The Committee acts on appropriate requests from a patient or dentist. It also functions as the appellate body for appeals of component society decisions.

Responsibilities:

It is the responsibility of the Committee to explore, to the extent necessary, all matters referred to it and to do so within a period of time that makes its efforts effective. It holds hearings where necessary. The Committee has an equal responsibility to patients and dentists.

APPENDIX I

TDA PROFESSIONAL CONDUCT POLICY AND PROHIBITION AGAINST HARASSMENT

The Tennessee Dental Association (TDA) is proud of its professional and congenial work environment, and it will take all necessary steps to ensure that the work environment remains pleasant for all who work here. It is TDA policy that all TDA employees and volunteers are responsible for assuring that the workplace is free from improper harassment. The TDA absolutely prohibits sexual harassment and harassment on the basis of race, color, religion, gender, national origin, age, disability, sexual orientation, status with respect to public assistance, marital status, or any other status protected by federal, state or local law. Such discriminatory harassment is unlawful and may subject the TDA and/or the individual harasser to liability. In addition, with this policy, the TDA prohibits not only unlawful harassment, but also other unprofessional and discourteous actions. Derogatory racial, ethnic, religious, age, sexual orientation, sexual or other inappropriate remarks, slurs, or jokes will not be tolerated.

Sexual harassment includes unwelcome sexual advances and requests for sexual favors, and all other verbal or physical conduct of a sexual nature when:

- submission to such conduct is made either implicitly or explicitly a condition of the individual's employment;
- submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment; or
- such conduct is sufficiently severe or pervasive to alter the conditions of employment and to create a hostile or abusive working environment.

Sexual harassment may take many forms, including, but not limited to:

- verbal harassment or abuse of a sexual nature;
- subtle pressure or abuse of a sexual nature;
- unnecessary touching of an individual, for example, patting, pinching, hugging, repeated brushing against another employee's or volunteer's body;
- offensive sexual flirtation, advances, or propositioning;
- graphic verbal commentaries or jokes;
- sexually degrading words used to describe an individual; or
- the offensive display in the workplace of sexual objects, pictures, or writings.

Each employee and volunteer must exercise his or her own good judgment to avoid engaging in conduct that may be perceived by others as harassment. Forms of harassment include, but are not limited to:

- verbal: repeated sexual innuendoes, racial or sexual epithets, derogatory slurs, off-color jokes, negative stereotyping, personally abusive remarks, propositions, threats or suggestive or insulting sounds;
- visual/non-verbal: derogatory posters, cartoons, or drawings; suggestive objects or pictures; graphic commentaries; leering; or obscene gestures;
- physical: unwanted physical contact including touching, interference with an individual's normal work movement or assault; and

- other: making or threatening reprisals as a result of a negative response to harassment.

TDA employees and volunteers are responsible for keeping our work environment free of all such harassment. If you believe that you have been harassed, or if you become aware of an incident of harassment, whether by an employee or a non-employee, you should report it as soon as possible to the Executive Director and/or to the TDA Executive Committee. Do not allow an inappropriate situation to continue by not reporting it, regardless of who is creating that situation.

The TDA's Professional Conduct Policy and Prohibition Against Harassment applies to the immediate workplace as well as to TDA related activity outside the ordinary workplace, such as Annual Session and TDA-sponsored social or recreational events.

In response to every complaint, the TDA will take prompt, appropriate investigatory actions and corrective and preventative actions where appropriate. All TDA volunteers should be aware that the privacy of the complaining party and the person accused of the harassment will be protected to the extent consistent with effective enforcement of this policy. The TDA will retain confidential documentation of all allegations and its investigations.

APPENDIX II

TDA STATEMENT ON RACISM AND SOCIAL JUSTICE

June 11, 2020

To our dental community,

In light of the continued grief, frustration, and pain in our nation, we have a responsibility to use our voice to be an ally. The Tennessee Dental Association stands in solidarity with members of our community, our dentists, and patients, who face injustice and racism in their day-to-day lives.

At the core, the TDA is a community of diverse dental professionals. We exist to promote and represent excellence in the dental profession through the elevation of ethics, diversity, leadership, mentorship, advocacy, and education to ensure the oral health of the public. The goal and ethical duty of practicing dentists is to provide the most appropriate treatment for all patients regardless of race, religion, or financial status. We do not tolerate injustice or discrimination of any kind. We denounce acts of social injustice, hatred, and racism that have and continue to occur in our nation for they have no place in our society. The TDA realizes that all Americans must continue to strive to ensure that all individuals are treated equally regarding encounters with authority, opportunities for education, advancement in position, and quality of life. Discrimination should never exist based on race, religion, or personal beliefs.

There is much work to be done, and I am hopeful that healing and unity will take place in our communities across the nation and the world. The TDA vows to identify our own systemic issues, appreciate and not fear the differences among us, and reflect on the ways that our association can enact positive change. To quote ADA President Dr. Chad Gehani:

“This is the moment to unravel from whatever personal biases we may harbor. To become allies. To have the hard conversations. To listen to voices that have long gone unheard. To speak up for those who have been disenfranchised. To commit to empathy and understanding. To be forces for change. To be agents of harmony. To call out wrong when we see it. And to do what’s right when we can.”

It will take all of us working together to promote a more just and fair society. This is a call to action for each of us to be a part of the solution.

Sincerely,
Dr. Jeannie Beauchamp
TDA President

ORGANIZATIONAL STRUCTURE

This organizational chart diagrams the current structure of the TDA Councils and Committees. The Association Bylaws establish all TDA Councils. Some Standing Committees of the House of Delegates and the Board of Trustees are also established by the Bylaws. Other Standing Committees originate from and serve at the pleasure of TDA Councils, the Board of Trustees or the TDA President. Ad Hoc Committees or Task Forces may be formed, serving only long enough to fulfill a specific purpose.

