

## **Board of Directors**

**Date/Time/Place:** Friday, August 16, 2024/ 8:30 p.m./ Association Office

### **Board Present:**

Dr. Nathan Russell, President  
Dr. Chris Dorow, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. John L. Gibbons, Immediate Past President  
Dr. Puneet Aulakh (2026)  
Dr. Lisa Buttarro (2026)  
Dr. Brittany Dean (2025)  
Dr. Joseph Y. de Jesus (2024)  
Dr. Lisa Egbert (2024)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Christine Kirchner (2024)  
Dr. Melanie Lang (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Daniel Wilson (2025)  
Dr. Crystal Vo (2024)

### **Others Present:**

Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Ms. Emma Brown, Director of Communications & Marketing  
Mr. Kevin Schilling, Director of Advocacy  
Ms. Lauren Johnson, Government Affairs Manager  
Ms. Trish Flaig, Manager of Regulatory & Compliance Services  
Ms. Natalia Hilal, Member Engagement Coordinator  
Mr. Harald Hyllseth, Governance and Executive Coordinator  
Mr. Allen Shimon, SystemSix

**Action.**

Approved the Minutes from May 17-18, 2024
Approved DQAC Email Ballot Minutes
Board Approved Dr. Puneet Aulakh's Appointment to the WSDA Board of Directors and Corresponding Minutes
Approved BD-31-2023/2024 Alternate Delegate Appointment
Approved BD-32-2023/2024 Amendment to Investment Policy Statement
Determined that ComplyBetter will only offer annual payment options for members and nonmembers.
Approved BD-33-2024-2025 Appointments to the 2025 Legislative Session Task Force
Submitted HD-22-2024 Allowing Foreign Trained Dentists to Become Dental Hygienists to the House of Delegates
Submitted HD-04-2024 Acceptance of WSDA Independent Accountant's Review for the Year Ending September 30, 2023 to the House of Delegates
Submitted HD-21-2024 Revisions to the Association's Conflicts of Interest Policy (Bylaws Amendment) to the House of Delegates
Adopted the 2024-2025 Annual Objectives

**Call to Order.** Dr. Russell called the meeting to order at 8:33 a.m.

**Agenda.** The agenda was adopted as presented with adoptions (enumerated in the "consent agenda" section).

**Consent Agenda.** The following items were approved on consent:

- Approval of Minutes of May 17-18, 2024
- Approval of DQAC Email Ballot Minutes
- Dr. Puneet Aulakh Email Ballot Minutes
- BD-31-2023/2024 Alternate Delegate Appointment (page 56)
- BD-32-2023/2024 Amendment to Investment Policy Statement
- ADA Executive Director Update

Dr. Dean pulled the Climate Commitment Act Member Correspondence from the Consent Agenda. This item as placed under the under the Advocacy section of the agenda.

### **Consideration of Removing a Member from Elected/Appointed Positions**

The WSDA Board of Directors entered executive session at 8:37 a.m. and exited at 9:41 a.m.

### **Attorney-Client: Update on Board of Denturist Litigation**

The WSDA Board of Directors entered an attorney-client session at 9:42 a.m. and exited at 9:55 a.m.

### **House of Delegates**

Mr. Bracken Killpack led the discussion and review of each individual HD resolution that has already been adopted by the Board and additional additions that do not require board approval.

Dr. Gibbons led the discussion on HD-19-2024 Dental Wellness Task Force, which was submitted to the House of Delegates by the Wellness Task Force. This resolution was meant to begin the planning process of creating this wellness plan for WSDA members, which includes access to confidential therapy. He mentioned that Oregon and Colorado current have this offering.

Dr. Aulakh inquired about if there could be a conflict of interest with choosing a therapist or receiving a referral. Dr. Hobart mentioned that dentists wouldn't even seek out a referral to maintain anonymity. Dr. Tremblay inquired about if something will come back to the House in 2025 or if WSDA will be broadcasting out to the membership what the final wellness product will be.

Dr. Dean spoke about making this an ongoing resource for the membership and identifying an anonymous metric to keep track of who utilizes these services. Dr. Gibbons talked about how the budget will look and how the task force will decide what that gets spent on. Mr. Killpack said that the Board had the prevue to increase the budget if needed.

Mr. Killpack started the discussion on HD-20-2024 Director at Large Position, submitted by the Walla Walla District Dental Society. If it passes, he said that there would most likely need to be a bylaw amendment to fully enact the resolution. Dr. Tremblay expressed some concern if this resolution made sense given that there are existing ways to get involved and encourage members from their components to apply and run for existing seats on the WSDA Board.

Dr. Buttarro agreed with Dr. Tremblay and mentioned that she believed it was the responsibility of the Board to cultivate relationships with components to encourage other members to run for existing positions. Dr. Egbert asked for more explanation of why the Walla Walla Component Society submitted this resolution. Mr. Killpack

provided a brief explanation.

Dr. Tremblay mentioned that there was more that the Board could do to recruit candidates for open positions. Dr. Dean also mentioned that some folks are more concerned with winning the election than the responsibilities of being on the Board once elected. Dr. Vo expressed that Walla Walla's intentions of creating the resolution caused her some concern.

Dr. Hobart expressed how hard it is to get people to run for component society boards. She also expressed that the Board needs to prioritize reaching out to the component societies to build up leadership capability and interest in the long run. Dr. Russell reminded the board that they wouldn't vote on the resolution at the meeting. The House votes on the proposed resolution.

Dr. Gibbons expressed concern with there only being a two-year term for this proposed position. Dr. Hudson talked about prioritizing grassroots leadership and cultivating that from the component level upwards.

Mr. Killpack recognized that Dr. Lawton and Dr. Sholudko joined the meeting to go over House of Delegates discussions.

General discussion on the draft House of Delegates agenda began.

Dr. Tremblay expressed concern with the association's efforts towards engaging WSDA membership in important House of Delegates documents and resolutions. Dr. Gibbons said that the Kitsap County Dental Society required delegates to come back from the House of Delegates meeting with a report to increase engagement.

Dr. Tremblay also expressed that a work session could be a great time to tell members how to get involved on the Association's legislative issues prior to next year's legislative session. Dr. Aulakh said that the WSDA could give out cards for questions and pre-submitted questions. He stated that a code with a form could be the best way to do that.

Dr. Hobart asked Dr. Dorow if he could encourage the House, prior to beginning their sessions, about the importance of talking and deliberating each piece of legislation that is presented at the House. Dr. Buttarro expressed how much more engaged the House was 10 years ago versus how the engagement is from delegates presently.

Dr. Dean and Dr. Tremblay suggested moving panel discussions on ComplyBetter and Dental Benefits to Friday morning and the budget presentation to after lunch. Mr. Killpack said Dr. Tremblay, Dr. Gibbons, himself and Mr. Chet Baldwin will present on Dental Benefits. He also said that himself, Dr. Dorow, Dr. Reeder, and Dr. Russell will present on the proposed WSDA Membership Program.

Dr. Hobart state some components are concerned about financial stability and that there will most likely be a lot of discussions around the membership resolutions at the House.

Mr. Killpack confirmed that Dr. Hisel will be attending and speaking at the House this

year.

### **ComplyBetter Update**

Ms. Trish Flaig and Mr. Kainoa Trotter presented to the Board on ComplyBetter.

Mr. Trotter provided an update on the current state of the service and they functionality that is currently being tested. He said that WSDA is using the answers given by regulators to test the functionality of said risk assessment.

Mr. Trotter discussed the course within ComplyBetter that teaches you how to use the program and demoed the functionality for making vendor and asset lists for HIPAA compliance.

Mr. Trotter then presented suggested pricing and member versus non-member pricing to the Board. He talked about the benefits of monthly pricing versus a one-time purchase.

Dr. Dean suggested starting the pay scale on a monthly pricing structure and then going to an annual purchase following the first year of subscriptions. The wider Board discussed general compliance knowledge and what pricing system would work best for WSDA members as to entice members the most to start using ComplyBetter.

Based upon robust feedback, WSDA will only offer annual pricing (different for members and nonmembers) and not provide a month to month payment option.

### **WDIA Update**

Mr. Killpack presented a short WDIA update. He updated the Board on commission revenue, MedPro and the conclusion of the Joint Task Force with Oregon Dental Association.

### **Board Evaluation Results**

The Board discussed the results of its annual evaluation.

Dr. Dean noticed patterns about strategic planning and how to increase knowledge of the association programs during on-boarding. She also said that more and more people are wanting to make it more fun and joyful to serve on the Board.

Dr. Gibbons talked a bit about how hanging out and communicating outside of the Board meetings has created a good sense of comradery.

Dr. Buttaro expressed worry about how folks on the board were the most concerned about financial oversight and their understanding of the WSDA financials. The board discussed these concerns – board members not directly involved in budget and finance have trust in the individuals that do this important work on behalf of the board.

## **Board Work Groups**

### *Budget & Finance*

The budget and finance work group said that they reviewed the independent review of WSDA accounting to determine if there's any irregularities.

Dr. Egbert told the Board that WSDA has a clean bill of financial health. She also said that they currently have a lower cash flow, but in line with normal movement at this point in the fiscal year. She said the WSDA has also spent more in legal expenses recently.

### *Governance and Leadership*

Dr. Hudson went into a review of the Board Self-Assessment with the Board. Dr. de Jesus wanted to praise Mr. Killpack's weekly board updates. Dr. Tremblay thought that further communication with members could help increase the value of being a part of the association to a greater degree.

### *Association Programs*

This work group reported on its discussions on the membership model and membership outreach.

## **Advocacy – Election Update**

Mr. Kevin Schilling introduced, recognized and praised Dr. Gibbons for a hard-fought race for the state legislature. Mr. Schilling confirmed State Rep. Caldier made it through to the general election. He also confirmed the WSDA backed candidate for Insurance Commissioner, Patty Kuderer, was the top of a crowded group and made it to the general election.

Mr. Schilling mentioned that primary voters generally selected more radical candidates and that many moderates did want the general election ballots. Mr. Schilling also reported on DentPAC expenditures for the 2024 primary cycle.

Mr. Schilling also discussed progress on the building out the 2025 legislative agenda and preparations for grassroots lobbying during session.

## **BD-33-2024-2025**

### **Appointments to the 2025 Legislative Session Task Force**

Background. Each year, the Board of Directors shall appoint a Legislative Session Task Force (Task Force) to oversee preparations for the upcoming session of the Washington State Legislature. Members of this Task Force shall be nominated and approved by the Board of Directors no later than August 31 of the year prior to the start of the upcoming legislative session. Each year, the Task Force will dissolve after the completion of its assigned legislative session (and subsequent special sessions) and after it has provided recommendations to the Board of Directors for the Association's legislative agenda for the following legislative session.

The 2024 Task Force met several times via Zoom during the 2024 legislative session to discuss legislation of importance and determine the Association's formal position as well as the appropriate level of advocacy needed. Per the Standing Rules, the Task Force met on Friday, April 19, 2024, to discharge its final duties prior to its dissolution. As this is an election year, this meeting also included members of the DentPAC Board and the two groups discussed the importance and intersection between elections and policy priorities.

At the meeting, the Task Force also anticipated topics for the 2025 legislative session and potential policies to address the existing dental benefits challenges and dental workforce shortages in our state. Therefore, the Task Force recommends the following persons be appointed to the 2025 Legislative Session Task Force, with the understanding that additional members may be added following the 2024 House of Delegates or during the 2025 legislative session:

Dr. Brianne Butler  
Dr. Stephen Davis  
Dr. Brittany Dean  
Dr. Christopher Delecki  
Dr. Christopher Dorow  
Dr. Lisa Egbert  
Dr. John Gibbons  
Dr. Emily Hobart  
Dr. Joseph de Jesus  
Dr. Bernard Larson  
Dr. Aimi Mizutani  
Dr. Kim Nordberg  
Dr. Cynthia Pauley  
Dr. Tania Tran  
Dr. Amy Winston

Therefore be it,

RESOLVED, that the Board of Directors appoint the following individuals as members of the 2025 Legislative Session Task Force.

Dr. Brianne Butler  
Dr. Stephen Davis  
Dr. Brittany Dean  
Dr. Christopher Delecki  
Dr. Christopher Dorow  
Dr. Lisa Egbert  
Dr. John Gibbons  
Dr. Emily Hobart  
Dr. Joseph de Jesus  
Dr. Bernard Larson  
Dr. Aimi Mizutani  
Dr. Kim Nordberg  
Dr. Cynthia Pauley

Dr. Tania Tran  
Dr. Amy Winston

end

BD-33 2024/2025 unanimously passed with the following additions to the Legislative Task Force:

- Dr. Nathan Russell
- Dr. Daniel Wilson

### **Regulatory Update & Next Steps with CODA and ADA CERP**

Mr. Killpack provided a brief regulatory update. He also provided an brief overview on issues with CODA and ADA CERP that will be discussed at the ADA House of Delegates. He said he was encouraged by how many states and organizations have started to galvanize around these topics.

The Board then entered an executive session that began at 3:29 p.m. The Board exited executive session at 3:37 p.m.

### **HD-22-2024**

#### **Allowing Foreign Trained Dentists to Become Dental Hygienists**

Background Statement. The following is a resolution on a pathway to dental hygiene licensure for foreign trained dentists, which is currently a licensure pathway option in Florida and Connecticut. There is also an active bill in Massachusetts, backed by the Massachusetts Dental Association, to establish this dental hygiene licensure pathway.

WSDA is aware of interest from some stakeholders in support of this policy concept and anticipates that similar legislation may be introduced during the 2025 legislative session.

The WSDA Board of Directors supports this policy concept and recommends that the 2024 House of Delegates adopts this resolution.

The following report was created by staff for the Board's discussion:

#### Report on Dental Hygiene Licensure for Foreign Trained Dentists

##### Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Florida

In 2001, the state of Florida began allowing dental graduates from non-accredited dental schools to apply for dental hygiene licensure. The Florida Dental Association was unable to provide the context in which this law passed. Currently, the Florida Dental Association is unaware of any malcontent from either dentists or dental hygienists regarding this pathway to dental hygiene licensure.



In addition to the requirements all applicants for dental hygiene licensure must meet, which includes a jurisprudence exam and clinical exam, graduates of a non-accredited dental school must submit the following to the Florida Board of Dentistry (Board) for review:

- Transcripts totaling 4 academic years of postsecondary dental education; and
- A dental school diploma which is comparable to a D.D.S. or D.M.D..

The law offers that applicants who cannot produce the credentials required, as a result of political or other conditions in the country in which the applicant received his or her education, may seek the Board's approval of his or her educational background by submitting other reasonable and reliable evidence. The Board shall not accept other evidence until the applicant has made a reasonable attempt to obtain the credentials required.

In Florida, the Board of Dentistry is comprised of 7 dentists, 2 dental hygienists, and 2 consumer members. According to the Florida Dental Association, anecdotally, applicants taking advantage of this pathway to dental hygiene licensure are most

likely to be located in South Florida. The Board and Florida Dental Association is unaware of the number of dental hygienists licensed via this pathway.

Dental hygienists in Florida must practice under the supervision of a licensed dentist. For additional information, the tasks a dentist may delegate to a dental hygienist can be found in FL rule Chapter 64B5-16.

**Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Connecticut** In 2005, Connecticut passed House Bill 6819, which, among other things, allowed a foreign-trained dentist (DMD or DDS) a pathway to dental hygiene licensure in the state. The bill was backed by the University of Connecticut, and under the language allows a foreign-trained dentist to qualify for a dental hygiene license if they have passed the National Board of Hygiene Exam, a clinical exam (such as CDCA/WREB), AND provided the individual is enrolled in a CODA-accredited dental hygiene program in CT. The individual must also have completed at least one year of clinical training at a Community Health Center affiliated with the dental hygiene program.

According to the American Dental Association, the Connecticut Dental Association has noted that this law has "generally worked well."

In Connecticut, dental hygienists are regulated by the Dental Board. For reference, the scope of practice for dental hygienists in CT can be found under CT law Sec. 20-126l.

**Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Massachusetts**

The Massachusetts Legislature is currently considering a bill to allow foreign-trained dentists a pathway to dental hygiene licensure. This bill was originally introduced independent of the Massachusetts Dental Association (MDA), however; over the past year this piece of legislation has been added to MDA's policy priorities. The

Massachusetts legislative session will run through the 2024 Calendar Year and the MDA President is a vocal supporter of the bill. The bill language is included below:

The board may, without examination upon payment of a fee determined annually by the commissioner of administration under the provision of section three B of chapter seven, register and issue a dental hygienist license to a dentist who has been lawfully in practice for at least five years in another state, country, or province if he presents to the board a certificate of registration and duration of practice from an out-of-state board of dental examiners or other like registration entity of such state, country, or province; provided, that such other jurisdiction shall require a degree of competency as determined by the board equal to that required of applicants in this commonwealth.

According to the MDA, the Massachusetts Dental Hygiene Association has expressed concerns with the bill based on the fact that the proposed legislation does not require applicants to pass an examination.

In Massachusetts, the Dental Board also regulates dental hygiene, and the scope of practice for dental hygienists in MA can be found within the dental rule Chapter 234 CMR 5.00.

Therefore, be it

RESOLVED, that WSDA supports creating a pathway for foreign trained dentists to become licensed dental hygienists in Washington state, provided licensure via this pathway includes passage of appropriate examination(s) and any other qualifications determined by the WSDA Legislative Task Force.

end

HD-22-2024 passed on to the House unanimously by the Board.

### **Climate Commitment Act Member Correspondence**

Discussion began on the Climate Commitment Act Member Correspondence. Mr. Killpack provided an overview of the Association's historical work in development its legislative agenda has well as how other associations do this work. He advised the Board to use caution in deciding to advocate on matters that are not clearly within the parameters of the WSDA's mission and formal legislative agenda. The Board decided not to take any action on the request to participate in the ballot initiative on the Climate Commitment Act.

### **Delta Dental of Washington Member Director Election Update**

Dr. Tremblay, Dr. Buttaro, Dr. Russell, Dr. Dorow and Mr. Killpack recently met to talk more about the process of endorsing member dentists candidates for the DDWA Board.

### **Executive Session: NDA Discussion**

The Board entered an executive session at 4:15 p.m. and exited at 4:31 p.m.

**HD-04-2024**  
**Acceptance of WSDA Independent Accountant's Review**  
**for the Year Ending September 30, 2023**

Background Statement. At least every other year, the WSDA Secretary-Treasurer ensures that the Association undertakes some form of independent audit or financial review, per the bylaws. The last completed review was conducted in 2022 on the financials of the Association's 2021 fiscal year.

A financial statement review is conducted by an independent accountant. The review analyzes whether an organization's financial statements are consistent with standards set by the American Institute of Certified Public Accountants (AICPA). If the accountant identifies any issues with the organization's financials, the review reports any modifications that should be made to the financial statements for them to align with Generally Accepted Accounting Principles (GAAP).

In 2024, Jacobsen Jarvis & CO, PLLC were engaged to conduct an Independent Accountant's Review of the Association's 2023 fiscal year financial reports. The completed review found no material misstatements and no material modifications were recommended.

RESOLVED, that the House of Delegates does accept the independent accountant's review of the Washington State Dental Association for the year ending September 30, 2023, prepared by Jacobsen Jarvis & CO, PLLC, Certified Public Accountants.

Reference the Independent Accountant's Review at:  
[www.wsda.org/member-center/governance/house-of-delegates](http://www.wsda.org/member-center/governance/house-of-delegates)

end

Dr. Aulakh moved HD-04-2024 and Dr. Dorow seconded. It passed unanimously to the House for consideration.

**HD-21-2024**  
**Revisions to the Association's Conflicts of Interest Policy (Bylaws Amendment)**

Background Statement: The Leadership and Governance Board Work Group was tasked by the Board of Directors with reviewing the Association's Conflicts of Interest language in the Bylaws. The following amendment is based upon the review of the Work Group and the Board of Directors' recommendation to the House of Delegates.

Therefore, be it

RESOLVED, that Article IV. Section I of the Bylaws be amended as follows:

I. Conflicts of Interest. ~~A member may not serve as an officer or member of the Board of Directors of the WSDA while serving as a member of the Washington State Dental Quality Assurance Commission. A member of this state Commission may serve~~

~~as a member of a WSDA standing committee or a task force, but shall not participate in matters which are likely to come before the Commission on which he or she serves. Any WSDA officer, Board of Directors member, or member of a standing committee who has a financial interest or other position which gives him or her a stake in the outcome of a particular matter shall disclose the conflict of interest and, if appropriate under the circumstances, shall abstain from participating in the matter under consideration.~~

1. Any WSDA Officer, Board of Directors member, ADA Delegate or Alternate Delegate, WSDA Delegate or Alternate Delegate, or member of a standing committee, task force, or subsidiary board who has a financial interest or other stake in the outcome of a particular matter before the body on which they serve shall disclose it as a potential conflict of interest. It shall be the responsibility of the body, to which the conflict is reported, to determine if a conflict of interest exists and, if a conflict exists, the conditions under which the member with a conflict may or may not participate in the deliberations of the body.

2. A member may not serve on the WSDA Board of Directors while serving as a member of the following entities:

- Washington State Dental Quality Assurance Commission
- Washington State Legislature
- Delta Dental of Washington Member Advisory Panel
- The Board of Directors of any organization affiliated with any Delta Dental
- The Board of Directors of any medical or dental insurance or benefits carrier that operates in the State of Washington
- The Board of Directors of any company that directly competes with a subsidiary of the Washington State Dental Association
- The American Dental Association Board of Trustees

3. The Board of Directors may adopt additional policy related to conflicts of interest in Standing Rule.

end

Dr. Dean suggested making a few amendments to the resolution. These included adding ADA Delegate/Alternate to the first paragraph, striking Delta Dental of Washington Board of Directors, and adding Medical or Dental to the final bullet.

Mr. Aulakh moved to submit the resolution to the House of Delegates, and it was seconded by Dr. Lang. It passed unanimously.

### **Membership Model Update**

Mr. Trotter presented the membership model update and new ADA membership dues. He said that WSDA is still working closely with the ADA and the four other pilot states on the new membership model.

### **Approval of Annual Objectives**

Mr. Killpack opened a discussion about the WSDA Annual Objectives.

Dr. Dean motioned to remove A.O. 5. Dr. Gibbons seconded. 3 in favor, 9 against. Motion fails.

Dr. Hobart asked if A.O. 11 should include the Leadership Institute. Mr. Killpack responded yes.

Mr. Killpack explained that the communication strategy in A.O. 14 will go to the association programs work group. This was moved by Dr. Gibbons and seconded by Dr. Lang. The addition was passed unanimously.

Dr. de Jesus moved to pass the annual objectives, and it was seconded by Dr. Aulakh. The WSDA annual objectives passed unanimously.

### **“Good of the Order”**

Dr. Russell presented WSDA Board of Director’s Service Awards for the following vacating members:

- Dr. John Gibbons
- Dr. Joseph de Jesus
- Dr. Christine Kirchner

Dr. Russell then presented Finnish Chocolate to the Board and staff as a thank you for a wonderful year serving as president.

**Adjournment.** There being no further business, the meeting was adjourned at 5:15 p.m.

Respectfully submitted,

Dr. Nathan Russell, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Harald Hyllseth  
Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies ADA President (if from the Eleventh Trustee District) ; WSDA Attorney; the WSDA House of Delegates

**Board of Directors**  
**Executive Session Meeting**

**Date/Time/Place:** Thursday, August 22, 2024/ 7:00 p.m./ Zoom

**Board Present:**

Dr. Nathan Russell, President  
Dr. Chris Dorow, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. John L. Gibbons, Immediate Past President  
Dr. Puneet Aulakh (2026)  
Dr. Lisa Buttaro (2026)  
Dr. Brittany Dean (2025)  
Dr. Joseph Y. de Jesus (2024)  
Dr. Lisa Egbert (2024)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Christine Kirchner (2024)  
Dr. Melanie Lang (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Daniel Wilson (2025) - Excused  
Dr. Crystal Vo (2024)

**Others Present:**

Bracken Killpack, Executive Director  
Ms. Emily Studebaker, Outside Counsel

Dr. Russell called the meeting to order at 7:03 p.m.

The Board of Directors entered executive session at 7:03 p.m. and exited executive session at 7:48 p.m.

The meeting adjourned at 7:48 p.m.

Respectfully submitted,

Dr. Nathan Russell, President

Attest to:                      Dr. Blake McKinley, Jr.  
   Secretary-Treasurer  
  
   Harald Hyllseth  
   Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies ADA President (if from the Eleventh Trustee District); WSDA Attorney; the WSDA House of Delegates

**MINUTES  
HOUSE OF  
DELEGATES  
WASHINGTON STATE DENTAL ASSOCIATION  
FIRST SESSION  
FRIDAY SEPTEMBER 13, 2024**

Dr. Andrew Sholudko, Speaker of the House, called the 2024 annual meeting of the WSDA House of Delegates to order at 8:35 a.m. at the Historic Davenport Hotel in Spokane, Washington. Dr. Sholudko reminded attendees that business session proceedings would be recorded for the purpose of keeping minutes. He led attendees in the Pledge of Allegiance.

**Memorial Ceremony.** The Ceremony of Roses was held to honor the memory and contributions of those members who died in 2023/2024. The names of those honored are listed below:

**CLARK COUNTY**

Dr. Richard Hanson

**LOWER COLUMBIA**

Dr. Jason Tynkila

**PIERCE COUNTY**

Dr. Ray Wiseman

**SEATTLE-KING COUNTY**

Dr. Charles Bolender

Dr. Dan Middaugh

Dr. Harvey Strand

Dr. Rosemary Warren

**SNOHOMISH COUNTY**

Dr. Russell Barron

Dr. David Lamey

Dr. Desmond Neff

Dr. Eugene Richardson

**SPOKANE DISTRICT**

Dr. John Obde



A moment of silence was observed in memory of the individuals listed above.

Dr. Sholudko then introduced himself and the special guests in attendance/committee members:

WSDA Past Presidents:

Dr. Richard Crinzi  
The Dr. Christopher Delecki  
Dr. Bryan Edgar  
Dr. John Gibbons  
Dr. BJ Larson  
Dr. Lawrence Lawton  
Dr. Mary Smith  
Dr. Ashley Ulmer

WSDA Board of Directors:

Dr. Nathan Russell – President  
Dr. Chris Dorow – President-Elect  
Dr. Blake McKinley – Secretary-Treasurer  
Dr. John Gibbons – Immediate Past President  
Dr. Puneet Aulakh  
Dr. Lisa Buttaro  
Dr. Brittany Dean  
Dr. Joseph de Jesus  
Dr. Lisa Egbert  
Dr. Emily Hobart  
Dr. Kevin Hudson  
Dr. Christine Kirchner  
Dr. Melanie Lang  
Dr. Daniel Tremblay  
Dr. Crystal Vo  
Dr. Daniel Wilson

Committee on Continuing Education:

Dr. Emily Hobart - Chair  
Dr. Imahn Moin - Vice Chair  
Dr. Mandy Alamwala  
Jenine Blondeau, RDH  
Midge Carstensen, RDH  
Dr. John Lo  
Dr. Joseph Luchini  
Dr. Carrie York

Committee on Regulatory Affairs:

Dr. Bryan Edgar - Chair  
Dr. Amy Cook

Dr. Rolf Christensen  
Dr. David Keller  
Dr. Blake McKinley  
Dr. Sue Qian  
Dr. Keyvan Sohrabi

Dental Benefits Committee:

Dr. Mikaely Moore Fujita - Chair  
Dr. Kim Nordberg - Vice Chair  
Dr. Lilo Black  
Dr. John Gibbons  
Dr. Robin Henderson  
Dr. Todd Irwin  
Dr. Ryan Lemke  
Dr. Stacy Sype  
Dr. Danny Tremblay

Nominations Committee:

Dr. John Gibbons - Chair  
Dr. Lisa Buttaro  
Dr. Tofunmi Osudenko  
Dr. Clio Samia-Lindenauer  
Dr. Stephen Rupert  
Dr. Harlyn Susarla  
Dr. Nick Velis

Legislative Session Task Force:

Dr. Cynthia Pauley - Chair  
Dr. Brianne Butler  
Dr. Stephen Davis  
Dr. Brittany Dean  
Dr. Christopher Delecki  
Dr. Chris Dorow  
Dr. John Gibbons  
Dr. Joseph de Jesus  
Dr. Bernard Larson  
Dr. Aimi Mizutani  
Dr. Kim Nordberg  
Dr. Amy Winston

WDIA Board of Directors:

Dr. Lilo Black - President  
Dr. Jaclyn Eliassen  
Dr. Halee Hyatt  
Dr. Bernard Larson  
Dr. Blake McKinley  
Dr. Kim Nordberg  
Dr. Patrick Sharkey

DentPAC Board of Directors:

Dr. Cynthia Pauley - Chair  
Dr. Chris Dorow - Vice Chair  
Dr. Dino Cacchiotti  
Dr. Guillermo Chacon  
Dr. Christine Kirchner  
Dr. John Lo  
Dr. Amy Winston

Diversity, Equity, and Inclusion Work Group:

Dr. Ashley Ulmer - Chair  
Dr. Dennis Bradshaw  
Dr. Brittany Dean  
Dr. Douglass Jackson  
Dr. Joseph de Jesus  
Dr. Harlyn Susarla

WSDA News Editorial Advisory Board:

Dr. Julie Kellogg - Chair  
Dr. John Evans  
Dr. Stephen Lee  
Dr. Jeffrey Parrish

2024-2025 Leadership Institute:

Dr. April Dennison  
Dr. Jiwon Gwak  
Dr. Nojan Karimi  
Dr. Risha Khan  
Dr. Justin Lam  
Dr. Nikole O'Bryan

WSDA Foundation Board of Directors:

Dr. Chris Dorow - Chair  
Dr. Dexter Barnes  
Dr. Guillermo Chacon  
Dr. Robin Henderson  
Dr. Kevin Hudson  
Dr. Ronald Snyder  
Dr. Ashley Ulmer

Component Society Presidents: Dr. Kate Christian

Dr. Keith Gressell  
Dr. Robin Henderson  
Dr. J. Perry Ormiston  
Dr. Stephen Rupert  
Dr. Karen Tritinger-Young

Component Society Executives: Ms. Sandra Anderson

Ms. Tarah Hedman

Mr. Scott Henderson

Ms. Lacy McCormick

Ms. Peggy Stanley

Ms. Cindy Stephen

Other guests introduced: Dr. Fotinos Panagakos, Dean, Pacific Northwest University of Health Sciences, School of Dental Medicine

Dr. Andre Ritter, Dean, University of Washington, School of Dentistry

Dr. John Hisel, American Dental Association 11<sup>th</sup> District Trustee

Ms. Michele Reeder, Senior Vice President, Affiliate Services, American Dental Association

Mr. Allen Shimon, SystemSix

Mr. Chester Baldwin, WSDA Lobbyist

Dr. Elissa Maynard, Candidate for Delta Dental of Washington Board of Directors

Dr. Kim Trieu, Candidate for Delta Dental of Washington Board of Directors

Delta Dental of Washington Member Advisory Pannel

Dr. Chris Dorow acknowledged the WSDA Investment Committee.

**Quorum Report.** Dr. Karbakhsch, Credentials Committee Chair, reported that a quorum was present with 57 of 77 Delegates. The following report indicates attending delegates with alternate delegates notated.

#### **DELEGATES**

This attendance record reflects signatures gathered by the Credentials Committee.

#### **OFFICERS**

Dr. Nathan Russell, President

Dr. Christopher Dorow, President-elect

Dr. Blake McKinley, Secretary-Treasurer

Dr. John Gibbons, Immediate Past President

#### **BENTON-FRANKLIN COUNTIES**

Dr. Lilo Black

Dr. Rolf Wuerch

#### **CLARK COUNTY**

Dr. Ronald Hsu

Dr. Karl Rose

Dr. Daniel Wilson

**GRANT COUNTY**

Dr. Brian Jacobson

**GRAYS HARBOR DISTRICT**

Dr. Stephen Rupert  
Dr. Parker Wood

**KITSAP COUNTY**

Dr. Monica Beringhaus  
Dr. David Houpt  
Dr. Andrew Tellington

**LEWIS COUNTY**

**LOWER COLUMBIA DISTRICT**

**MOUNT BAKER DISTRICT**

Dr. Emily Hobart  
Dr. BJ Larson  
Dr. Patrick Pacyga  
Dr. Courtney Schick

**OLYMPIC PENINSULA**

Dr. Liza Mathias

**PIERCE COUNTY**

Dr. Thomas Gressel  
Dr. Stuart Hersey  
Dr. Minou Karbakhsch  
Dr. Kim Nordberg  
Dr. J. Perry Ormiston

**SEATTLE-KING COUNTY**

Dr. Punitpal Aulakh  
Dr. Patricia Benton  
Dr. Portia Cao  
Dr. Kate Christian  
Dr. Chris Delecki  
Dr. Bryan Edgar  
Dr. Jake Holtzmann

Dr. LeRoy Horton  
Dr. Cristine Kirchner  
Dr. Melanie Lang  
Dr. Ryan Lemke  
Dr. Mikaela Moore-Fujita  
Dr. Nikole O'Bryan  
Dr. Tofunmi Osundeko  
Dr. Stephen Pong  
Dr. Nino Svino  
Dr. Daniel Tremblay  
Dr. Kim Trieu  
Dr. Scott Waletzko  
Dr. Catherine Yeh

**SNOHOMISH COUNTY**

Dr. Kelly Anderson Powell  
Dr. Brittany Dean  
Dr. Aimi Mizutani  
Dr. Thomas Natale  
Dr. Tyler Rumble  
Dr. Crystal Vo

**SPOKANE DISTRICT**

Dr. Amir Ganji  
Dr. Ashley Ulmer  
Dr. Mary Smith

**THURSTON-MASON COUNTIE**

Dr. Caitlin Burelson  
Dr. Joseph de Jesus  
Dr. Elissa Maynard

**WALLA WALLA VALLEY**

Dr. Doug Coe  
Dr. Robin Henderson

**YAKIMA VALLEY**

Dr. Kevin Hudson  
Dr. Karen Tritinger-Young

The Speaker moved HD-01-2023, Re-establishing the “Organization and operation of the House of Delegates” Document – September 2023.

**HD-01-2024**  
**Re-establishing the “Organization and Operation of the House of Delegates”**  
**Document**

Therefore, be it RESOLVED, that the House of Delegates approves the updated version of the “Organization and Operation of the House of Delegates” document.

A Tracked Changes version of the “Organization and Operation of the House of Delegates” document which highlights all proposed changes to the 2024 document is available for reference in [the documents section of wsda.org/HOD](https://wsda.org/HOD).

End

HD-01-2024, Re-establishing the “Organization and Operation of the House of Delegates” Document, was seconded and passed without discussion.

The Speaker moved HD-02-2024, Rules for the House of Delegates – September 2024.

**HD-02-2024**  
**Rules for the House of Delegates – September 2024**

RESOLVED, that the following shall be adopted as the Rules for the House of Delegates at its annual meeting held in Spokane, Washington, September 12-13, 2024:

1. The House of Delegates shall be organized and operated as outlined in the memorandum entitled “Organization and Operation of the House of Delegates” adopted in December 1960 and as amended by HD-01-2024 Re-establishing the “Organization and Operation of the House of Delegates” Document by the House of Delegates.
2. All resolutions and reports mailed to the members of the House of Delegates prior to the annual meeting may be read in part at the time of their introduction in the House, and such reading shall stand for reading the material in full.
3. If desired, at the request of the majority of the members of this House, any material shall be read in part or in full and amended or discussed at the time of the first reading.
4. Resolutions and reports not pertaining to amendments of the Bylaws may be acted upon by the House at the time of the first reading unless the House by majority vote, or the presiding officer, requests that the resolution or report be referred to a reference committee for further study and recommendations back to this House. Candidates for any position to be elected by the House at this meeting shall be ineligible to serve on a reference committee of this House meeting.
5. Except by majority consent of the members of the House of Delegates, debate on either side of a subject by one individual shall be limited to not more than two speeches, neither of which shall exceed five minutes.
6. The agenda for this House shall be the agenda as established by the Rules and Order Committee and submitted to the House of Delegates. New business not previously submitted and placed on the agenda by the Rules and Order

Committee shall be considered only by two-thirds majority consent of the House of Delegates. Any business not receiving such two-thirds majority approval shall be referred to the next session of the House of Delegates by the presiding officer. The Bylaws amendment resolution pertaining to dues, HD-05-2024, and any increases, decreases or other amendments thereof, shall be in order for consideration by this House near the end of its final business session.

7. Voting for elective office will be conducted by electronic ballot. If the number of nominees equals the number of positions to be filled, and there is a difference as to the length of term, delegates shall vote for up to one less than the number of positions to be filled.
8. In the case of an elected office (such as board of directors) where more than one person is to be elected, the candidates receiving the most votes are each elected until the positions are filled, with the prevailing candidate receiving the fewer votes receiving the short term, if one is applicable.

In the event of a tie, necessary to be resolved to complete the election, the run-off election is only among the two or more candidates in the tie. The elected candidate must receive a majority of the votes cast as per WSDA Bylaws Chapter XIV.

9. To expedite the actions of the House, a list of referrals of known business shall be prepared by the Rules and Order Committee prior to the opening of the House of Delegates and presented to the members of the House at their opening session.

end

Dr. de Jesus made a friendly amendment to change the dates from 12-13 to reflect the correct dates of 12-14.

HD-02-2023, Rules for the House of Delegates – September 2023, was seconded and passed by voice vote with the friendly amendment attached.

Dr. Sholudko introduced HD-03-2024, Committees and Parliamentarian for Annual Meeting of House of Delegates - September 2024.

**HD-03-2024**  
**Committees and Parliamentarian for**  
**Annual Meeting of House of Delegates - September 2024**

RESOLVED, that the following appointments by the President are confirmed by the House of Delegates as committees for the annual meeting of the House of Delegates, September 2024:

- A. Credentials Committee** -- Responsible for being present 30 minutes prior to the opening of each session of the House of Delegates, taking roll, verifying alternate delegates, and serving as tellers for all votes:



Dr. Minou Karbakhsch, Chair  
Dr. Douglas Coe  
Dr. Tessa Holmes

**B. Rules and Order Committee** -- Responsible for preparing Agenda and ruling on procedure; will be advised by Parliamentarian:

President, Dr. Nathan Russell, Chair  
President-elect, Dr. Chris Dorow  
Secretary-Treasurer, Dr. Blake McKinley  
Immediate Past President, Dr. John Gibbons  
Speaker of the House, Dr. Andrew Sholudko

RESOLVED, that Dr. Larry Lawton is appointed Parliamentarian for the 2024 House of Delegates.

end

HD-03-2024 Committees and Parliamentarian for Annual Meeting of House of Delegates - September 2024 was seconded and passed by a voice vote.

Dr. Sholudko introduced HD-09-2024, Staff Recognition.

**HD-09-2024**  
**Staff Recognition**

RESOLVED, that the House of Delegates, through resolution, commend and acknowledge the support of the staff of the Association and its component societies on the fifth anniversary of employment and every five years thereafter so long as the staff member is employed by the Association or its component societies;

And be it further

RESOLVED, that the anniversary of employment of staff be recognized at the House of Delegates in the same calendar year as the recognized anniversary;

Therefore, be it

RESOLVED, that the following individuals be recognized for their service at the 2024 House of Delegates:

20 Years:	Peggy Stanley, Kitsap County Dental Society
5 Years:	Nancy Tupper, Mount Baker District Dental Society Emily Wilkinson, Washington Dentists' Insurance Agency

End

HD-09-2024 Staff Recognition was seconded and passed by a voice vote.

Dr. Russell presented the staff recognition awards following the passage of HD-07-2023. He also presented Ms. Stanley with honorary membership to the WSDA for 20 years of service.

Dr. Sholudko introduced HD-10-2024, Nomination for Honorary Membership.

**HD-10-2024**  
**Nomination for Honorary Membership**

Background Statement. With the adoption of HD-10-2015, Recognition of Association and Component Society Staff, the House adopted the following resolution:

RESOLVED, that staff of the Association and its component societies be considered for honorary membership in the Association during the annual session of the House of Delegates which coincides with his or her twentieth year of employment;

Therefore, be it

RESOLVED, that Peggy Stanley, who was hired in 2004 at the Kitsap County Dental Society, after 20 years of service, be awarded honorary membership in the Washington State Dental Association.

end

HD-10-2024 Nomination for Honorary Membership was seconded and passed by a voice vote.

**Minutes.** A motion was made, seconded and unanimously carried adopting the Minutes as published of the House of Delegates, September 22-23, 2023, at the Olive 8 in Seattle, Washington. A motion was made, seconded and unanimously carried accepting the Minutes as published of the Board of Directors' meetings held on the following dates:

1. August 18, 2023
2. September 23, 2023
3. October 27-28, 2023
4. January 4, 2024
5. January 19, 2024
6. March 15, 2024
7. May 17-18, 2024

**Correspondence.** The House of Delegates played ADA President, Dr. Linda Edgar's video that delivered a short message from her addressed to the House of Delegates.

**President Awards.** Dr. Sholudko introduced Dr. Nathan Russell who presented a

Board of Directors service award to Dr. Christine Kirchner and President Awards to Ms. Kerri Seims, Dr. John Gibbons, Mr. Kainoa Trotter, and Mr. Bracken Killpack.

**President's Address.** Dr. Dorow recognized Dr. Russell's service as the outgoing WSDA Board President. Dr. Dorow presented him with an award, an ADA Past President's Pin, and a special, personalized flight jacket as a gift from the Association for his service.

Dr. Russell started his final address by talking about how the most important principle he values in his work is service. He said that dentistry exists to serve patients in the broader community. He stated that the WSDA is dedicated to helping dentists across Washington State be their best possible selves and that he truly believed that if more people saw the board and their members in action, we would have no problem recruiting even more members.

He mentioned how the major successes from WSDA over the past year included the expansion of the dental workforce and exciting plans to come for the 2025 legislative session. He also thanked the PNDC committee for putting together an incredible event in 2024. He mentioned how WDIA also went through a major, but successful transition, to MedPro this year. He thanked the WDIA staff for all their efforts.

Dr. Russell then talked about how ComplyBetter and the new member dues model will hopefully increase membership throughout the state and lower costs for dentists.

In conclusion, he talked about passing on the gavel to Dr. Christopher Dorow, the incoming WSDA Board President. He closed by thanking the association for the opportunity to serve and that he remains loyal to the causes of the WSDA moving forward.

**Address of the Executive Director.** Mr. Bracken Killpack addressed the attendees of the House of Delegates and welcomed them to the event. He took a moment to thank Dr. Russell for his service and partnership in working with each other as the leader of the Board. He also took a moment to thank the Board of Directors for their service and work. He talked about the launch of the membership model and about WDIA taking a chance by leaving their largest line of revenue to partner with MedPro. He expressed how outstanding the new partnership with MedPro has been. He also talked about the revamped WSDA legislative direction and praised Mr. Kevin Schilling and Mr. Chester Baldwin for their work preparing for the upcoming legislative session in Olympia. He is incredibly impressed with how many elected officials and candidates the association has been able to reach out to this year. He said that 2025 is lining up to be the most successful legislative year in WSDA's history.

He then talked about how WSDA and its largest components are struggling to recruit new members to the WSDA, especially as they come out of school. He said WSDA needs to make their membership and their costs more accessible to new, prospective members to successfully recruit them. He specified that WSDA's new membership model will give way to a fresh direction for the association and will target new non-dues revenue to truly make membership more accessible and enticing than ever before. He mentioned new incentives and better packages will be a huge part of the 1.0 version of a better, more effective recruitment model over the

coming years.

He transitioned to talking about WSDA's recent history with Delta Dental of Washington. He mentioned how the association scored a massive win in 2024 by changing the Delta Dental Plans Association national processing policy on radiograph bundling. He said that he believed it to be important to partner with a wide swath of groups, especially groups that WSDA has had historic friction with, if it meant fighting for something that benefited WSDA members. He specified that the MOU with Delta Dental of Washington will not get in the way of the upcoming legislative session goals.

Mr. Killpack then talked about what all WSDA member dentists can do right now to help their fellow members and the association. He said of all the major themes over his ten years as Executive Director, he felt like now more than ever was a time of action. He said the WSDA needed a group of dentists to support direct outreach to non-members and members alike to continue growing support for membership growth and value propositions.

He also said that Ms. Rachal Gunderson really dove into gathering important information and data this past year that WSDA can provide to members that want to help to make outreach to fellow dentists much easier. He talked about how important it is to engage with state legislators from across the state leading up to legislative session in January. He greatly emphasized the importance of Dental Action Day and how there will be more advocacy the association partakes in during this upcoming session.

Mr. Killpack then closed his address by talking about not being one of the people on the sidelines that complain, and how important it is to be people of action. He displayed a Theodore Roosevelt quote about how when you lose, you don't give up.

He thanked everyone for being engaged and for the continued privilege of leading WSDA.

**Reports and Recommendations of the Board of Directors, Committees and Task Forces, except for HD-07-2023, Nominations for Elective Office (Reports and Resolutions will be read by title only, unless there is a request for further reading).** The speaker recommended referral of the Resolutions and Reports set forth in Agenda item 11.

#### Resolutions

HD-04-2024 Acceptance of WSDA Independent Accountant's Review for Year Ending September 30, 2023

HD-05-2024 WSDA 2024/2025 Budget

HD-06-2024 WSDA Dues for 2025 (Bylaw Amendment)

HD-08-2024 Location of 2026 House of Delegates

HD-11-2024 WSDA Legislative Agenda for 2025

HD-12-2024 Regarding Creation of Washington Consolidated Dental Society (WCDS) and Implementation of Component Society Dissolution-Consolidation Process (Bylaw Amendment)

HD-13-2024 Adoption of Initial Articles of Incorporation for Washington Consolidated Dental Society

HD-14-2024 Adoption of Initial Bylaws for Washington Consolidated Dental Society  
HD-15-2024 Reimagining Membership - Establishment of 2025-2027 Membership Model Pilot (Bylaw Amendment)  
HD-16-2024 Reimagining Membership – Provisions of Membership Model Pilot Financially Impacting WSDA Component Societies in the 2025 Membership Year  
HD-17-2024 Reimagining Membership – Membership Payment Policies  
HD-18-2024 Regarding Predoctoral Member Representation at House of Delegates (Articles of Incorporation Amendment)  
HD-19-2024 Dental Wellness Task Force – Future Actions  
HD-20-2024 Director at Large Position

### WSDA Reports

Report of the Task Force on 2024 Legislative Session  
Report of the DentPAC Board of Directors  
Report of the Washington Dentists' Insurance Agency  
Report of the Nominations Committee  
Report of Committee on Continuing Education  
Report of the Diversity, Equity, and Inclusion Work Group  
Report of the Task Force on Recognition  
Report of the Committee on Regulatory Affairs  
Report of the WSDA Membership  
Report of MOU with Delta Dental of Washington  
Report of the Committee on Dental Benefits  
Report of the Task Force on Medicaid Managed Care Transition and Implementation  
Report of the Executive Director (presented at House)  
Report of the President (presented at House)  
Report of the President-elect (presented at House)  
Report of the Secretary-Treasurer (presented at House)

### Other Reports

Report of the University of Washington School of Dentistry  
Report of the Pacific Northwest University Health Sciences, School of Dental Medicine  
Report of the Dental Quality Assurance Commission

A motion was made to introduce and accept all reports and resolutions as set forth in agenda item 11. The motion was seconded and approved by a voice vote.

**Nominations.** The speaker recognized Dr. John Gibbons, Chair of the 2024 Nominations Committee, who moved HD-07-2024, Nominations for Elective Office.

### **HD-07-2024 Nominations for Elective Office**

RESOLVED, that the names listed below shall be placed in nomination for the offices indicated, with the understanding that further nominations may be made from the floor.

**President-elect and ADA Delegate** (one year as President-elect and three years as ADA Delegate)

Dr. Lisa Egbert

**Board of Directors** (five positions total: four positions, three-year terms; one position, two-year term)

Dr. Puneet Aulakh  
Dr. Patricia Benton  
Dr. Ryan Lemke  
Dr. Stephen Rupert  
Dr. Marshall Titus  
Dr. Crystal Vo

**ADA Delegate** (four positions total: three positions, three-year terms; all three of these positions effective January 2025; per WSDA bylaws, every three years, one delegate position will be reserved for a person who has never been elected to the ADA House and has previously served at least one year as a WSDA-appointed alternate delegate, ASDA delegate, or alternate delegate to the ADA House; one position for the 2024 and 2025 ADA Houses of Delegates.)

Due to the staggered start of the terms for the four elected positions (3 positions for ADA HOD 2025, 2026, and 2027 and 1 position for ADA HOD 2024, 2025), one incumbent running that has already been elected as an ADA delegate for 2024 HOD, and the WSDA bylaws requirement to elect a new delegate that meets specific requirements outlined in the bylaws, these four elected positions will be elected on three separate ballots:

ADA Delegate (new delegate designation: 1 position, three-year term: ADA HOD 2025, 2026, 2027)

Dr. Lisa Buttarro (new delegate designation eligible)

ADA Delegate (two positions, three-year term: ADA HOD 2025, 2026, 2027)

Dr. Christopher Delecki  
Dr. Tofunmi Osundeko

ADA Delegate (1 position, two-year term: ADA HOD 2024, 2025)

Dr. Brittany Dean (will be nominated from the floor)

End

HD-07-2024 passed by voice vote.

The speaker then called for additional nominations from the floor for each elective office. Dr. Danny Tremblay moved for Dr. Brittany Dean to be added to the docket as a candidate for ADA Delegate. The speaker announced that nominations would remain open until elections are held during the Second Business Session.

## **No Old Business.**

**New Business.** The speaker called for new business. The Board of Directors has submitted HD-21-2024 Revisions to the Association's Conflicts of Interest Policy (Bylaws Amendment). Dr. Sholudko told the delegates this resolution could be found on WSDA.org under the 2024 HOD page. New business requires a two-thirds vote to be added to the agenda. The speaker called for a motion to consider HD-21-2024. The motion was seconded and approved to be added to the agenda by voice vote.

### **HD-21-2024**

#### **Revisions to the Association's Conflicts of Interest Policy (Bylaws Amendment)**

Background Statement: The Leadership and Governance Board Work Group was tasked by the Board of Directors with reviewing the Association's Conflicts of Interest language in the Bylaws. The following amendment is based upon the review of the Work Group and the Board of Directors' recommendation to the House of Delegates.

Therefore, be it

RESOLVED, that Article IV. Section I of the Bylaws be amended as follows:

I. Conflicts of Interest. ~~A member may not serve as an officer or member of the Board of Directors of the WSDA while serving as a member of the Washington State Dental Quality Assurance Commission. A member of this state Commission may serve as a member of a WSDA standing committee or a task force, but shall not participate in matters which are likely to come before the Commission on which he or she serves. Any WSDA officer, Board of Directors member, or member of a standing committee who has a financial interest or other position which gives him or her a stake in the outcome of a particular matter shall disclose the conflict of interest and, if appropriate under the circumstances, shall abstain from participating in the matter under consideration.~~

1. Any WSDA Officer, Board of Directors member, ADA Delegate or Alternate Delegate, WSDA Delegate or Alternate Delegate, or member of a standing committee, task force, or subsidiary board who has a financial interest or other stake in the outcome of a particular matter before the body on which they serve shall disclose it as a potential conflict of interest. It shall be the responsibility of the body, to which the conflict is reported, to determine if a conflict of interest exists and, if a conflict exists, the conditions under which the member with a conflict may or may not participate in the deliberations of the body.

2. A member may not serve on the WSDA Board of Directors while serving as a member of the following entities:

- Washington State Dental Quality Assurance Commission
- Washington State Legislature
- Delta Dental of Washington Member Advisory Panel
- The Board of Directors of any organization affiliated with any Delta Dental

- The Board of Directors of any medical or dental insurance or benefits carrier that operates in the State of Washington
- The Board of Directors of any company that directly competes with a subsidiary of the Washington State Dental Association
- The American Dental Association Board of Trustees

3. The Board of Directors may adopt additional policy related to conflicts of interest in Standing Rule.

End

The Board of Directors has submitted HD-22-2024 Allowing Foreign Trained Dentists to Become Dental Hygienists. Dr. Sholudko told the delegates this resolution could be found on WSDA.org under the 2024 HOD page. New business requires a two-thirds vote to be added to the agenda. The speaker called for a motion to consider HD-22-2024. The motion was seconded and approved to be added to the agenda by voice vote.

### **HD-22-2024 Allowing Foreign Trained Dentists to Become Dental Hygienists**

Background Statement. The following is a resolution on a pathway to dental hygiene licensure for foreign trained dentists, which is currently a licensure pathway option in Florida and Connecticut. There is also an active bill in Massachusetts, backed by the Massachusetts Dental Association, to establish this dental hygiene licensure pathway.

WSDA is aware of interest from some stakeholders in support of this policy concept and anticipates that similar legislation may be introduced during the 2025 legislative session.

The WSDA Board of Directors supports this policy concept and recommends that the 2024 House of Delegates adopts this resolution.

The following report was created by staff for the Board's discussion:

#### Report on Dental Hygiene Licensure for Foreign Trained Dentists

##### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Florida*

In 2001, the state of Florida began allowing dental graduates from non-accredited dental schools to apply for dental hygiene licensure. The Florida Dental Association was unable to provide the context in which this law passed. Currently, the Florida Dental Association is unaware of any malcontent from either dentists or dental hygienists regarding this pathway to dental hygiene licensure.

In addition to the requirements all applicants for dental hygiene licensure must meet, which includes a jurisprudence exam and clinical exam, graduates of a non-accredited dental school must submit the following to the Florida Board of Dentistry (Board) for review:

- Transcripts totaling 4 academic years of postsecondary dental education; and



- A dental school diploma which is comparable to a D.D.S. or D.M.D..

The law offers that applicants who cannot produce the credentials required, as a result of political or other conditions in the country in which the applicant received his or her education, may seek the Board's approval of his or her educational background by submitting other reasonable and reliable evidence. The Board shall not accept other evidence until the applicant has made a reasonable attempt to obtain the credentials required.

In Florida, the Board of Dentistry is comprised of 7 dentists, 2 dental hygienists, and 2 consumer members. According to the Florida Dental Association, anecdotally, applicants taking advantage of this pathway to dental hygiene licensure are most likely to be located in South Florida. The Board and Florida Dental Association is unaware of the number of dental hygienists licensed via this pathway.

Dental hygienists in Florida must practice under the supervision of a licensed dentist. For additional information, the tasks a dentist may delegate to a dental hygienist can be [found in FL rule Chapter 64B5-16](#).

#### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Connecticut*

In 2005, Connecticut passed [House Bill 6819](#), which, among other things, allowed a foreign-trained dentist (DMD or DDS) a pathway to dental hygiene licensure in the state. The bill was backed by the University of Connecticut, and under the language allows a foreign-trained dentist to qualify for a dental hygiene license if they have passed the National Board of Hygiene Exam, a clinical exam (such as CDCA/WREB), AND provided the individual is enrolled in a CODA-accredited dental hygiene program in CT. The individual must also have completed at least one year of clinical training at a Community Health Center affiliated with the dental hygiene program.

According to the American Dental Association, the Connecticut Dental Association has noted that this law has "generally worked well."

In Connecticut, dental hygienists are regulated by the Dental Board. For reference, the scope of practice for dental hygienists in CT can be found [under CT law Sec. 20-126l](#).

#### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Massachusetts*

The Massachusetts Legislature is currently considering a bill to allow foreign-trained dentists a pathway to dental hygiene licensure. This bill was originally introduced independent of the Massachusetts Dental Association (MDA), however; over the past year this piece of legislation has been added to MDA's policy priorities. The Massachusetts legislative session will run through the 2024 Calendar Year and the MDA President is a vocal supporter of the bill. The bill language is included below:

The board may, without examination upon payment of a fee determined annually by the commissioner of administration under the provision of section three B of chapter seven, register and issue a dental hygienist license to a dentist who has been lawfully in practice for at least five years in another state, country, or province if he presents to the board a certificate of registration and duration of practice from an out-of-state board of dental examiners or other like registration entity of such state, country, or province; provided, that such other

jurisdiction shall require a degree of competency as determined by the board equal to that required of applicants in this commonwealth.

According to the MDA, the Massachusetts Dental Hygiene Association has expressed concerns with the bill based on the fact that the proposed legislation does not require applicants to pass an examination.

In Massachusetts, the Dental Board also regulates dental hygiene, and the scope of practice for dental hygienists in MA can be found [within the dental rule Chapter 234 CMR 5.00](#).

Therefore, be it

RESOLVED, that WSDA supports creating a pathway for foreign trained dentists to become licensed dental hygienists in Washington state, provided licensure via this pathway includes passage of appropriate examination(s) and any other qualifications determined by the WSDA Legislative Task Force.

end

**Announcements.** The speaker provided a friendly reminder that all voting during the second session would require a laptop and the internet. Also encouraged attendees to come with their devices fully charged to avoid any technical problems the following day.

He also let the attendees know that the afternoon work sessions would begin at 1 p.m. along with the rest of the events happening throughout the evening.

He mentioned the 8 a.m. start time for the following day's second session.

Dr. Smith added an announcement about a meeting of the International College of Dentists in the Flower Field Room the following morning.

The Speaker called for a break at 10:06 a.m. and concluded the first morning session.

**MINUTES  
HOUSE OF DELEGATES  
WASHINGTON STATE DENTAL  
ASSOCIATION SECOND SESSION  
SATURDAY SEPTEMBER 14, 2024**

The 2024 annual meeting of the WSDA House of Delegates reconvened Saturday, September 14, 2024, at the Historic Davenport Hotel in Spokane, Washington. The Speaker of the House, Dr. Andrew Sholudko, called the session to order at 8:09 a.m. and led the Pledge of Allegiance.

He also welcomed in past presidents Dr. Dennis Bradshaw and Dr. Rick Crinzi.

**Quorum Report.** Dr. Karbakhsch, Credentials Committee Chair, reported that a quorum was present with 59 of 76 Delegates presenting the following report of

attendance with alternate delegates so indicated. A Quorum was present.

### **DELEGATES**

This attendance record reflects signatures gathered by the Credentials Committee.

### **OFFICERS**

Dr. Nathan Russell, President  
Dr. Christopher Dorow, President-elect  
Dr. Blake McKinley, Secretary-Treasurer  
Dr. John Gibbons, Immediate Past President

### **BENTON-FRANKLIN COUNTIES**

Dr. Lilo Black  
Dr. Rolf Wuerch

### **CLARK COUNTY**

Dr. Ronald Hsu  
Dr. Karl Rose  
Dr. Daniel Wilson

### **GRANT COUNTY**

Dr. Brian Jacobson

### **GRAYS HARBOR DISTRICT**

Dr. Stephen Rupert  
Dr. Parker Wood

### **KITSAP COUNTY**

Dr. Monica Beringhaus  
Dr. David Hought  
Dr. Andrew Tellington

### **LEWIS COUNTY**

### **LOWER COLUMBIA DISTRICT**

Dr. JD Troy

### **MOUNT BAKER DISTRICT**

Dr. Emily Hobart

Dr. BJ Larson  
Dr. Patrick Pacyga  
Dr. Courtney Schick

**OLYMPIC PENINSULA**

Dr. Liza Mathias

**PIERCE COUNTY**

Dr. Thomas Gressel  
Dr. Stuart Hersey  
Dr. Minou Karbakhsch  
Dr. Kim Nordberg  
Dr. J. Perry Ormiston

**SEATTLE-KING COUNTY**

Dr. Punitpal Aulakh  
Dr. Patricia Benton  
Dr. Portia Cao  
Dr. Rick Crinzi  
Dr. Kate Christian  
Dr. Chris Delecki  
Dr. Bryan Edgar  
Dr. Jake Holtzmann  
Dr. LeRoy Horton  
Dr. Cristine Kirchner  
Dr. Melanie Lang  
Dr. Ryan Lemke  
Dr. Mikaely Moore-Fujita  
Dr. Nikole O'Bryan  
Dr. Tofunmi Osundeko  
Dr. Stephen Pong  
Dr. Nino Svino  
Dr. Daniel Tremblay  
Dr. Kim Trieu  
Dr. Scott Waletzko  
Dr. Catherine Yeh

**SNOHOMISH COUNTY**

Dr. Kelly Anderson Powell  
Dr. Brittany Dean  
Dr. Aimi Mizutani  
Dr. Thomas Natale  
Dr. Tyler Rumble  
Dr. Crystal Vo

**SPOKANE DISTRICT**

Dr. Amir Ganji

Dr. Ashley Ulmer  
Dr. Mary Smith

#### **THURSTON-MASON COUNTIE**

Dr. Caitlin Burelson  
Dr. Joseph de Jesus  
Dr. Elissa Maynard

#### **WALLA WALLA VALLEY**

Dr. Doug Coe  
Dr. Robin Henderson

#### **YAKIMA VALLEY**

Dr. Kevin Hudson  
Dr. Karen Tritinger-Young

**Election.** The speaker then referred to HD-07-2024, Nominations for Elective Office, introduced during the First Business Session.

The speaker instructed delegates on how to use ElectionBuddy to vote. Delegates then prepared to hold a test vote.

**President-elect and ADA Delegate.** The speaker called for additional nominations for President-elect and ADA Delegate. Hearing none, nominations were closed, and a unanimous ballot was cast for Dr. Lisa Egbert.

**Board of Directors.** The speaker called for additional nominations for the Board of Directors. Nominations were closed and electronic voting commenced. The House sought to fill five Board positions, four with three-year terms, and one with a two-year term. Delegates were asked to vote for five positions; the three with the highest number receiving the three-year term, and the fifth highest vote getter will serve the two-year term. Once the votes were cast, the Speaker announced the election of Drs. Aulakh, Rupert, and Vo to three-year terms on the Board of Directors.

There was a tie for fourth place between Drs. Benton and Titus.

A second tiebreaking vote was held which also resulted in a tie.

Mr. Killpack announced that the total was now at 60 voters since a few joined the delegation following the original quorum report.

A third tiebreaking vote was held, and it resulted in Dr. Benton receiving a three-year term and Dr. Titus receiving a two-year term on the WSDA Board of Directors.

**ADA Delegate.** The Speaker called for additional nominations for ADA Delegate. Nominations were closed and electronic voting commenced. The House sought to fill three positions each with three-year terms and one position with a two-year term. Delegates were asked to vote for four positions. Once the votes were cast, the Speaker

announced the election of Drs. Buttaro, Delecki, and Osundeko to three-year terms as ADA Delegates and Dr. Dean to a two-year term as ADA Delegate.

### **Address of President-elect.**

Dr. Russell introduced incoming Board president, Dr. Christopher Dorow, for his speech.

Dr. Dorow introduced Dr. Osundeko to speak to the attendees about events that occurred during the previous night's Citizen of the Year dinner.

She spoke about how uncomfortable she and her colleagues felt surrounded by reactions to a specific moment in Dr. Klass' Citizen of the Year presentation. She addressed the crowd and said that she believed it was possible to have these conversations with the wider membership and asked for the opportunity to be better in the future for the sake of inclusion for all WSDA members. She asked the people in attendance to consider how these actions affect others and expressed that she had full belief that the association can be better for it.

Dr. Dorow then began his speech and mentioned how, five years ago, he wouldn't have envisioned Dr. Osundeko's courageous conversation happening in front of the membership. He said that the WSDA should continue to have these conversations in the future and should be able to acknowledge the necessity of change in the association.

He started speaking about his personal history in local and state-wide leadership for dentistry that began at the University of Washington on student council and the first voting student delegate to the WSDA House of Delegates. He provided a bit more historical context of what led him to his present position with the association.

Dr. Dorow talked about how he looks at leadership. He used examples like "how can I do something to make things better."

He expressed that he loves everything about being a dentist and everything about dentistry. He said dentists are scientists, artists, businessman, and sometimes, an emergency repairman. He talked about how oral health practitioners should be compensated handsomely and mentioned corresponding stories like giving an emergency consult in the aisle of the Othello Walmart.

He thanked Dr. Vo, and other members of the current Board, for reminding him about everything he loves about dentistry every time they talk. He said he will be there for people whenever they need him for that exact reason. He said that he's listed in the public phone books, and he will be there for all colleagues in the association to contact at any and all times.

He told attendees that WSDA needs to be a firebird of an organization and not be afraid to break norms that set new standards for the industry. Dr. Dorow talked more about how WSDA is launching ComplyBetter over the weekend and how the association is going to look back at this as a historic moment moving the membership into the future.

He also used current examples of how close the WSDA Board is and why that is important for the organization moving forward. He praised the legislative priorities from the WSDA legislative team and Mr. Schilling, specifying that all members in the crowd should prioritize giving to DentPAC to keep their important work moving. He called the upcoming legislative agenda one of the most important and exciting in the history of WSDA.

He also specified the foundation for dental futures and how that is a great example of a group to provide gifts to.

He laid out the next year as one of the most consequential years the WSDA has had in a while; he knows that the association will lay out new priorities, a fundamentally different membership program, and an exciting staff to lean on. He also talked about how great the incoming WSDA leadership team is and how excited he is to engage with the whole state's membership.

He is excited for the incoming WSDA Board of Directors that he will work with and then honored every single exiting board member, including Dr. Gibbons, Dr. de Jesus, and Dr. Kirchner.

The association then took an opportunity to honor the exiting board members one last time with a standing ovation.

In conclusion, he stated he believes in the cause of dentistry and stays for the people.

**Address of the 11<sup>th</sup> District Trustee.** Mr. Killpack introduced Dr. John Hisel, who addressed the delegation.

He talked about the 11<sup>th</sup> district and how the region is very innovative and leads the way on many national dentistry issues.

He talked about this being a transformative time for the association and expressed the importance behind changing with a purpose. He talked about how the American Dental Association is well positioned financially, but that the current models don't lend themselves to sustained success – the challenge is how does the ADA continue being member driven and how to diversify the income streams beyond just membership dues.

He said they need to start learning business ideas from people like Mr. Killpack and how to drive the income side of things more effectively. Membership couldn't be the only thing that supports the organization moving forward. He warned that the membership "cliff" is coming sooner than later, but that he believed that the group could get membership numbers back up.

He talked about the new generation of dentists and how to engage with them, especially with membership value. He also shared the story of chaotic innovation.

He concluded by sharing his contact information with the crowd.

The speaker and membership took a short break, and then returned to the House of Delegates session at 10:18 a.m.

## RESOLUTIONS.

The speaker moved forward to resolutions on the agenda. He implored the membership to remain on the house floor anytime a vote is taken. He also explained the processes on how to amend upcoming resolutions and how to present those amendments to the membership for a vote.

HD-04-2024 was moved and seconded.

### **HD-04-2024 Acceptance of WSDA Independent Accountant's Review for the Year Ending September 30, 2023**

Background Statement. At least every other year, the WSDA Secretary-Treasurer ensures that the Association undertakes some form of independent audit or financial review, per the bylaws. The last completed review was conducted in 2022 on the financials of the Association's 2021 fiscal year.

A financial statement review is conducted by an independent accountant. The review analyzes whether an organization's financial statements are consistent with standards set by the American Institute of Certified Public Accountants (AICPA). If the accountant identifies any issues with the organization's financials, the review reports any modifications that should be made to the financial statements for them to align with Generally Accepted Accounting Principles (GAAP).

In 2024, Jacobsen Jarvis & CO, PLLC were engaged to conduct an Independent Accountant's Review of the Association's 2023 fiscal year financial reports. The completed review found no material misstatements and no material modifications were recommended.

RESOLVED, that the House of Delegates does accept the independent accountant's review of the Washington State Dental Association for the year ending September 30, 2023, prepared by Jacobsen Jarvis & CO, PLLC, Certified Public Accountants.

Reference the Independent Accountant's Review at:  
[www.wsda.org/member-center/governance/house-of-delegates](http://www.wsda.org/member-center/governance/house-of-delegates)

end

HD-04-2024 passed with a vote of 60 yes, 0 no, and 0 abstaining.

HD-08-2024 was moved and seconded.

### **HD-08-2024 Location of the 2026 House of Delegates**

Background Statement: The House is encouraged to hold the meeting west and east every other year but allowing flexibility should the need arise. Future meetings are contracted as follows:

2025	Tacoma, Marriot Downtown	September 25-27
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Therefore, be it

RESOLVED, that the 2026 WSDA House of Delegates be held in Spokane, Washington, at the Historic Davenport Hotel from September 17-19.

End

HD-08-2024 passed with a vote of 60 yes, 0 no, and 0 abstaining.

HD-11-2024 was moved and seconded.

**HD-11-2024**  
**WSDA Legislative Agenda for 2025**

Therefore, be it

RESOLVED, that notwithstanding the legislative positions and core principles outlined in this legislative agenda, the Association's legislative priorities, which shall supersede and take primacy over all others, are as follows:

1. Legislation that a) improves dental benefits policies and processes negatively impacting patient care or b) reduces detrimental interference of dental benefits carriers in the doctor-patient relationship
2. Legislation that mitigates the severe shortages of dental hygienists and dental assistants in Washington state;

And be it further

RESOLVED, that WSDA supports state revenue policies that are fair to dentistry and opposes tax and fee increases that negatively affect dentistry;

And be it further

RESOLVED, that WSDA supports the preservation and extension of funding for dental Medicaid, dental residency programs, Federally Qualified Health Center dental clinics, loan repayment programs, the RIDE program, and other state funded initiatives that reduce barriers to dental care without compromising patient safety;

And be it further

RESOLVED, that WSDA will oppose enacted or proposed legislation that creates, expands the scope of care, or expands the approved clinical settings for dental therapists, dental hygiene therapists, or any other non-dentist provider that performs irreversible procedures;

And be it further

RESOLVED, that WSDA will oppose any legislation that amends the definition of dentistry found in RCW 18.32.020 (3) to allow non-dentists to own dental practices or otherwise interfere in the doctor-patient relationship;

And be it further

RESOLVED, that WSDA supports reforms to the Medicaid audit process;

And be it further

RESOLVED, that WSDA supports legislation that prioritizes the payment of preventive dental care provided by dentists prior to an individual's deductible being met;

And be it further

RESOLVED, that WSDA supports reforms to dental benefits that will result in better patient care;

And be it further

RESOLVED, that WSDA supports legislation to address the dental workforce shortage crisis in Washington state.

And be it further

RESOLVED, that the WSDA supports legislation that codifies the right of dentists to provide in office membership plans/wellness partnerships to their patients;

And be it further

RESOLVED, that WSDA reaffirms the following policy in determining its annual legislative agenda:

The Legislative Session Task Force, in consultation with the Board of Directors, will apply the following core principles and the existing political climate of the Legislature to any given legislative position to determine its advocacy strategy.

1. It is in the best health and safety interest of the public at large and dental providers.
2. It maintains and protects the diagnostic authority of the dentist.
3. It is cost-effective for the public.
4. It is cost effective for the dental profession.
5. It addresses those in need of dental services and provides adequate reimbursement to the provider of the dental service.
6. It maintains the integrity of the dental delivery system.
7. It maintains that only a dentist can provide irreversible procedures within the scope of their practice.

And be it further

RESOLVED, that the Association supports the following dental workforce initiatives:

Amend RCW 18.260.010 to allow dental assistants to add general supervision to their scope (Gives DQAC rulemaking authority and presents the opportunity to add more than disinfecting operatories and sterilizing equipment).

Amend RCW 18.260.070 to allow EFDAs to disinfect operatories and sterilize equipment under general supervision.

Amend RCW 18.260.040 to allow dental assistants to do the following procedures under close supervision:

- Dental prophylaxis for patients in a healthy oral state including the polishing and scaling of teeth with supragingival, “visible” calculus
- Periodontal probing
- Gross debridement of supragingival, “visible” calculus with a non-invasive ultrasonic device

Require the Dental Quality Assurance Commission to establish criteria for initial training and continuing education requirements for dental assistants who wish to perform the procedures described above under close supervision.

Amend RCW 18.29.190 to include a core hygiene license that does not require hygienists to obtain the required education and training in restorative or anesthesia and nitrous oxide, but rather makes it optional and achievable through endorsement.

And be it further

RESOLVED, that the Association will work to implement the following dental benefit reform legislation.

1. Assignment of Benefits
2. Independent Claims Review
3. Silent PPO Network Rental Affiliated Network Clause Transparency
4. Retroactive Denials-Post Payment Audits
5. Virtual Credit Card
6. Dental Loss Ratio
7. Other Policies that Increase Competition in the Dental Benefits Market and/or increase Patient Choice

And be it further

RESOLVED, that WSDA maintains its support of the following resolutions passed in prior annual sessions of the House of Delegates:

1. HD-10-2014: supporting legislation to merge the current dental hygiene committee with DQAC; opposition of legislation that would create an independent dental hygiene board.
2. HD-17-2014: developing and supporting legislation to revise the definition of dentistry in RCW 18.32.020 subparts (1) and (2) to be consistent with language developed by the ADA.
3. HD-09-2011: expanding the scope of the Expanded Function Dental Auxiliaries (EFDAs) to include supragingival scaling and gross debridement under the direct supervision of a dentist.

end

Dr. Berninghaus asked for clarification on specific funding sources relating to dental therapy and how legislative decision in Olympia would affect that.

Mr. Killpack clarified that WSDA's legislative agenda specifies the organization's goals but specified that the association does not express any opinion about the incoming state budget.

Dr. Delecki added an amendment to add "local anesthesia" back to the legislative agenda.

Dr. Gibbons seconded the amendment to add back "local anesthesia" to line 139 of HD-11-2024 and spoke in favor of the amendment.

Dr. Dean spoke against the amendment because she doesn't believe that leaving this line out of legislative priorities prevents the association from revisiting this in the future.

Dr. Benton spoke against the amendment but asked for clarification about the amendment from Dr. Gibbons.

Dr. Gibbons explained that recently there have been negotiations at the state level about this specific legislative topic. He said it could end up being a big help during the next session.

Dr. Dorow spoke about the difficulties of being involved in the political process.

Dr. Kirchner brought it up that it was important to get this to conversation with state lawmakers.

Dr. Tremblay asked for more clarification from Dr. Gibbons regarding the proposed amendment.

Dr. Gibbons provided more information about why he feels like now is an important time to re-include that language in the legislative agenda.

Mr. Killpack asked Mr. Schilling to provide some clarification. Mr. Schilling talked about a meeting with the chair of the House health care committee. He said that the chair wanted to keep the negotiations on this to stay respectful and balanced between the hygienists and the dentists.

Dr. Edgar spoke in opposition to the amendment.

Mr. Killpack provided more context for Dr. Berninghaus' question.

Dr. Russell called the amendment to a vote.

There was a voice vote to close debate on the proposed amendment.

The amendment was passed with 36 yes, 25 no, and 0 abstaining.

Dr. Hobart recommended to add “with proper training” to the end of line 140. The motion was seconded.

Dr. Smith brought up concerns with the previously mentioned friendly amendment. She introduced a new friendly amendment to include “with appropriate training as determined by the Dental Commission” to the end of line 140.

Dr. Edgar and Dr. Russell spoke in opposition to the friendly amendment.

Mr. Killpack provided more context behind the intention of the legislative priorities.

Dr. Benton spoke in support of the amendment.

Mr. Killpack provided context to explain why the Dental Commission changed its name and current standards of lawmaking in the legislature.

Dr. Delecki spoke against the new amendment on line 106.

The new amendment was called to question and seconded.

The amendment passed.

Dr. Hsu asked for clarification of how the new amended language affects the WSDA legislative priorities. Mr. Killpack assured the delegates that this would have no negative effects on the WSDA legislative priorities.

HD-11-2024, with the amendments, passed with a vote of 55 yes, 4 no, and 0 abstaining.

HD-12-2024 was moved and seconded.

#### **HD-12-2024**

#### **Regarding Creation of Washington Consolidated Dental Society (WCDS) and Implementation of Component Society Dissolution/Consolidation Process (Bylaw Amendment)**

Background Statement. At its 2022 meeting, the House of Delegates adopted HD-14-2022 that established a Task Force on Unstaffed Component Societies. The Task Force submitted HD-13-2023, a resolution and final written report, to the 2023 House of Delegates.

HD-13-2023 charged the Board of Directors with: (1) developing bylaws amendments to create a pathway for the Association’s component societies to legally dissolve their independent structures and become an entity under the umbrella of the Association; (2) reaching out to each component society to determine its interest in opting into this alternative structure; and (3) collaborating with interested component societies to submit bylaws amendments and a proposal for establishing the alternative component society structure to the 2024 House of Delegates.

HD-12-2024, HD-13-2024, and HD-14-2024 serve as the Board of Directors' submission of specific, recommended amendments to Association Bylaws and proposed formation and governance documents for the alternative component society structure being recommended by the Board for adoption at the September 2024 House of Delegates meeting. If these resolutions are adopted, the Association will reach out to each component society to determine its interest in opting into this structure with the intent of making WCDS operational for the 2026 membership year.

The Board of Directors, working primarily through its Governance and Leadership Board Work Group, and legal counsel developed the three resolutions to meet the charge of HD-13-2023. This was done with several parallel goals in mind.

First, the Board of Directors sought to implement an alternative component society structure with a minimum number of changes to the Association's existing Articles, Bylaws, and Standing Rules. Second, the Board of Directors sought to maintain the integrity of the Association's existing component society structure to the extent possible. Third, the Board of Directors looked for a structure that would support consolidation of interested component societies, but also allow for members in a geographic region to reconstitute as an autonomous component society in the future in response to changes in regional demographics or other considerations. Finally, the Board of Directors intended to minimize the administrative burdens for those component societies that decide to dissolve and become part of the alternative structure.

For the sake of consistency with the Association's governance documents, the Board of Directors also developed the initial Articles of Incorporation (HD-13-2024) and Bylaws (HD-14-2024) for the alternative component society for submission to and approval by the House of Delegates.

Therefore be it

RESOLVED, that the WSDA Bylaws be amended to create a new 18th state-wide consolidated component society, the "Washington Consolidated Dental Society" (WCDS) with jurisdiction across all Counties in the State of Washington by amending Article IX.A. of the Bylaws as follows:

A. The Jurisdiction of the Component Societies. The jurisdiction of the component societies shall be as follows:

1. Benton-Franklin Counties Dental Society-Benton and Franklin County.
2. Clark County Dental Society-Clark County and that portion of Skamania County south of 46 N. latitude.
3. Grant County Dental Society-Grant County and that portion of Adams County lying west of 119 degrees latitude.
4. Grays Harbor District Dental Society--Grays Harbor County and Pacific County except the southern and peninsular areas of Pacific County.
5. Kitsap County Dental Society--Kitsap County.

6. Lewis County Dental Society-Lewis County.
7. Lower Columbia District Dental Society-Wahkiakum County, Cowlitz County, and that portion of Skamania County north of 46 N latitude and the southern and peninsular areas of Pacific County.
8. Mount Baker District Dental Society-Whatcom, Skagit, and San Juan Counties, and Island County excepting that portion of Whidbey Island lying south of Greenbank.
9. North Central District Dental Society-Chelan, Okanogan and Douglas Counties.
10. Olympic Peninsula Dental Society-Clallam and Jefferson Counties.
11. Seattle King County Dental Society-King County.
12. Snohomish County Dental Society-Snohomish County and that portion of Whidbey Island lying south of Greenbank.
13. Spokane District Dental Society-Ferry, Stevens, Pend Oreille, Lincoln, Spokane, Adams and Whitman Counties and that portion of Adams County lying east of 119 degrees latitude.
14. Pierce County Dental Society-Pierce County.
15. Thurston Mason Counties Dental Society-Thurston and Mason Counties.
16. Walla Walla Valley Dental Society-Walla Walla, Columbia, Garfield and Asotin Counties.
17. Yakima Valley Dental Society-Yakima, Kittitas, Klickitat Counties.
18. Washington Consolidated Dental Society – all Counties within the State of Washington, as provided for in these Bylaws and Standing Rule.

And, be it further

RESOLVED, that a new section be added to the WSDA Bylaws (Article IX.E.) which establishes the process for creating WCDS:

E. Consolidated Component Society. A consolidated component society with jurisdiction across the entire State of Washington shall be formed by WSDA as a non-profit corporation and application shall be made for the entity's tax-exempt status with the Internal Revenue Service. Articles of Incorporation and Bylaws for such Washington Consolidated Dental Society ("WCDS") shall be drafted and submitted for approval by the House of Delegates.

1. The initial Board of Directors of WCDS shall be appointed by the Board of Directors of WSDA to serve from the date of WCDS' formation until the election of directors by WCDS' members at the first regular meeting of the WCDS membership.

2. Initial funding of WCDS shall be made in part through a one-time five-thousand-dollar (\$5,000.00) contribution to operating capital from WSDA, and in part through payment of initial member dues as described in Article XI.F(4).

3. New members residing in the jurisdiction of a previously dissolved component society shall become members of WCDS.

4. Notwithstanding any contrary provision in Standing Rule, to preserve representation from across the State of Washington, WCDS shall be allocated a minimum of one (1) at-large Delegate to the House of Delegates for each component society dissolved and consolidated in WCDS. For the avoidance of doubt, if four (4) component societies dissolve and consolidate in WCDS, then WCDS shall be allocated a minimum of four (4) at-large delegates. WCDS shall participate in the allocation of the remaining at-large delegates in the same manner as other component societies as provided for in Standing Rule.

And, be it further

RESOLVED, that a new section be added to the WSDA Bylaws (Article IX.F.) which establishes the process for Component Society dissolution and consolidation:

F. Option for Component Society Dissolution and Consolidation. If a component society has difficulty maintaining administrative compliance with its charter, is facing challenges associated with low member census or participation, and/or other matters of concern, such component society may elect to dissolve and transfer its assets and members to WCDS as provided for herein.

1. A component society's election to dissolve and consolidate assets and members in WCDS must satisfy any applicable provisions of the dissolving component society's charter or articles of incorporation and bylaws, and comply with applicable law, including Internal Revenue Service ("IRS") requirements governing the disposition of assets by a tax-exempt entity, if applicable.

2. In addition to meeting the requirements of Article IX(F)(1) above, a component society's election to dissolve and consolidate in WCDS shall be documented in (a) a written recommendation by the component society's leadership, and (b) approval by majority vote of the component society's members participating in a special meeting called for that purpose where a quorum is present. Participation may be in person or through electronic means through which all participants may be heard or hear all other participants.

3. Prior to the effective date of dissolution, a component society must satisfy or make provision to satisfy all then-existing debt, liabilities, and obligations, including without limitation, employment or independent contractor agreements, leases, vendor or supplier contracts, loans, and similar financial or performance obligations. Neither WCDS nor WSDA shall assume or otherwise become obligated for any such debt, liabilities, or obligations.

4. A dissolving component society will pay WCDS an initial per member dues amount, equal to the dissolving component society's member dues for the 2025 membership year, for each member of the dissolving component society that becomes a member of WCDS. The members of a dissolving component society will



become members of WCDS automatically upon dissolution of the original component society. Following dissolution and consolidation, regular member component society dues shall be paid by the individual members in accordance with WSDA Bylaws, Standing Rules, policy, or procedure.

5. Any remaining assets of a dissolving component society, including bank accounts, cash on hand, equipment, and similar tangible items of value, must be transferred by bill of sale or assignment to WCDS upon dissolution of the original component society. Notwithstanding the foregoing, WCDS will account for each dissolved component society's funds separately in the WCDS books of account, excluding only the initial member dues, and will use such funds, if any, for activities and events benefiting the dissolved component society's jurisdiction. The foregoing transfer or assignment of assets and dedicated use of funds by WCDS will be accomplished in a manner consistent with applicable IRS requirements.

6. A dissolving component society will demonstrate its compliance with the foregoing requirements by providing regular updates to the WSDA Board of Directors. WSDA will provide technical support to any dissolving component society in the same manner provided for in Article IX.D of these Bylaws, including assistance with filing dissolution paperwork, notifying the Internal Revenue Service of dissolution and transfer of assets, facilitating membership and asset transfers to WCDS, and other support or administrative services as may be reasonably necessary to accomplish consolidation of a dissolving component society's assets and members in WCDS.

7. All books and records of a dissolving component society shall be transferred to WCDS in the same manner as the transfer of other assets is accomplished. WCDS shall maintain and preserve such records in the same manner that it maintains and preserves its own books and accounts.

8. The dissolution and consolidation of any component society as described herein shall have no effect on the continued existence of any separate foundation or similar separate non-profit organization established by a dissolved component society.  
And, be it further

RESOLVED, that a new section be added to the WSDA Bylaws (Article IX.G.) which establishes the process for reconstituting a dissolved Component Society:

G. Option to Reconstitute a Dissolved Component Society. Members of WCDS who reside in the jurisdiction of one of the seventeen (17) component societies identified in the WSDA Bylaws other than WCDS may determine to reconstitute a previously dissolved component society based on changed circumstances or other considerations, in accordance with the Bylaws of WCDS.

1. The decision to reconstitute a previously dissolved component society shall be documented through approval by majority vote of the WCDS members who reside in the relevant jurisdiction participating at a special meeting called for that purpose where a quorum of such WCDS members is present.

2. The Articles of Incorporation and Bylaws of a reconstituted jurisdiction-based component society must comply with the Association's requirements, including acknowledgement by the WSDA Board of Directors.  
And, be it further

RESOLVED, that the 2026 membership year shall be the first year that the Washington Consolidated Dental Society may be formed.  
And, be it further

RESOLVED, that any Component Society that intends to dissolve and consolidate into the Washington Consolidated Dental Society for the 2026 membership year shall notify WSDA not later than April 1, 2025.

And, be it further

RESOLVED, that prior to transfer of assets or members from any dissolved component society, WSDA shall take all steps necessary and desirable (i) to establish WCDS as a tax-exempt entity, (ii) to file with the Washington Secretary of State, the WCDS Articles of Incorporation as adopted in HD-13-2004, (iii) to obtain and maintain insurance coverage for WCDS operations, including Directors and Officers coverage, (iv) to establish an initial operating budget for WCDS, and (v) to take such other steps as may be necessary to operationalize WCDS.

End

Dr. Berninghaus asked a clarifying question about what financial reimbursement policies would look like if a component chose to reestablish itself. She proposed the following amendment: "The association shall ensure that the WCDS transfers any remaining assets from a previous disillussioned to an appropriately reconstituting component society in a manner consistent with applicable IRS requirements."

Mr. Killpack expressed gratitude for the amendment.

Amendment was seconded.

The amendment passed unanimously via voice vote.

Dr. Troy expressed concern about diluting voting power for small societies and spoke in opposition.

Dr. Ganji spoke in favor of the resolution.

Dr. Hsu asked for some clarification and then spoke in favor of the resolution.

Dr. Berninghaus clarified specific delegate representation from HD-12-2024 in reference to a previous comment made.

Dr. Smith asked a clarifying question about delegate apportionment and Mr. Killpack provided an answer.

HD-12-2024 passed, as amended, with a vote of 57 yes, 3 no, 0 abstaining.

HD-13-2024 was moved and seconded

**HD-13-2024**  
**Adoption of Initial Articles of Incorporation**  
**for Washington Consolidated Dental Society**

Background Statement: The Board of Directors submits the following Articles of Incorporation for the Washington Consolidated Dental Society (WCDS) for approval by the House of Delegates.

These Articles, if adopted, will be submitted with Washington Secretary of State if once WCDS is ready to be formed.

Therefore, be it

RESOLVED, that the House of Delegates adopts the following initial Articles of Incorporation for the Washington Consolidated Dental Society:

**ARTICLES OF INCORPORATION**  
**OF**  
**WASHINGTON CONSOLIDATED DENTAL SOCIETY**

The undersigned, acting as the incorporator of a corporation under the provisions of the Washington Nonprofit Corporation Act (Chapter 24.03A of the Revised Code of Washington) (the “Act”), hereby signs and verifies the following Articles of Incorporation for such corporation.

**ARTICLE I**  
**NAME**

The name of the corporation shall be “Washington Consolidated Dental Society” (hereinafter referred to as the “Corporation”).

**ARTICLE II**  
**DURATION**

The Corporation shall have perpetual existence.

### **ARTICLE III PURPOSES AND POWERS**

**Section 1. Purposes.** The Corporation is an association of persons having a common interest and not engaging in a regular business of the kind ordinarily carried on for profit, organized as a business league within the meaning of Sections 501(a) and 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"). Specifically, the Corporation shall exist to bring into one compact society the members of the dental profession in the State of Washington and to unite with similar societies within Washington as constituent parts of the Washington State Dental Association, with a view to:

- A. the extension of dental knowledge and to the advancement of dental science;
- B. the elevation of the standard of dental education and the enactment and enforcement of just dental laws;
- C. the promotion of friendly intercourse among dentists and the liberal exchange of their opinions and experiences;
- D. the enlightenment and direction of public opinion in regard to the problems of dentistry so that the profession shall become more capable and honorable within itself and more useful to the public in the prevention and cure of disease and in the prolonging and adding comfort to life; and
- E. taking such action as may be desirable or necessary to carry into effect all the foregoing purposes.

**Section 2. Powers.** In general, and subject to such limitations and conditions as are or may be prescribed by law, the Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes set forth above or are necessary or incidental to the powers so conferred or are conducive to the attainment of the Corporation's purposes.

### **ARTICLE IV LIMITATIONS**

**Section 1. Consistent with Limitations of Section 501(c)(6).** Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal and state income taxes under Section 501(c)(6) of the Code or the corresponding provision of any future United States internal revenue law.

**Section 2. Political Activity.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise permitted to an organization described in Section 501(c)(6) of the Code or the corresponding provision of any future United States internal revenue law.

**Section 3. No Inurement to Private Persons.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable, to its members, directors,

officers, or other private persons, except that the Corporation is authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

## **ARTICLE V MEMBERS**

The qualification of members, if any, the application process, the property, voting and other rights and privileges of members and their liability for dues and assessments, and the method of collection thereof, shall be set forth in the Bylaws.

## **ARTICLE VI MANAGEMENT**

The management of the Corporation shall be vested in a board of directors. The board of directors shall be comprised of the three (3) elective officers of the Corporation, namely the President, President-Elect, and Secretary/Treasurer, and such other at-large directors elected by the membership as provided for in the Bylaws of the Corporation. The Executive Director, if any, shall serve as an *ex officio* non-voting member of the board of directors. The powers and duties, qualifications, and terms of officers and the board of directors, manner of election, and time and place of meetings, shall be prescribed in the Bylaws of the Corporation. The initial board of directors of the Corporation shall be three (3) individuals appointed by the Washington State Dental Association to serve until the first membership meeting and election. The names and addresses of the persons who are to serve as the initial directors of the Corporation are as follows:

Name	Address
[ ]	[ ]
[ ]	[ ]
[ ]	[ ]

## **ARTICLE VII OFFICER AND DIRECTOR LIABILITY LIMITATIONS**

No officer or director of the Corporation shall be personally liable to the Corporation for monetary damages for conduct as an officer or a director, unless such conduct involves (a) intentional misconduct or a knowing violation of law by the officer or director, (b) a violation of RCW 24.03A.590 or RCW 24.03A.495, as applicable, or (c) any transaction from which the officer or director will personally receive a benefit in money, property or services to which the officer or director is not legally entitled. If the Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of officers and/or directors, then the liability of an officer and/or director shall be deemed eliminated or limited to the full extent permitted by the Act, as so amended. Any repeal or modification of this Article shall not adversely affect any right or protection of an officer or director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such officer or director occurring prior to such repeal or modification. For purposes of this Article, all individuals elected or appointed as officers of the Corporation shall be entitled to

protection as “officers” under this provision and all individuals elected to serve on the board of directors of the Corporation shall be entitled to protection as “directors” under this provision.

## **ARTICLE VIII INDEMNIFICATION**

Upon determination of the board of directors in each instance, the Corporation shall have the power and authority to indemnify, including advancing reasonable expenses to, any director or officer of the Corporation made or threatened to be made a party to any suit or legal proceeding by reason of the fact that they are or were a director or officer of the Corporation, or arising out of their activities undertaken on behalf of the Corporation, except that such indemnity shall not apply on account of:

- (a) Acts or omissions of an officer or director finally adjudged to be intentional misconduct or a knowing violation of law;
- (b) Conduct of an officer or director finally adjudged to be in violation of RCW 24.03A.590 or RCW 24.03A.495, respectively; or
- (c) Any transaction with respect to which it was finally adjudged that such officer or director personally received a benefit in money, property, or services to which the officer or director was not legally entitled.

This indemnity shall continue after a person has ceased to be a director or officer of the Corporation and may inure to the benefit of the heirs, executors, and administrators of such a person. For purposes of this Article, all individuals elected or appointed as officers of the Corporation shall be entitled to protection as “officers” under this provision and all individuals elected to serve on the board of directors shall be entitled to protection as “directors” under this provision.

## **ARTICLE IX BYLAWS**

Bylaws of the Corporation shall be adopted by the incorporators and may be amended as provided for therein, so long as such Bylaws or amendments are not inconsistent with the provisions of these Articles, the Act, or the Articles of Incorporation, Bylaws and Standing Rules of the Washington State Dental Association.

## **ARTICLE X ADDRESS OF REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation shall be 126 N.W. Canal Street, Suite 300, Seattle, Washington 98107. The name of the initial registered agent of the Corporation at such address shall be Bracken Killpack, Executive Director of the Washington State Dental Association.

## **ARTICLE XI DISSOLUTION**

No member, director or officer shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation, or the winding up of its

affairs. Upon the winding up or dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization or organizations recognized as exempt under Section 501(c)(3) or 501(c)(6) of the Code, or the corresponding provision of any future United States internal revenue law, and used exclusively to accomplish the purposes for which this Corporation is organized.

## **ARTICLE XII INCORPORATOR**

The name and address of the incorporator of the Corporation is as follows:

Washington State Dental Association  
By its Executive Director, Bracken Killpack  
126 N.W. Canal Street, Suite 300  
Seattle, WA 98107

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 202x.

\_\_\_\_\_  
Bracken Killpack, Executive Director  
Washington State Dental Association  
126 N.W. Canal Street, Suite 300  
Seattle, WA 98107

end

HD-13-2024 was passed unanimously by a voice vote.

HD-14-2024 was motioned and seconded.

### **HD-14-2024 Adoption of Initial Bylaws for Washington Consolidated Dental Society**

Background Statement: The Board of Directors submits the following Bylaws for the Washington Consolidated Dental Society (WCDS) for approval by the House of Delegates.

Therefore, be it

RESOLVED, that the House of Delegates adopts the following initial Bylaws for the Washington Consolidated Dental Society:

### **BYLAWS OF WASHINGTON CONSOLIDATED DENTAL SOCIETY**

## **CHAPTER I - MEMBERSHIP**

**Section 1. ELIGIBILITY FOR MEMBERSHIP.** Membership in the Washington Consolidated Dental Society (herein, the “Society”) is limited to individuals who reside in the State of Washington in a jurisdiction that does not have a legally organized component society of the Washington State Dental Association (“WSDA”) as such jurisdictions are defined geographically in Article IX of the Bylaws of WSDA, as in effect from time to time. Individuals residing in a jurisdiction where the component society’s membership has elected to dissolve, but such process is not complete, are also eligible for membership in the Society.

**Section 2. CATEGORIES OF MEMBERSHIP.** The categories of membership in the Society are:

A. **ACTIVE MEMBER.** Every dentist who meets the requirements for active membership in WSDA shall be eligible for active membership in the Society. An active member in good standing shall be entitled to all the rights and privileges of membership including, but not limited to, the right to vote, hold office, attend all meetings of the Society, and to receive the Society’s communications.

B. **ACTIVE LIFE MEMBER.** An active member of the Society who meets the requirements to be an active life member of WSDA shall be eligible for active life membership in the Society. An active life member in good standing shall be entitled to all the rights and privileges of an active member and such additional privileges as the Society may make available to life members from time to time.

C. **RETIRED MEMBER.** An active member of the Society who meets the requirements to be a retired member of WSDA shall be eligible for retired membership in the Society. A retired member in good standing shall be entitled to all the rights and privileges of an active member.

D. **RETIRED LIFE MEMBER.** An active member of the Society who meets the requirements to be a retired life member of WSDA shall be eligible for retired life membership in the Society. A retired member in good standing shall be entitled to all the rights and privileges of an active member and such additional privileges as the Society may make available to life members from time to time.

E. **HONORARY MEMBER.** Any person who has rendered outstanding service to the dental profession or to the Society or has made a valuable contribution to the science of dentistry is eligible for honorary membership in this Society. Honorary members of WSDA are also eligible for honorary membership in the Society. An honorary member shall be entitled to all the rights and privileges of an active member except the right to vote or hold office. An honorary member shall be exempt from the payment of all dues.

F. **ASSOCIATE MEMBER.** A person who meets the requirements to be an associate member of WSDA shall be eligible for associate membership in the Society. An associate member in good standing shall receive the Society’s communications and may attend meetings as may be authorized from time to time by the Board of Directors but shall not have the right to vote or hold office.

The above membership categories shall be distinguished and apply as defined in the WSDA Bylaws and Standing Rules, as in effect from time to time. In the event



WSDA eliminates, modifies, or pilots a membership category or the qualifications of any membership category, those shall also apply to membership in this Society.

### **Section 3. MEMBERSHIP APPLICATION AND ELECTION PROCESS.**

A. DENTIST MEMBERSHIP. The Society will process membership applications expeditiously as follows:

1. A completed application for membership shall be submitted to the Secretary/Treasurer of the Society.

2. If the applicant is a Washington licensed dentist and has no pending disciplinary action, the applicant shall promptly be notified by WSDA that he or she is a pending member with access to all benefits of membership. The Society's Board of Directors has a period of thirty days to review the application. If the application is not rejected by the Society's Board of Directors within the thirty-day period, it shall be deemed accepted. The applicant is then a member in good standing (subject to payment of dues and other such obligations).

3. If the applicant has a pending disciplinary action, the applicant shall be referred to the Society's Board of Directors for consideration.

4. If the Board of Directors recommends membership application be denied, the applicant will be given written notice of the denial and the reasons for the rejection of the application. When making decisions on whether to reject membership, the Society's Board of Directors shall consider the following criteria developed by the Washington State Dental Association:

- If the Dental Quality Assurance Commission has revoked the applicant's license, the Board must wait one calendar year after the Dental Quality Assurance Commission grants an initial license or reissues a license before considering their application for membership.
- If an applicant has multiple Dental Quality Assurance Commission actions on their license, consideration for membership will be on a case-by-case basis.
- If an applicant has been charged with a felony, consideration for membership will be on a case-by-case basis.

B. HONORARY MEMBERSHIP. Persons eligible for honorary membership may be admitted by majority vote of the Society members participating at any regular meeting.

C. APPEAL OF MEMBERSHIP DENIAL. If an application for membership is denied, the applicant may request a hearing with the Society's Board of Directors. Following such a request, the Board of Directors shall review the membership decision with authority to change the result of the prior decision.

1. A membership applicant hearing is informal. Neither the applicant nor the Society will be represented by counsel. The applicant will be offered an opportunity to present their position but will not be permitted to question members of the Board of Directors.

2. If the applicant does not appear at the scheduled hearing, the Board of Directors may decide the matter in the applicant's absence. If the applicant provides good cause for failing to appear at a scheduled hearing, the Board of Directors will afford the applicant a second hearing. In the event the applicant does not attend the second scheduled hearing, the original decision of the Board of Directors to deny the application will stand.

3. An applicant whose membership application has been denied by the Society after a hearing under this Section 3(c), may appeal that decision to the WSDA Board of Directors (or an appeal panel the WSDA Board designates to hear the appeal). Such appeals must be filed within thirty (30) days of the applicant's receipt of notice that the application was denied after hearing. Appeals to WSDA are subject to all WSDA processes and requirements.

4. The membership applicant hearing and appeal rights do not apply to a decision by the Society's membership to not elect an honorary member.

D. SPECIAL SITUATIONS PERTAINING TO MEMBERSHIP. Special situations pertaining to membership shall be processed and resolved in the manner prescribed in the WSDA Bylaws and Standing Rules, or as determined by the Board of Directors of the Society in a manner consistent with such requirements. Special situations pertaining to membership governed by this Section include disability of a member, a member's call to active duty, and a member's change of location. A member may submit a written request for the Board of Director's consideration under this section. Such request should be submitted to the Secretary/Treasurer of the Society. The Society will provide the member with written notice of the Board of Directors' decision on the request.

E. MEMBER "IN GOOD STANDING". A member of this Society whose dues are paid current shall be "in good standing"; *provided that*, a member engaged in practice, to remain in good standing, is required to satisfy all applicable state licensing and continuing education requirements. In addition, a member that has agreed to participate in peer review established by this Society or WSDA is required to cooperate and comply with all decisions resulting from the peer review process in order to remain in good standing.

#### **Section 4. SUSPENSION OR REVOCATION AND LOSS OF MEMBERSHIP.**

A. LOSS OF LICENSE. A member whose license to practice dentistry in the State of Washington has been suspended or revoked shall automatically have their membership in the Society suspended or revoked in accordance with the WSDA Bylaws and Standing Rules as in effect from time to time.

B. DISCIPLINARY SUSPENSION. A member subject to disciplinary suspension by the Society or WSDA for less than one (1) year is not entitled to vote on any matter or to hold elected or appointed office for the duration of the suspension.

C. REVOCATION. A member subject to disciplinary suspension by the Society or WSDA for a period of one (1) year or longer shall have all membership in this Society revoked.

D. RESIGNATION. When a member resigns or otherwise terminates or loses their membership in this Society, they shall thereby forfeit all rights and privileges of membership in this Society.

E. REINSTATEMENT OF MEMBERSHIP. A member who has lost membership due to loss of license, disciplinary suspension, resignation or otherwise, may reapply for membership in accordance with Chapter 1, Section 3 of these Bylaws, subject to all eligibility requirements set forth herein.

## **Section 5. DISCIPLINE AND EXPULSION OF MEMBERS.**

A. REASONS FOR DISCIPLINARY ACTION. A member may be disciplined by the Society for: (1) conviction of any felony; (2) violation of the Washington Dental Practice Act or any successor thereto; (3) violation of any uniform code of professional conduct applicable to the member's practice; and/or (4) violation of any code of ethics, bylaws, or standing rule made applicable to Society members by these Bylaws, including those of this Society, the WSDA, and the American Dental Association.

B. FORMS OF DISCIPLINE. Discipline may include censure, probation, suspension, or expulsion, which may include preclusion of future membership for a stated period of time, or for life.

### **C. DISCIPLINARY PROCEDURE.**

1. The Board of Directors may initiate a disciplinary investigation on its own or because of a complaint received. The investigation will be conducted by one (1) or two (2) Society members appointed by the Board of Directors. The investigators will be selected in a manner to minimize the risk of actual bias or the appearance of potential bias.

2. If the investigators determine it is probable that a violation or unprofessional or unethical conduct occurred, the investigators will prepare and submit a written report to the Board of Directors stating in ordinary and concise language the acts or conduct identified that support a finding of probable violation or unprofessional or unethical conduct.

3. Based on the investigators' report, the Board of Directors may initiate a disciplinary proceeding by appointing a panel of three (3) Society members to conduct a disciplinary hearing. The panel members shall be selected in a manner to minimize the risk of actual bias or the appearance of potential bias. One panel member shall be designated as the panel Chair.

4. The Board of Directors will notify the member accused of a violation or of unprofessional or unethical conduct of its decision to initiate a disciplinary proceeding following investigation. Such notice shall be delivered by certified mail to the member's last known address within a reasonable time after the Board of Directors appoints the disciplinary panel.

5. The Society may engage an attorney to present the Society's position at the disciplinary proceeding at the Society's sole cost and expense. The member may also be represented by an attorney at the disciplinary proceeding at the member's sole cost and expense.

6. A disciplinary proceeding shall follow the hearing scheduling and evidentiary procedures established by the WSDA as in effect from time to time. The member and their attorney, if applicable, shall be entitled to receive a copy of the hearing procedures in writing with the notice described above.

7. The panel shall consider and make its decision and set forth the penalty to be imposed, if any, in writing within a reasonable time following the disciplinary hearing, but in all cases no more than sixty (60) days following the end of the hearing. A vote of two thirds (2/3) of the members on the panel shall be required to censure, place on probation (with defined requirements), suspend, or expel a member. No panel member who has not participated in the entire hearing may vote on the matter. The panel's decision shall be filed with the Board of Directors and copies thereof shall be served on the member in the manner provided above for giving notice.

D. APPEALS PROCEDURE. A member may appeal a disciplinary decision of the Society by delivering written notice to the WSDA President within thirty (30) calendar days of receipt of the Society's written decision. Such appeals are subject to all WSDA processes and requirements.

E. RESTORATION OF MEMBERSHIP.

1. A member who has been censured, placed on probation, or suspended by action of the Society shall have their membership and all applicable privileges restored at the end of the term of censure, probation, or suspension.

2. A member who has been expelled may reapply for membership in accordance with Chapter 1, Section 3 of these Bylaws, subject to all eligibility requirements set forth herein.

## **Section 6. DUES.**

A. DUES.

1. The Board of Directors shall determine the amount of annual active membership dues of this Society, subject to any requirements of WSDA. Dues shall be discounted for categories of members in the same manner as such discounts are applied to categories of members by WSDA, if any. In establishing the dollar rate of dues expressed as a percentage of active member dues, computations resulting in fractions of a dollar shall be rounded up to the next whole dollar.

2. Membership dues shall be due January 1 of each year for all members. Those members elected to membership in this Society after July 1, except for those whose membership has lapsed for failure to pay the current year's dues, shall pay fifty percent (50%) of the current year's dues, and those elected after October 1 shall pay twenty-five percent (25%) of the current year's dues for their membership category.

3. Dues shall be paid in the same manner as dues are paid to WSDA and in accordance with WSDA policy.

B. SPECIAL CIRCUMSTANCES. A member may request deferral (through a payment plan) or waiver of member dues in the event of special circumstances or significant financial hardship that prohibits them from payment of the full dues. Such requests shall be submitted to the Secretary/Treasurer for consideration by the Board of Directors at its next regular meeting.

C. LOSS OF MEMBERSHIP AND REINSTATEMENT.

1. A member whose dues have not been paid by March 31 of the current year shall automatically cease to be a member of this Society.

2. A member that has lost membership for failure to timely pay their annual dues will be automatically reinstated as a member upon payment of all dues then owed to the Society.

**Section 7. LEGISLATIVE BODY.** The legislative, governing and policy making body of the Society shall be its voting members meeting in general session.

**Section 8. MEETINGS OF MEMBERS.**

A. REGULAR MEETINGS. The regular meetings of the general membership of the Society shall be held on the dates and at the times established by the Board of Directors and published in notice sent to all members at least ten (10) days and not more than sixty (60) days before the first meeting of each calendar year.

B. ANNUAL MEETING. The last meeting of the calendar year will be the annual meeting at which time the officers of the Society shall be elected.

C. PARTICIPATION AND ACTION. Participation in member meetings may be in person or through electronic means through which all participants may be heard and hear all other participants. The Society shall establish and maintain means for electronic participation at all member meetings. Except as otherwise provided in the Articles, these Bylaws or applicable law, the members shall act by majority vote of the members participating in a meeting where quorum is present.

D. QUORUM. Participation of one-fifth (1/5) of the voting members of the Society shall be necessary to constitute a quorum for the transaction of business at any meeting of the membership.

E. SPECIAL MEETING TO RECONSTITUTE DISSOLVED COMPONENT SOCIETY.

1. At any time, at least twenty (20) members who collectively reside in the jurisdiction of one of the seventeen (17) component societies identified in the WSDA Bylaws may call a special meeting to consider whether to reconstitute such dissolved component society as permitted by Article IX, Section G of the WSDA Bylaws.

2. Notice of the special meeting shall be sent by WCDS to all affected members at least ten (10) days and not more than sixty (60) days before the special meeting.

3. Participation, action, and quorum shall be as provided for in this Section 8.

4. A member's decision to participate in the call of a special meeting under this section or in the effort to reconstitute a dissolved component society as provided for herein shall not diminish or alter in any way such member's rights or obligations as a member of WCDS and may not be used as a basis to discipline or discriminate against such member in any manner.

5. If the members participating in a special meeting called under this section elect to reconstitute the dissolved society, those members shall rely on WSDA staff for assistance and WCDS shall have no obligation to provide financial or other support for such efforts. Once a dissolved component society is reconstituted, all members residing in that jurisdiction shall automatically become members of such component society and their membership in WCDS shall end.

## **CHAPTER II – BOARD OF DIRECTORS**

**Section 1. POWERS.** The Board of Directors shall be the managing body of this Society vested with full power to conduct all business of the Society subject to the Act and other applicable law, the Articles of Incorporation, and the Bylaws of this Society.

### **Section 2. COMPOSITION.**

A. All elective members of the Board of Directors must be voting members of the Society.

B. The Board of Directors shall consist of:

1. The elective officers of the Society: the President, the President-Elect, and the Secretary/Treasurer.

2. Up to five (5) at-large directors, including at least one (1) at-large director residing in each of the jurisdictions (as defined in Article IX(A) of the WSDA Bylaws) of the component societies that are consolidated in this Society. The directors elected to the Board of Directors under this Section 2(B)(2) shall be in addition to any elective or appointed officers from the same jurisdiction also serving on the Board of Directors.

3. The appointed Executive Director of the Society, if any, shall participate as a non-voting director.

**Section 3. AT-LARGE DIRECTOR ELECTIONS AND TERM OF OFFICE.** The nomination and election of at-large directors from the consolidated component society jurisdictions (as described in Section 2(B)(2) above) shall be held at the annual membership meeting at the end of each calendar year. The term of office of these directors shall be one (1) year. Terms shall begin on January 1 and end on December 31 of each year, or when their successor(s) are elected and begin their term(s), or until removal or resignation, whichever occurs first.

### **Section 4. MEETINGS.**

A. **SCHEDULE AND CALL.** The Board of Directors shall determine its regular meeting dates, time, and place by resolution. Regular meetings shall be held on the days and at the times as determined by the Board of Directors and may be held immediately before or after regular meetings of the members. Special meetings of the Board of Directors shall be held whenever called by the President or by three (3) or more directors.

B. **PARTICIPATION.** Participation in Board of Director meetings may be in person or through electronic means through which all participants may be heard and hear all other participants. The Society shall establish and maintain means for electronic participation at all Board of Director meetings. Members of the Board of Directors may not act by proxy on any matter.

C. **QUORUM.** A majority of the Board of Directors participating at a meeting shall be necessary to constitute a quorum for the transaction of business.

## **CHAPTER III - OFFICERS**

### **Section 1. TYPE, TERM, VACANCIES.**

A. ELECTIVE OFFICERS. The elective officers of this Society shall be the President, President-Elect, and Secretary/Treasurer. The elective officers shall be nominated by the Board of Directors and elected by the membership at its annual meeting.

B. APPOINTED OFFICERS. The appointed officers of this Society shall be the Delegate(s) to the WSDA House of Delegates and the Executive Director, if any. The Board of Directors shall appoint the Society's Delegate(s) and the Society's Executive Director, if any.

C. ELIGIBILITY. No person shall be nominated or elected to the office of President, President-Elect, or Secretary/Treasurer, or appointed as a Delegate who has not been a member of the Society for the preceding two (2) consecutive years.

D. TERM OF OFFICE. The term of office for all elective and appointed officers shall be one (1) year. All officer terms shall begin on January 1, and end on December 31, or when the officer(s)' successor(s) are elected or appointed and begin their term(s), or until an officer's removal or resignation, whichever occurs first. No elective officer shall serve more than two (2) consecutive terms in office.

E. VACANCIES. Vacancies in any of the elective or appointed offices shall be filled by appointment by the Board of Directors for the remainder of the vacant term. If the office of the President becomes vacant, the Executive Council shall seek to fill the vacancy first by offering it to the President-Elect. If the office of President-Elect becomes vacant, it shall remain vacant and the office of the President for the succeeding year shall be filled by an election at the annual meeting.

F. MULTIPLE OFFICES. An officer of this Society may hold more than one office in this Society at the same time, except that the offices of President and Secretary/Treasurer may not be held by the same person.

## **Section 2. ELECTIVE OFFICERS.**

A. NOMINATIONS FOR ELECTIVE OFFICE. The Board of Directors shall present its elective officer nominations to the Society members in writing at least one month prior to the annual meeting and officer elections.

B. ELECTION. For elective offices, a majority vote of the members participating in the meeting is required to elect an officer.



### **Section 3. APPOINTMENT OF DELEGATES.**

A. NOMINATION. The Board of Directors, or a committee thereof, shall identify and nominate for appointment as this Society's Delegate(s) to the WSDA House of Delegates at least one candidate who resides in each of the jurisdictions (as defined in Article IX(A) of the WSDA Bylaws) of the component societies consolidated in this Society.

B. APPOINTMENT. At a meeting held within sixty (60) days of notice from WSDA of the number of delegates allocated to the Society, and in all cases at least thirty (30) days prior to the Board of Director's last meeting of each calendar year, the Board of Directors shall consider the candidates and appoint by majority vote the Society's Delegate(s) for a one (1), two (2), or three (3) year term starting the following January 1.

C. REPRESENTATION. The Board of Directors shall appoint a Delegate who resides in each of the jurisdictions (as defined in Article IX(A) of the WSDA Bylaws) of the component societies that are consolidated in this Society. If the number of Delegate(s) allocated by WSDA to the Society is more than the number of component society jurisdictions consolidated in the Society, the Board of Directors shall appoint additional Delegate(s) from the consolidated jurisdiction(s) in proportion to the number of Society members residing in each consolidated jurisdiction.

**Section 4. OFFICER DUTIES.** The elective and appointed officers of the Society shall perform the duties set forth herein, and other such duties as may be delegated to them by the Board of Directors from time to time, in accordance with applicable law.

A. PRESIDENT. It shall be the duty of the President to:

1. Direct the business of the Society.
2. Serve as the chair and preside at all meetings of the membership.
3. Serve as an *ex-officio* member of any committees created by the Board of Directors.
4. Appoint the chair and members of any committees created by the Board of Directors.
5. Serve as official representative of this Society in its contacts with governmental, civic, business, and professional organizations for the purpose of advancing the objectives and policies of this Society.
6. Submit regular reports to the members and the Board of Directors regarding Society business.
7. Supervise all activities of this Society's central office and the Executive Director, if any.
8. Perform other duties as may be provided in these Bylaws.

B. PRESIDENT-ELECT. It shall be to duty of the President-elect to:

1. Assist the President as requested.
2. Act in the absence of the President.
3. Be acquainted with the duties of the President and assume that office one (1) year after election.
4. Succeed to the office of President in case of removal, resignation, or death of the President while in office.

C. SECRETARY/TREASURER. It shall be the duty of the Secretary/Treasurer to:

1. Supervise the collection and banking of all monies of the Society, the disbursement of which shall be by check (paper or bank) or electronic funds transfer.
2. Assist the Board of Directors with development of an annual budget for the Society and obtain approval of the Board of Directors for payment of any non-budgeted expense.
3. Supervise correspondence and membership records of the Society.
4. Maintain separate accounting records for dissolved component society funds as required by Chapter VII, Section D of these Bylaws.
5. Serve *ex-officio* on any committees, without the right to vote, and keep the minutes of all meetings.

D. DELEGATES TO WSDA HOUSE OF DELEGATES. The Delegate(s) shall represent the Society at the annual WSDA House of Delegates meeting. The Delegate(s) shall determine, insofar as possible, the desires and opinions of the members of the Society in order to conduct the business of WSDA intelligently as it relates to the Society. The Delegate(s) shall report to the members of the Society at the next regular membership meeting following the House of Delegates meeting, the proceedings of that body.

E. EXECUTIVE DIRECTOR. If the Society's Board of Directors appoints an Executive Director, the Executive Director shall work under the control of the Board of Directors and under the direct supervision of the President. It shall be the duty of the Executive Director to:

1. Manage the central office of the Society, including the hiring and discharging of employees of said office, if any.
2. Assist the Board of Directors in all of its activities, including the preparation of the annual budget.
3. Coordinate and assist any committees in their work.
4. Administer all business of the Society.
5. Present to the Board of Directors regularly and immediately prior to the annual membership meeting a report of the state of the Society and the activities of the Executive Director over the past month or year, as applicable.

6. Serve as an *ex-officio* member of the Board of Directors, without the right to vote.

## **CHAPTER IV - COMMITTEES**

**Section 1. COMMITTEES.** The Board of Directors shall determine whether to create such committees as may be necessary or advisable to assist and support the completion of the Board's work in a timely manner.

**Section 2. GENERAL.**

A. MEMBERS. All committees shall be composed of voting members in good standing appointed by the President.

B. CHAIR. The chair of a committee shall be appointed by the President for a term of up to one (1) year. Chairs shall not serve in that position for more than two (2) successive years.

C. PARTICIPATION. Participation in committee meetings may be in person or through electronic means through which all participants may be heard and hear all other participants. The Society shall establish and maintain means for electronic participation at all committee meetings.

D. QUORUM. A majority of the members of a committee shall constitute a quorum.

## **CHAPTER V - PEER REVIEW**

As described in the WSDA Bylaws, as in effect from time to time, once a member agrees to participate in the peer review process, the member must comply with the requirements and outcomes thereof. Peer review conducted by the Society shall be constituted and performed consistent with the WSDA Peer Review Procedure Manual.

## **CHAPTER VI - CODE OF ETHICS**

The standards set forth in the American Dental Association Principles of Ethics are hereby adopted and incorporated as the code of ethics of this Society, as supplemented and interpreted by this Society. Such standards shall govern the conduct of the members in their relation to each other, the Society, and to the public.

## **CHAPTER VII - MISCELLANEOUS**

A. CONFLICT. No provision in these Bylaws shall conflict with or limit the Constitution and Bylaws of the American Dental Association or the Articles of Incorporation, Bylaws, or Standing Rules of the Washington State Dental Association.

B. FISCAL YEAR. The fiscal year of this Society shall begin on the first day of January and end on the last day of December in each year.

C. INDEMNIFICATION.

1. Determination. When an officer or director is entitled to indemnification under the Articles of Incorporation of the Society or applicable law, it shall only be made after a determination that it is permissible under the circumstances. This determination shall be made:

- a By the Board of Directors, by a majority vote of a quorum consisting of directors who are not parties to such proceeding at the time; or
- b If such a quorum cannot be obtained, then by a majority vote of the elective officers, duly designated to act in the matter, consisting solely of two (2) or more officers who are not parties to such proceedings at the time; or
- c In a written opinion by legal counsel at the request of the Board of Directors.

2. Reasonableness of Expenses. When applicable, a determination as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is permissible.

3. Non-exclusivity of Rights. When applicable, the right to indemnification and the payment of reasonable expenses incurred in defending a proceeding in advance of its final disposition shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, Bylaws, agreement, vote of members, if any, or disinterested directors or otherwise.

4. Insurance, Contracts and Funding. The Society may obtain and maintain insurance at its expense to protect itself and any director, officer, employee, or agent of the Society against any expense, liability, or loss, whether or not the Society would have the power to indemnify such persons against such expense, liability or loss under Washington law, as applied to nonprofit corporations. The Society may, without further membership action, enter into contracts with any director or officer of the Society in furtherance of the provisions of this Chapter and may create a trust fund, grant a security interest, or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided in the Articles of Incorporation and these Bylaws.

D. **SEPARATE ACCOUNTING**. Notwithstanding any provision to the contrary herein, the Society shall account separately for the funds of each dissolved and consolidated component society that were transferred to the Society as part of the consolidation process, if any, excluding only the initial member dues paid by each dissolved and consolidated component society to WCDS. WCDS will use such funds for activities and events benefiting the dissolved component society's jurisdiction. The foregoing dedicated use of funds by WCDS will be accomplished in a manner consistent with applicable Internal Revenue Code requirements.

## **CHAPTER VIII - RULES OF ORDER**

The rules contained in the current edition of *The Standard Code of Parliamentary Procedure* by Alice Sturgis shall govern the deliberations of this Society in all cases in

which they are applicable and not in conflict with the Articles of Incorporation or these Bylaws.

## **CHAPTER IX - CONSTRUCTION**

Where the context or construction requires, all titles and personal pronouns used in the Bylaws, whether used in the masculine, feminine or neutral gender, shall include all genders.

## **CHAPTER X - AMENDMENTS**

These Bylaws may be amended or repealed by majority vote of the members participating at the annual meeting or at a special meeting called for that purpose, a quorum being present, *provided that*, notices setting forth the contemplated changes have been mailed to the membership at least thirty (30) days prior to the voting date.

The foregoing bylaws were adopted this 14th day of September, 2024, by the WSDA House of Delegates.

end

HD-14-2024 was passed unanimously by voice vote.

HD-15-2024 was motioned and seconded.

### **HD-15-2024**

#### **Reimagining Membership: Establishment of 2025-2027 Membership Model Pilot (Bylaw Amendment)**

Background Statement. The 2023 House of Delegates adopted HD-10-2023 Reimagining Association Membership, which charged the WSDA Board of Directors and the Association with the following directives related to reimagining membership:

- Developing Bylaws Amendments to create a tiered membership structure for WSDA and its Component Societies.
- Developing a road map for increasing sustainable sources of non-dues revenue that can be utilized by the Association and its Component Societies to decrease dependence on dues revenue.
- Supporting the American Dental Association in the development of a national tiered membership structure and shall consider aligning the implementation of a state-based model with one adopted by the ADA.

The Association has been actively working on both the development of a new state and local membership model as well as the national membership model framework.

The American Dental Association (ADA) has launched a three-year membership model pilot that is in alignment with HD-10-2023. The WSDA Board of Directors has authorized the Association to join the ADA's pilot program starting with the 2025 membership cycle. The Board is requesting that the House of Delegates amend the Bylaws to provide governance flexibility for the membership model pilot for three membership years (2025-2027). This flexibility will allow WSDA to quickly iterate on the model as it is implemented.

The Board is requesting that the House of Delegates establish a precedent that changes which would financially impact WSDA's component societies cannot be enacted without approval of the House of Delegates. The Board believes that the House, as a body derived from the component societies, is best positioned to authorize pilot requirements with a financial impact on component societies.

BD-22-2023/2024 outlines the elements of the membership model pilot for the 2025 membership year as approved by the Board. The Board shall adopt additions or modifications to these elements for the 2026 and 2027 membership years by board resolution.

Therefore be it,

RESOLVED, that the following language be added before Article I. of the Bylaws:

Notwithstanding any provision in these Bylaws, the Board of Directors is authorized to implement a membership model pilot, in collaboration with the American Dental Association and WSDA's Component Societies, for the membership years of 2025, 2026, and 2027 that does not conform with Articles I., II., and IX. of these Bylaws. The Board of Directors must submit provisions of the membership model pilot that will financially impact WSDA's Component Societies to the House of Delegates for its approval prior to implementation. The Board of Directors will submit a report to the House of Delegates annually, reporting on the operation of the membership model pilot, and any findings and conclusions resulting from the operation of the pilot.

end

Dr. Natale proposed an amendment to the end: "We, the delegates of the Washington State Dental Association, reserve the right to cancel "reimagining membership program," also know as HD-15-2024 at each successive HOD meeting in 2025 and 2026."

Motioned seconded.

He expressed his concerns with how long the reimagining membership pilot would take. He is opposed to the resolution without the amendment.

Dr. Smith speaks in opposition to the amendment.

Dr. Natale expressed concern with length of the program and uncertainty with what will happen during that time.

Dr. Hisel addressed some of the concerns and explained how pilot programs operate at the ADA level.

Mr. Killpack clarified that the WSDA, up to this point, didn't have policies on pilot projects. That is why this resolution was put forward.

Dr. Dean clarified that the House is the ultimate decision-making body and is speaking in opposition to the amendment.

Dr. Hsu asked to clarify if the amendment was unnecessary due to the House already being capable of reconsidering previous legislation.

Dr. Holtzman spoke in opposition to the amendment and wanted to express support for the overall membership pilot.

The HD-15-2024 amendment was called to question and seconded.

Debate on the amendment was closed by a voice vote.

The amendment failed by voice vote.

HD-15-2024 passed unanimously by voice vote.

HD-16-2024 was motioned and seconded.

#### **HD-16-2024**

#### **Reimagining Membership: Provisions of Membership Model Pilot Financially Impacting WSDA Component Societies in the 2025 Membership Year**

Background Statement. The 2023 House of Delegates adopted HD-10-2023 Reimagining Association Membership, which charged the WSDA Board of Directors and the Association with the following directives related to reimagining membership:

- Developing Bylaws Amendments to create a tiered membership structure for WSDA and its Component Societies.
- Developing a road map for increasing sustainable sources of non-dues revenue that can be utilized by the Association and its Component Societies to decrease dependence on dues revenue.
- Supporting the American Dental Association in the development of a national tiered membership structure and shall consider aligning the implementation of a state-based model with one adopted by the ADA.

HD-15-2024 Reimagining Membership: Establishment of 2025-2027 Membership Model Pilot, as presented to the 2024 House of Delegates, provides the Association with flexibility in implementing the 2025-2027 pilot that is aligned with HD-10-2023. Furthermore, HD-15-2024 requires the House of Delegates to approve provisions of the membership model pilot that will financially impact WSDA's Component Societies. This resolution, HD-16-2024, requests House of Delegates approval for the pilot provisions that will have a financial impact on Component Societies in the 2025 membership year.

[BD-22-2023/2024 \(available for reference in the documents section of \[wsda.org/HOD\]\(https://wsda.org/HOD\)\)](#) outlines the provisions of the entire membership model pilot for the 2025 membership year as approved by the Board. The provisions that will financially impact WSDA Component Societies are as follows:

- The Board is requesting that the House of Delegates require WSDA Component Societies keep its base membership rate for the 2025 membership year the same as its base rate for the 2024 membership year.
- WSDA is seeking to pilot a tripartite (local, state, national) membership rate of no more than \$37 per month (\$444 annual) for “Early Career” members (defined by the Board as less than six years from completing dental education). The Board is requesting that the House of Delegates cap component society membership for this membership type at \$150 for the 2025 membership year.
- WSDA will eliminate its discount of 50% off WSDA membership for “Active Life” members for the duration of the membership model pilot. The Board is requesting that the House of Delegates require WSDA Component Societies to mirror this approach.
- WSDA will implement a \$0 membership rate for all members that are retired regardless of “Life” status. The Board is requesting that the House of Delegates require WSDA Component Societies to mirror this approach.

Therefore be it,

RESOLVED, that the House of Delegates requires WSDA Component Societies to keep their base membership rates for the 2025 membership year the same as their base rate for the 2024 membership year, unless otherwise specified in this resolution;

And be it further

RESOLVED, that the House of Delegates requires WSDA Component Societies, for the 2025 membership year, to cap membership for its members designated by the WSDA Board of Directors as “Early Career Dentists” as follows:

- The membership rate for members up to 1.5 years out of dental education, as defined by the WSDA Board of Directors, is \$0.
- The membership rate for all other members less than six years out of dental education, as defined by the WSDA Board of Directors, is capped at \$150. Component Societies whose membership rate is less than \$150 shall keep their membership rate unchanged.



And be it further

RESOLVED, that the House of Delegates requires WSDA Component Societies, for the 2025 membership year, to eliminate any membership discount for members with an “Active Life” designation, as defined by the WSDA Board of Directors.

And be it further

RESOLVED, that the House of Delegates requires WSDA Component Societies, for the 2025 membership year, to set a membership rate of \$0 for all members that are retired, as defined by the WSDA Board of Directors.

And be it further

RESOLVED, that WSDA shall provide financial support to its Component Societies for participating in the membership model pilot using the following methodology:

- At the conclusion of the 2024 membership year, WSDA will provide each Component Society with a report on its revenue from 2024 membership, broken down by quarter.
- On a quarterly basis in 2025, WSDA will run a comparison report for each Component Society which shows membership revenue by quarter for both the 2024 and 2025 membership years.
- In the event that 2025 revenue is less than 2024 revenue for the quarter, WSDA shall pay the Component Society an amount equal to the difference between 2024 and 2025 revenue.
- At the end of the 2025 membership year, WSDA shall reconcile the quarterly reports with a year-end report. In the event that WSDA has contributed more than the amount necessary to make 2025 membership revenue equal to 2024 membership revenue, WSDA shall work with the Component Society to develop a payment plan for returning any excess contribution.

end

HD-16-2024 passed unanimously by a voice vote.

HD-17-2024 was motioned and seconded.

### **HD-17-2024**

#### **Reimagining Membership: Membership Payment Policies**

Background Statement. The 2023 House of Delegates adopted HD-10-2023 Reimagining Association Membership, which charged the WSDA Board of Directors and the Association with the following directives related to reimagining membership:

- Developing Bylaws Amendments to create a tiered membership structure for WSDA and its Component Societies.

- Developing a road map for increasing sustainable sources of non-dues revenue that can be utilized by the Association and its Component Societies to decrease dependence on dues revenue.
- Supporting the American Dental Association in the development of a national tiered membership structure and shall consider aligning the implementation of a state-based model with one adopted by the ADA.

[BD-22-2023/2024](#) (available for reference in the documents section of [wsda.org/HOD](http://wsda.org/HOD)) outlines the provisions of the entire membership model pilot for the 2025 membership year as approved by the Board.

The Board is requesting that the House of Delegates affirm payment policies for the membership model pilot.

Therefore be it,

RESOLVED, that the House of Delegates affirms the following payment policies for the 2025-2027 membership model pilot:

- Membership rates will no longer be referred to as “dues”. Membership rates will be marketed primarily in monthly amounts.
- Starting with the 2025 membership year, WSDA will no longer charge a fee to members that pay for membership in monthly installments.
- Members will be required to pay for membership electronically, as defined by the WSDA Board of Directors, in order to purchase optional packages or to be eligible for select membership rate discounts, as defined by the WSDA Board of Directors.
- Starting with the 2025 membership year, membership will be presented electronically as auto-renewing in 2026 and future membership years. Members will be given appropriate electronic communication, as defined by the WSDA Board of Directors, prior to charging members for membership in future years.
- WSDA will continue to mail paper membership invoices but will encourage members to go online to determine if they are eligible for membership rate discounts or to purchase optional packages.

end

HD-17-2024 was passed unanimously by a voice vote.

HD-18-2024 was motioned and seconded.

#### **HD-18-2024**

#### **Regarding Predoctoral Member Representation at House of Delegates (Articles of Incorporation Amendment)**

Background Statement: Starting as soon as 2025, the State of Washington will have more than one dental school. In preparation for this event, the Board of Directors is recommending that the House of Delegates amend the Association’s Articles of Incorporation to allow for predoctoral representation for all in-state dental schools.

The Board of Directors recommends that the references to the third dental student be removed from the Articles as reimbursement policy is most appropriately outlined in the Association's Standing Rules. If HD-18-2024 is enacted, the Board of Directors will amend the Standing Rules to reflect the deleted language related to reimbursement policy.

In addition, the House Delegates is encouraged to eliminate references to the Vice President role (now assumed by the President-elect) that may create the impression that the WSDA Board has 17 directors instead of 16 directors.

Therefore be it,

RESOLVED that ARTICLE IV of the Articles of Incorporation be amended as follows:

### **MANAGEMENT**

(As amended, 4-2-57, 12-3-60, 12-3-66, 12-2-72, 12-6-80, 12-4-82, 9-21-85, 9-18-93, 9-7-96, 9-16-00, 9-22-01, 9-17-05, 9-15-12, 7-27-20, 9-14-24)

Except as provided by law, the affairs of this corporation shall be managed and the corporate powers of the corporation shall be exercised by its House of Delegates and its Board of Directors, which may act through and by means of its officers.

The officers of the Association shall be a President, a President-elect, a Vice President, a Secretary-Treasurer, who shall be elected from the membership of this Association, and the Immediate Past President. The President, President-elect, the Vice President and the Immediate Past President shall serve a term of one administrative year or until their successors are elected and installed. Beginning October 1, 2014, the President-elect shall also be the Vice President. The separate office of Vice President is then eliminated. The term of office of the Secretary-Treasurer shall be for three years or until their successor is elected and installed. The Secretary-Treasurer may be reelected, but shall not serve more than two consecutive terms. Serving out an unexpired term does not count towards this limitation.

There shall be a governing and administrative body in this corporation to be known as the House of Delegates, which shall have a minimum of seventy-seven voting members and shall consist of the President, the President-elect, the Immediate Past President, ~~the Vice President~~, the Secretary-Treasurer, the delegates elected by the component societies, and two ~~undergraduate~~ predoctoral dental students from each dental school headquartered in the State of Washington as selected by the respective students of each dental school through a process determined by the aforementioned students. ~~the first and second ASDA delegates elected annually by University of Washington dental student members of the Washington Chapter of ASDA. A third ASDA member from the sophomore class will attend the meeting of the House of Delegates and that member will be reimbursed for his or her lodging.~~

Each component society shall be entitled to one delegate in the House of Delegates; the remaining delegates shall be apportioned among the component societies in proportion to the number of their members holding active and life membership in the Washington State Dental Association. The number of delegates to which each society is entitled shall be computed annually as of January 1 for each year. Once all the remaining at-large delegates have been apportioned, any dental society left with only a single delegate will be allowed one additional delegate for that year only.

During the interim between meetings of the House of Delegates, necessary business of the corporation shall be transacted by a Board of Directors consisting of the President, President-elect, Immediate Past President, ~~Vice President~~, Secretary-Treasurer and twelve additional members elected by the House of Delegates. The twelve additional members shall serve a term of three years or until their successors are elected and installed. The twelve additional members shall be elected on a staggered basis. No member shall be eligible to serve more than two consecutive terms as an elected member of the Board of Directors except where the initial service is a shortened term to facilitate transition to orderly rotation or for the purpose of filling an unexpired term. After three years off the Board of Directors, the member may be eligible again.

end

Dr. Karbakhsch provided an amendment to remove the language relating to “vice presidents.”

Dr. Tremblay asked a clarifying question about tax language and Mr. Killpack provided an answer.

The amendment passed by a voice vote.

Dr. Smith asked a question about dates relating to the opening of in-state dental schools and Mr. Killpack provided clarification.

HD-18-2024 passed by a vote of 59 yes, 0 no, 0 abstain.

HD-19-2024 motioned and seconded.

#### **HD-19-2024**

##### **Dental Wellness Task Force – Future Actions**

Background Statement: In 2024, the WSDA convened its first Dental Wellness Task Force to explore how the association can further support its members’ mental and physical health. According to a report published by the American Dental Association, “the [percentage] of dentists diagnosed with anxiety more than tripled in 2021 compared to 2003” (2021 Dentist Health and Well-Being Survey Report). Many factors, including the COVID-19 pandemic, rising costs of operation, and extreme difficulties with work-life balance, have greatly impacted WSDA members’ well-being. WSDA members, like many dentists, are also weary of receiving support from external mental health service providers under the fear of retaliation or their practice being impacted by unfair discrimination for seeking help.

In 2023, the ADA House of Delegates passed *Resolution 517H-2023 Preventing Unfair Discrimination* to address many of these issues. ADA also has mental health services

offered to ADA members including a Well-Being Index ([ada.org/well-beingindex](https://ada.org/well-beingindex)), dentist well-being program directors, and an after-suicide postvention toolkit.

It is the WSDA's intention to provide expanded services to its members that go beyond what is already offered through an ADA membership. This task force has deemed that providing anonymous mental wellness sessions with a secure provider is the first wellness project WSDA will create for its members.

Therefore, be it

RESOLVED, that WSDA allocates \$40,000 in the 2024/25 budget for supporting the wellness of its members across the state,

And be it further,

RESOLVED, that the dental wellness task force and WSDA staff will continue to meet into the 2024/25 fiscal year to work on expanding wellness services to WSDA members,

And be it further,

RESOLVED that the task force will work with WSDA staff to find a provider and develop a mental wellness system that members can access with ease,

And be it further,

RESOLVED, that the allocated budget for this task force be spent on providing free mental wellness therapy sessions for members (initially on a first-come first-serve basis) that secures the anonymity of dentists that elect to use the prospective services,

And be it further,

RESOLVED that the task force will directly communicate with members regarding pertinent project updates and an accurate timeline for the mental wellness program roll-out.

End

Dr. Gibbons spoke to the background of how this resolution came to fruition.

HD-19-2024 passed unanimously by voice vote.

HD-20-2024 was motioned and seconded.

**HD-20-2024**  
**Director at Large Position**

Background Statement. There has been an ongoing desire within the Washington State Dental Association by its leaders, delegates, and members to increase engagement with young doctors and encourage them to step into leadership roles. However, accomplishing this has posed a challenge. Young doctors typically have not

had the time to engage, network and build relationships within the profession and with the Delegates who are responsible for electing new Directors. In the past, capable young doctors have been passed over for Board of Director positions because of the challenges of getting elected at the House of Delegates. This resolution is modeled after a program that the British Columbia Dental Association implemented in 2009 which has mitigated the above mentioned challenges and has successfully identified young leaders and have benefitted from their talents. This resolution is beneficial to all component societies.

Therefore, be it RESOLVED, that a two (2) year Director at Large position be established and appointed by the Board of Directors. An application and interview are required. The Director at Large must have graduated from a CODA accredited program within the past 7 years, be licensed to practice dentistry in the State of Washington without any restrictions, and be a member of the Washington State Dental Association.

end

Dr. Smith motioned to referred HD-20-2024 back to the WSDA Committee (work group) and have a written statement prepared for the next House of Delegates. Motion was seconded.

Dr. Russell spoke in opposition of the motion.

Dr. Smith provided context to her original motion.

HD-20-2024 was referred to committee (task force) by a vote of 42 yes, 18 no, 0 abstain.

HD-21-2024 motioned and seconded.

#### **HD-21-2024**

##### **Revisions to the Association's Conflicts of Interest Policy (Bylaws Amendment)**

Background Statement: The Leadership and Governance Board Work Group was tasked by the Board of Directors with reviewing the Association's Conflicts of Interest language in the Bylaws. The following amendment is based upon the review of the Work Group and the Board of Directors' recommendation to the House of Delegates.

Therefore, be it

RESOLVED, that Article IV. Section I of the Bylaws be amended as follows:

I. Conflicts of Interest. ~~A member may not serve as an officer or member of the Board of Directors of the WSDA while serving as a member of the Washington State Dental Quality Assurance Commission. A member of this state Commission may serve as a member of a WSDA standing committee or a task force, but shall not participate in matters which are likely to come before the Commission on which he or she serves. Any WSDA officer, Board of Directors member, or member of a standing committee who has a financial interest or other position which gives him or her a stake in the~~

~~outcome of a particular matter shall disclose the conflict of interest and, if appropriate under the circumstances, shall abstain from participating in the matter under consideration.~~

1. Any WSDA Officer, Board of Directors member, ADA Delegate or Alternate Delegate, WSDA Delegate or Alternate Delegate, or member of a standing committee, task force, or subsidiary board who has a financial interest or other stake in the outcome of a particular matter before the body on which they serve shall disclose it as a potential conflict of interest. It shall be the responsibility of the body, to which the conflict is reported, to determine if a conflict of interest exists and, if a conflict exists, the conditions under which the member with a conflict may or may not participate in the deliberations of the body.

2. A member may not serve on the WSDA Board of Directors while serving as a member of the following entities:

- Washington State Dental Quality Assurance Commission
- Washington State Legislature
- Delta Dental of Washington Member Advisory Panel
- The Board of Directors of any organization affiliated with any Delta Dental
- The Board of Directors of any medical or dental insurance or benefits carrier that operates in the State of Washington
- The Board of Directors of any company that directly competes with a subsidiary of the Washington State Dental Association
- The American Dental Association Board of Trustees

3. The Board of Directors may adopt additional policy related to conflicts of interest in Standing Rule.

End

HD-21-2024 passed unanimously by voice vote.

There was a note to replace DQAC with Dental Commission.

HD-22-2024 was motioned and seconded.

### **HD-22-2024** **Allowing Foreign Trained Dentists to Become Dental Hygienists**

Background Statement. The following is a resolution on a pathway to dental hygiene licensure for foreign trained dentists, which is currently a licensure pathway option in Florida and Connecticut. There is also an active bill in Massachusetts, backed by the Massachusetts Dental Association, to establish this dental hygiene licensure pathway.

WSDA is aware of interest from some stakeholders in support of this policy concept and anticipates that similar legislation may be introduced during the 2025 legislative session.

The WSDA Board of Directors supports this policy concept and recommends that the 2024 House of Delegates adopts this resolution.

The following report was created by staff for the Board's discussion:

#### Report on Dental Hygiene Licensure for Foreign Trained Dentists

##### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Florida*

In 2001, the state of Florida began allowing dental graduates from non-accredited dental schools to apply for dental hygiene licensure. The Florida Dental Association was unable to provide the context in which this law passed. Currently, the Florida Dental Association is unaware of any malcontent from either dentists or dental hygienists regarding this pathway to dental hygiene licensure.

In addition to the requirements all applicants for dental hygiene licensure must meet, which includes a jurisprudence exam and clinical exam, graduates of a non-accredited dental school must submit the following to the Florida Board of Dentistry (Board) for review:

- Transcripts totaling 4 academic years of postsecondary dental education; and
- A dental school diploma which is comparable to a D.D.S. or D.M.D..

The law offers that applicants who cannot produce the credentials required, as a result of political or other conditions in the country in which the applicant received his or her education, may seek the Board's approval of his or her educational background by submitting other reasonable and reliable evidence. The Board shall not accept other evidence until the applicant has made a reasonable attempt to obtain the credentials required.

In Florida, the Board of Dentistry is comprised of 7 dentists, 2 dental hygienists, and 2 consumer members. According to the Florida Dental Association, anecdotally, applicants taking advantage of this pathway to dental hygiene licensure are most likely to be located in South Florida. The Board and Florida Dental Association is unaware of the number of dental hygienists licensed via this pathway.

Dental hygienists in Florida must practice under the supervision of a licensed dentist. For additional information, the tasks a dentist may delegate to a dental hygienist can be [found in FL rule Chapter 64B5-16](#).

##### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Connecticut*

In 2005, Connecticut passed [House Bill 6819](#), which, among other things, allowed a foreign-trained dentist (DMD or DDS) a pathway to dental hygiene licensure in the state. The bill was backed by the University of Connecticut, and under the language allows a foreign-trained dentist to qualify for a dental hygiene license if they have passed the National Board of Hygiene Exam, a clinical exam (such as CDCA/WREB), AND provided the individual is enrolled in a CODA-accredited dental hygiene program in CT. The individual must also have completed at least one year of clinical training at a Community Health Center affiliated with the dental hygiene program.

According to the American Dental Association, the Connecticut Dental Association has noted that this law has "generally worked well."



In Connecticut, dental hygienists are regulated by the Dental Board. For reference, the scope of practice for dental hygienists in CT can be found [under CT law Sec. 20-126l](#).

#### *Foreign Trained Dentist Pathway to Dental Hygiene Licensure in Massachusetts*

The Massachusetts Legislature is currently considering a bill to allow foreign-trained dentists a pathway to dental hygiene licensure. This bill was originally introduced independent of the Massachusetts Dental Association (MDA), however; over the past year this piece of legislation has been added to MDA's policy priorities. The Massachusetts legislative session will run through the 2024 Calendar Year and the MDA President is a vocal supporter of the bill. The bill language is included below:

The board may, without examination upon payment of a fee determined annually by the commissioner of administration under the provision of section three B of chapter seven, register and issue a dental hygienist license to a dentist who has been lawfully in practice for at least five years in another state, country, or province if he presents to the board a certificate of registration and duration of practice from an out-of-state board of dental examiners or other like registration entity of such state, country, or province; provided, that such other jurisdiction shall require a degree of competency as determined by the board equal to that required of applicants in this commonwealth.

According to the MDA, the Massachusetts Dental Hygiene Association has expressed concerns with the bill based on the fact that the proposed legislation does not require applicants to pass an examination.

In Massachusetts, the Dental Board also regulates dental hygiene, and the scope of practice for dental hygienists in MA can be found [within the dental rule Chapter 234 CMR 5.00](#).

Therefore, be it

RESOLVED, that WSDA supports creating a pathway for foreign trained dentists to become licensed dental hygienists in Washington state, provided licensure via this pathway includes passage of appropriate examination(s) and any other qualifications determined by the WSDA Legislative Task Force.

End

Dr. Dean brought to attention why this resolution is important and how it's going to help the association moving forward, especially with a shortage of hygienists.

Dr. Karbakhsh inquired about the language barrier that might exist and if it would be explicitly expressed in the text of the resolution. Mr. Killpack expressed willingness to explore it in the future.

Dr. Edgar spoke in support of the resolution.

HD-22-2024 passed by a voice vote.

HD-05-2024 was motioned and seconded.

**HD-05-2024**  
**WSDA 2024/2025 Budget**

RESOLVED, that the attached shall be adopted as the Washington State Dental Association Budget for 2024/2025.

Reference the proposed budget in the documents section of [wsda.org/HOD](https://wsda.org/HOD).

End

HD-05-2024 was passed unanimously by voice vote.

HD-06-2024 was motioned and seconded.

**HD-06-2024**  
**WSDA Dues for 2025**  
**(Bylaws Amendment)**

RESOLVED, that the first paragraph of Bylaws, Section II, Dues, C. Schedule of Dues, be revised as follows:

**II. Dues**

C. Schedule of Dues. The annual dues of active or associate members shall be \$549, plus an additional amount of \$100 designated for political activity support. The total amount of dues, and political activity support is \$649.

The \$100 designated for political activity support shall be remitted to DentPAC for state or local political campaign contributions and other political expenses of DentPAC; provided, however, a member may elect that the amount instead be allocated to a WSDA Issues Fund for political purposes other than direct campaign contributions to candidates.

end

HD-06-2024 passed unanimously by voice vote.

**Announcements.** The speaker reminded folks to check out and thanked everyone for a good meeting. Mr. Killpack reminded Board members that the new Board would be meeting after the adjournment of the House.

**Installation of Newly-Elected.** The newly-elected individuals gathered at the stage and took an oath of office administered by Dr. Gibbons, Immediate Past President.

**Adjournment.** There being no further business, the speaker declared the annual meeting of the WSDA House of Delegates in adjournment sine die at 11:51 a.m., Saturday, September 14, 2024.

## **Board of Directors**

**Date/Time/Place:** Saturday, September 14, 2024/ Noon / The Historic Davenport, Early Riser Room, Spokane, Washington

### **Board Present:**

Dr. Chris Dorow, President  
Dr. Lisa Egbert, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. Nathan G. Russell, Immediate Past President  
Dr. Puneet Aulakh (2027)  
Dr. Patricia Benton (2027)  
Dr. Lisa Buttaro (2026)  
Dr. Brittany Dean (2025)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Melanie Lang (2026)  
Dr. Stephen Rupert (2027)  
Dr. Marshall Titus (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Daniel Wilson (2025)  
Dr. Crystal Vo (2027)

### **Others Present:**

Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Mr. Kevin Schilling, Director of Advocacy  
Mr. Harald Hyllseth, Governance and Executive Coordinator

## **Call to Order**

Dr. Dorow called the meeting to order at 12:25 p.m.

## **Introductions & Agenda**

All attendees, including Board members and staff, went around the room and introduced themselves to each other.

## **Review Association's Mission & Vision**

Dr. Dorow recited the association's mission and vision to the Board and talked about his leadership philosophy that connected directly to any organization mission and vision statements.

## **Board Member Orientation**

New and returning Board members were oriented on board meeting logistics.

Mr. Killpack talked about the future meetings that are expected of all Board members to attend throughout the next fiscal year.

### **Expectations for Attending Meetings & Dietary Restrictions**

Mr. Killpack said to keep an eye out for the Board books available one week before any future meetings. He said that staff will be printing off a few physical board books for meetings and to look out for future emails from Mr. Hyllseth.

Dr. Dorow said that the board would appreciate it if you attended each meeting prepared and not to feel hesitant to reach out with questions beforehand to Mr. Hyllseth, Mr. Killpack, or the WSDA Leadership Team (including Dr. Dorow).

Mr. Killpack said to let himself or Mr. Hyllseth know if you have any dietary restrictions or allergies.

### **Overview of Current WSDA Strategic Plan and 2024-2025 Annual Objectives**

Mr. Killpack and Dr. Dorow reviewed the strategic plan with the new Board of Directors. Mr. Killpack also reviewed the WSDA Annual Objectives with the incoming Board and encouraged everyone to review the document prior to the next meeting.

### **Annual Conflict of Interest Statement & Nonprofit Governance Training Program**

Mr. Killpack described what the Conflict of Interest form is to the Board and why it is required for folks to fill out. It was similarly described to the Board what the Nonprofit Governance Training Program is that all Board members must complete.

### **Gathering Signatures of New Board Members**

Mr. Killpack asked Board members to hand in their signatures to have on file for staff to access at appropriate times. He said it is required of all new Board members. Mr. Killpack also reassured members that their signatures would only be used with their expressed permission.

### **Discussion on Board Work Group Appointments**

Mr. Killpack described all of the work group options and their scopes of work. Dr. Dorow said that Board members will get their appointments prior to the next Board meeting.

### **Discussion on Compensation Committee Appointments**

Dr. Buttarro was nominated for a two-year term on the Compensation Committee. Dr. Aulakh was then nominated for a two-year term on Compensation Committee. The Board voted unanimously to appoint them both.

### **At-Large Director Appointment to Nominations Committee**

Dr. Lang volunteered for the vacant position and was unanimously appointed to the Nominations Committee.

### **Update on WSDA Recommendation for 2024 DDWA Member Dentist Director Election**

Dr. Dorow explained how the process runs. Bracken gave insight on how the Board will act on a WSDA recommendation for the DDWA Member Dentist Director Election.

Dr. Tremblay described how difficult the process can be. He said that there was sometimes a target on the back of those that enter these types of leadership positions by other members of organized dentistry.

Dr. Aulakh asked how these candidates are nominated, and then Dr. Tremblay provided an answer.

Mr. Killpack explained that an email will be sent out to the Board asking from their approval of the group's endorsement recommendation prior to the next Board meeting.

### **Overview of Executive Session and Attorney-Client Session**

Mr. Killpack described to the Board how executive session functions.

The Board entered executive session at 1:22 p.m. and exited executive session at 2:00 p.m.

### **“Good of the Order”**

Dr. Rupert asked for clarification on how the two-day Board meetings work. Mr. Killpack provided an explanation.

Mr. Killpack and Dr. Dorow addressed the speech Dr. Tofunmi Osundeko gave prior to Dr. Dorow's introduction speech during the morning session of the second day of the House of Delegates. A wider conversation was held with the Board of Directors on the topic.

**Adjournment.** There being no further business, the meeting was adjourned at 3:13 p.m.

Respectfully submitted,

Dr. Chris Dorow, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Harald Hyllseth

Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies  
ADA President (if from the Eleventh Trustee District)  
; WSDA Attorney; the WSDA House of Delegates

## **Board of Directors**

**Date/Time/Place:** Friday and Saturday, November 1-2, 2024/ 8:30 a.m./  
Association Office

### **Board Present:**

Dr. Chris Dorow, President  
Dr. Lisa Egbert, President-elect (Excused Absence)  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. Nathan Russell, Immediate Past President  
Dr. Puneet Aulakh (2027)  
Dr. Patricia Benton (2027)  
Dr. Lisa Buttarro (2026)  
Dr. Brittany Dean (2025)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Melanie Lang (2026)  
Dr. Stephen Rupert (2027)  
Dr. Marshall Titus (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Crystal Vo (2027)  
Dr. Daniel Wilson (2025)

### **Others Present:**

Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Ms. Emma Brown, Director of Communications & Marketing  
Mr. Kevin Schilling, Director of Advocacy  
Ms. Lauren Johnson, Government Affairs Manager  
Ms. Natalia Hilal, Member Engagement Coordinator  
Mr. Harald Hyllseth, Governance and Executive Coordinator  
Mr. Chester Baldwin, WSDA Lobbyist  
Mr. Allen Shimon, System Six

**Action.**

Approved the Minutes from May 17-18, 2024
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**Call to Order and Reading of the Mission & Vision Statements.** Dr. Dorow called the meeting to order at 8:32 a.m. and read the WSDA mission & vision statements.

**Agenda.** The agenda was adopted as presented. Dr. Egbert was excused from in-person attendance at the November 1 meeting.

**Consent Agenda.** The following items were approved on consent:

- Approval of Minutes of August 16, 2024
- Approval of Minutes of August 22, 2024
- Approval of Minutes of September 14, 2024
- BD-01-2024/2025 Contract with Lobbyist
- BD-02-2024/2025 Retention of WSDA Attorney
- BD-03-2024/2025 Compensation Committee Appointments
- BD-04-2025/2025 Board Work Group Assignments
- BD-05-2024/2025 Banking Authorization
- BD-06-2024/2025 DEI Workgroup Appointments
- WSDA Retro Update

**Association Overview**

Mr. Killpack explained to the Board all pertinent background information and foundational knowledge of how the association operates. This included describing how the organization is set up, how Board governance works, and WSDA elections.

Board members asked staff to send out a leadership list of all folks on task forces, workgroups, and committees.

**ComplyBetter Update**

Mr. Trotter provided an update on the launch of ComplyBetter and how it is being impacted by the American Dental Association launch of Fonteva.

**Regulatory Update**

Ms. Johnson provided the regular update in place of Ms. Flaig.

The conversation included mention of recent work with the Regulatory Affairs Committee and defining limited conditions.

The Board had a wider conversation about liability insurance, recent laws passed by the state legislature that are impacting dentistry, and dental therapy.



## **Review of Financial Statements with Allen Shimon, System Six**

Mr. Shimon led a financial overview of the WSDA, WDIA, and larger organizational financials with the Board. He provided context for the association's current financial standing and answered questions related to certain bylines in the documents that were presented.

### **Board Work Groups**

#### **1.1 Budget & Finance**

- 1.1.1 Update on Carport Improvements
- 1.1.2 2024-2025 Canal Centre Budge
- 1.1.3 Additional Discussion on Association Financials
- 1.1.4 Discussion on Relief Fund Contributions to Helene and Milton Recovery Funds

The Board went into executive session at 12:51 p.m. The Board exited executive session at 1:03 p.m.

A discussion was held about the City of Seattle requiring the association to install new doors through a permit process to get the Canal Centre garage doors operational and up to code.

Motioned and seconded to approve the expenditures. The Board unanimously approved.

Mr. Killpack spoke on the Helene and Milton Recovery Fund and proposed, on behalf of the work group, to commit funds to the recovery fund.

Motioned and seconded to approve the expenditures. The Board unanimously approved the expenditure.

#### **1.2 Governance and Leadership**

- 1.2.1 Discussion on HD-20-2024 Director at Large Position (Referred to WSDA Board)
- 1.2.2 Discussion on Launch of Washington Consolidated Dental Society
- 1.2.3 Discussion on Outreach and Support of Staffed Component Societies

The work group spoke with the Board about its recommendation on HD-20-2024. Dr. Wilson and Dr. Hudson spoke with the Board about the Washington Consolidated Dental Society efforts.

#### **1.3 Association Programs**

- 1.3.1 Fonteva Update
- 1.3.2 Discussion on Membership Model Implementation

The group provided an update on the launch of Fonteva.

### **Ongoing Activities with Delta Dental of Washington**

Mr. Killpack provided background on the status of WSDA/DDWA workgroups that are currently active.

He provided an update and background on their monthly meetings and how they are going to be coming to an end soon. The next call will be when the association officially expresses whether they will continue with these collaborative meetings with DDWA.

Mr. Killpack described the background behind Dr. Buttaro and Dr. Tremblay joining the member nominating panel as representatives of the WSDA and Board of Directors.

They spoke about whether it was worth it and what ability the association had to change anything related to the decision-making process. Provided more information on the general process.

### **Advocacy with Chester Baldwin, Contract Lobbyist**

The Board entered executive session at 1:55 p.m.

The Board left executive session at 3:53 p.m.

Mr. Schilling provided the Board with a background of how Dental Action Day will generally operate and a quick rundown of the two-day schedule.

He also spoke to the Board about the history of association members joining the WSDA legislative staff team on random and scheduled days alike, outside of Dental Action Day, to advocate on behalf of WSDA in Olympia.

Mr. Killpack spoke to the Board about additional association communication efforts related to the upcoming legislative session and opened the floor to questions.

The meeting was adjourned at 4:10 p.m. until the following day.

### **Squard Contribution**

The meeting resumed at 8:35 a.m on November 2. Dr. Nathan Russell was excused from the November 2 portion of the meeting.

Mr. Killpack spoke with the Board about Squard – the entity that owns ComplyBetter. He asked the Board to approve an additional capital contribution from the Operating Fund to entity of up to \$30,000 to cover additional development expenses. With this additional contribution, WSDA has contributed \$255,000 to Squard to build out ComplyBetter.

The Board moved and seconded the \$30,000 contribution to Squard. The Board unanimously approved this expense.

**BD-07-2024/2025**  
**2025/2026 Board of Directors Meeting Schedule**

Background Statement. Every year at the WSDA House of Delegates, a President-Elect is elected by the association to serve on the Board of Directors through a three-year term, including their year as president. Prior to serving their year as president, the President-Elect works with WSDA staff to create a schedule for the Board of Directors meetings of that fiscal year.

Based upon the results of those conversations, the following dates are offered as the proposed schedule for the 2025/2026 WSDA Board of Directors meetings.

Therefore, be it

RESOLVED, that the Board of Directors will adhere to the following schedule for the 2025/2026 year:

November 14-15, 2025, Board of Directors  
November 14, 2025, Board & Staff Dinner  
January 30, 2026, Board of Directors  
March 13, 2026, Board of Directors  
May 15-16, 2026, Board of Directors  
May 15, 2026, Board & Staff Dinner (with guests)  
August 14, 2026, Board of Directors  
September 26, 2026, Board of Directors following the conclusion of the 2026 House of Delegates

End

The Board discussed which dates worked and which days didn't work for members to attend next year's meetings.

Moved and approved.

**Discussion Current Board Reimbursement Policy and Scheduling Logistics**

Mr. Trotter led a discussion with the Board about WSDA board reimbursement policy and scheduling logistics. He talked about who in and what the association can reimburse depending on the event. For example, PNDC or House of Delegates and the differences between the two.

It was suggested to send a reminder to the Board prior to meetings of deadlines to opt out of WSDA provided hotel rooms.

Dr. Hudson brought up discussion about the WSDA providing financial reimbursement/covering the cost of Board members to attend PNDC. He said to the Board that it served an important role in gathering the entire Board of Directors at a central location with most of the WSDA membership attending. He asked the Board to consider this as an option.

There was general agreement that PNDC is a flagship event that would be important for the Board to attend in its entirety.

Mr. Killpack informed the Board that he and Mr. Trotter will explore the financial cost of providing this to the Board. Additionally, Mr. Trotter asked the Board to consider a flat, in-state meeting per diem.

### **Discussion on Launch of Washington Consolidated Dental Society**

A discussion was held between the Board about the launch and staff plan to do outreach for the Washington Consolidated Dental Society.

### **Discussion on Outreach and Support of Staffed Component Societies**

Ms. Hilal and Mr. Hyllseth will be continuing outreach all year with members and components.

### **Reactive Media Strategy & Crisis Communications Plan**

The Board asked for clarification about whether consultants know who to contact internally between staff and the Board. Mostly so that they know who to talk to depending on what they need to produce a communication deliverable.

The Board moved to approve the communication plan and associated strategies.

### **Membership Model & Fonteva Update**

Mr. Killpack provided the Board with the new membership rate reduction in 2026 information. He asked the Board for permission to find a connection between that and WSDA Retro. Normalizing it in the regular outreach to members and practice owners about retro.

The Board discussed the monetary benefit of a membership rate discount, who it would affect, and who should be receiving that discount. Increasing membership and lowering dues.

Ms. Emma Brown asked the Board to continue peer-to-peer outreach to continue growing retro.

### **Discussion on Ongoing Correspondence Between WSDA and TDIC**

Entered executive session at 10:30 a.m.

Exited at 10:43 a.m.

### **House of Delegates**

The Board expressed that they enjoyed the 2024 House of Delegates including food and engagement. Mr. Killpack spoke with the Board about the election process and asked the Board for feedback on Election Buddy.

Mr. Killpack expressed some interest in switching election platforms again and Ms. Brown expressed that she worked better with Data on the Spot.

The Board expressed interest in whether it would be good to continue the leadership institute panels moving forward. There were suggestions to continue, but in a different type of hosting space.

Members of the Board asked staff to consider the utility of the member mentee reception in the future.

Mr. Killpack opened a conversation with the Board about the future of the Citizen of the Year dinner.

The Board said that moving a longer reception to Friday night in place of the dinner would attract more interest and attendance. Moving the citizen of the year award and recognition to business. Possibly a video.

#### **Delegate letter to WSDA Board of Directors dated October 8, 2024**

The Board had a follow-up discussion with each other in relation to a letter referencing a moment that occurred during the 2024 House of Delegates. The letter was submitted to Mr. Killpack, Dr. Dorow, and the Board by four members of the association. Dr. Douglass Jackson, from the University of Washington School of Dentistry, helped facilitate the conversation.

#### **Discussion on HD-20-2024 Director at Large Position (Referred to WSDA Board)**

Referred to the Governance Board Work Group. Mr. Hyllseth will draft a report to the House of Delegates in 2025.

#### **Strategic Plan**

The Board had a conversation about how the association's mission and vision statements intersect with its strategic priorities. They talked about how it affects the membership and any prospective members.

Mr. Killpack brought up the broader question of "where does membership fit into this?"

#### **Nonprofit Compliance Training with Dr. Douglass Jackson – Governance and Inclusion**

The Board engaged in a lengthy, strategic plan-based training course with Dr. Jackson.

The Board moved and approved the following members to serve on a Strategic Plan Work Group that will continue the work that started today:

- Dr. Chris Dorow, Chair
- Dr. Patricia Benton

- Dr. Lisa Egbert
- Dr. Marshall Titus
- Dr. Danny Tremblay

**Adjournment.** There being no further business, the meeting was adjourned at 3:25 p.m.

Respectfully submitted,

Dr. Chris, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Harald Hyllseth  
Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies ADA President (if from the Eleventh Trustee District) ; WSDA Attorney; the WSDA House of Delegates

## **Board of Directors**

**Date/Time/Place:** Friday, January 31, 2025 / 8:30 a.m./ Association Office

### **Board Present:**

Dr. Chris Dorow, President  
Dr. Lisa Egbert, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. Nathan Russell, Immediate Past President  
Dr. Puneet Aulakh (2027)  
Dr. Patricia Benton (2027)  
Dr. Lisa Buttarro (2026)  
Dr. Brittany Dean (2025)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Melanie Lang (2026)  
Dr. Stephen Rupert (2027)  
Dr. Marshall Titus (2026)  
(Excused Absence)  
Dr. Daniel Tremblay (2025)  
Dr. Crystal Vo (2027)  
Dr. Daniel Wilson (2025)

### **Others Present:**

Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Ms. Emma Brown, Director of Communications & Marketing  
Mr. Kevin Schilling, Director of Advocacy  
Ms. Lauren Johnson, Government Affairs Manager  
Ms. Rachal Gunderson, Operations & Data Manager  
Ms. Trish Flaig, Manager of Regulatory & Compliance Services  
Ms. Natalia Hilal, Member Engagement Coordinator  
Mr. Harald Hyllseth, Governance and Executive Coordinator  
Mr. Chester Baldwin, WSDA Lobbyist  
Mr. Allen Shimon, System Six  
Mr. Curran Bower, ERNwest  
Ms. Julie Osterberg, ERNwest  
Mr. John Meier, ERNwest

**Action.**

Approved November 1-2, 2024 Meeting Minutes
Passed BD-08-2024-2025: Candidate Endorsement for 2025 Elections
Passed BD-09-2024/2025: DentPAC Board of Directors Appointments
Passed BD-11-2024/2025: Nominations Committee Appointments
Approved a 20%/800k loss ratio for WSDA Retro
Passed BD-14-2024/2025: Amending WSDA Retro's Return-to-Work Reimbursement Policy
Approved the drafting of a letter addressed to the ADA, from the Board of Directors, concerning Fonteva issues.
Approved BD-16-2024/2025: Candidate Endorsement for 2025 Elections
Approved sending relief funds to Los Angeles for wildfire disaster recovery
Approved BD-15-2024/2025 Appointment of DDWA Member Dentist Director Candidate Group, with additions made at the meeting
Approve BD-10-2024/2025: Appointment of Task Force on Recognition, with edits made at the meeting
Approved the addition of Dr. Stephen Rupert to fill a vacancy on the Wellness Task Force

**Call to Order and Reading of the Mission & Vision Statements.** Dr. Dorow called the meeting to order at 8:41 a.m. and read the WSDA mission & vision statements.

The Board wished Dr. Wilson a Happy Birthday!

**Agenda.** Mr. Killpack added 7.1 (Attorney-Client Session with Emily Studebaker) and 7.5 (BD-16-2024/2025: Candidate Endorsement for 2025 Election)

The agenda was adopted with the proposed additions. Dr. Titus was excused from the meeting.

**Consent Agenda.** The following items were approved on consent:

- November Minutes
- Email Ballot for BD-08-2024/2025: Candidate Endorsement for 2025 Elections
- BD-09-2024/2025: DentPAC Board of Directors Appointments
- BD-11-2024/2025: Nominations Committee Appointments
- ADA Board of Trustees Meeting Recap November 2024
- ADA Corporate Partners – What It Is



## **WSDA Retro with ERNwest**

Mr. Bower presented to the Board on WSDA Retro and the 2025-2026 Retro Year Plan Selection.

Towards the end of the discussion, Dr. Dean moved to accept the 20% maximum loss ratio/500k single loss limit option. This motion stalled.

Dr. Russell moved to accept the 20% maximum loss ratio/800k single loss limit. This motion was seconded by Dr. McKinley.

The Board decided to keep WSDA Retro's maximum loss ratio at 20% for the 2025-26 plan year. They also voted to increase WSDA Retro's single loss limit from \$250,000 to \$800,000 for the 2025-26 plan year.

This motion was passed.

### **BD-14-2024/2025**

#### **Amending WSDA Retro's Return-to-Work Reimbursement Policy**

Background Statement. WSDA Retro's Return-to-Work (RTW) program has provided valuable support to both dental offices enrolled in WSDA Retro as well as to the program itself.

Through December 2024, WSDA Retro and Labor & Industries (L&I) Stay at Work program have each allowed for reimbursement of 50% of modified-duty worker's base wages up to \$10,000 or 66 work days. Effective January 1, 2025, L&I has expanded the reimbursement limit to \$25,000 or 120 work days. WSDA should consider whether it will also expand its reimbursement limits to match L&I.

ERNwest completed an analysis of WSDA Retro's previous Return-to-Work claims from the program's inception through December 2024. Of the 14 claims in the review, only two claims reached the old limits: one claim was capped at \$10,000 and one claim reached 66 work days.

Previous analysis completed by ERNwest has shown that RTW expenditures have a significantly positive impact on WSDA Retro's potential to collect program refunds. Furthermore, ERNwest has concluded that RTW expenditures above the old limits would have an even more favorable impact. ERNwest staff will gladly answer any RTW questions during the meeting.

Therefore be it

RESOLVED, that WSDA modify its Return-to-Work (RTW) benefit limits to 50% of modified-duty worker's base wages up to \$25,000 or 120 work days to mirror L&I limits effective January 1, 2025.

end

Dr. Dean moved to approve BD-14-2024/2025. The Board seconded the motion and approved the resolution.

Mr. Killpack mentioned to the Board that they will decide whether to extend the current contract with ERNwest for Retro before the end of March 2025.

### **ComplyBetter Update**

Ms. Flaig presented a ComplyBetter update to the Board via Zoom. Mr. Killpack specified that WSDA is getting 1-2 offices signed up for ComplyBetter per day.

### **Membership**

Ms. Gunderson presented on membership, personal liability and some general functional updates on Fonteva.

Dr. Tremblay flagged that part of the conversation should refer to the membership workgroup for continued observation and discussion.

Mr. Trotter provided an in-depth report on Fonteva and its problematic rollout from the ADA that's impacted WSDA's 2025 membership renewals. Additionally, he described that it has also unexpectedly impacted WSDA staff time, especially regarding general program troubleshooting.

Mr. Killpack shared the details of a meeting that pilot states recently held with the ADA. He, along with other representatives of pilot states, expressed serious concerns to the ADA about lack of timeliness and functionality of the new system-wide software. He sent a message to Mr. Raymond Cohlmiia, (at the time) ADA CEO, with the WSDA's enumerated concerns.

Mr. Cohlmiia ensured Mr. Killpack that a more basic membership application would be launched in the next two weeks.

Other pilot states and their executive directors have expressed similar concerns to how ADA has led this whole situation.

Dr. McKinley made a motion to address a letter to appropriate ADA leadership expressing the Board's deep concerns about how Fonteva rollout occurred. He asked for it to be drafted by staff and held until it was necessary to distribute.

The Board seconded the motion. The motion passed unanimously.

The Board held more general conversation surrounding membership renewal and Fonteva.

Mr. Killpack then spoke to the Board about preliminary thoughts on the 2026 membership pilot. The Board held a wider discussion about how to interact with individual members from dental societies about the future of the membership pilot.

### **Attorney-Client Session with Emily Studebaker**

Executive session started at 11:22 a.m. and ended at 11:54 p.m.

### **Legislative Activities and Dental Action Day Update**

Mr. Schilling and Mr. Baldwin provided an update to the Board on Dental Action Day and on their Friday meeting with the Office of the Insurance Commissioner and Rep. Caldier.

They answered several questions from the Board about the status of WSDA-sponsored bills and what they could do to help.

The legislative team answered questions and explained the plan for protecting patients by fixing dental benefits. Both public communication and legislative efforts will be employed.

The Board spoke at length about specific recommendations on edits to HB 5351.

The Board went into executive session at 3:31 p.m. and left executive session at 3:46 p.m.

Dr. Dean recommended putting bill sponsors, for WSDA-backed legislation, on the sheets of paper that are handed out to attendees for Dental Action Day. Dr. Benton recommended looking into who has supported pro-dentist/WSDA bills in the past prior to advocating in groups on DAD.

### **BD-16-2024/2025 Candidate Endorsement for 2025 Elections**

RESOLVED, that WSDA endorses Mr. Kevin Schilling for the Washington State House of Representatives. He will be running for Position 1 in the 33<sup>rd</sup> Legislative District in the 2025 special election.

end

Dr. McKinley motioned and the Board seconded to approve BD-16-2024/2025. The resolution and endorsement passed unanimously.

### **Board Work Groups**

#### **Budget & Finance**

- Review of WSDA Financials
- Discussion on Placement of WSDA Retro Rebate
- Discussion on Relief Fund Support for LA Wildfires

Dr. McKinley reported to the Board and asked for support from the Board to send relief funds to Los Angeles for recovery from the recent wildfire disaster.

Dr. Tremblay motioned and the Board seconded the motion.

The Board unanimously approved to send relief funds to LA.

### Governance and Leadership

- Discussion on Launch of Washington Consolidated Dental Society
- HD-20-2024: Director at Large Position Discussion
- BD-13-2024/2025: Amendments to Section 4.1 of the Standing Rules

Mr. Hyllseth opened the conversation about the current state of the Washington State Consolidated Dental Society with the rest of the Board. He spoke about the Governance and Leadership workgroup discussing the viability of current outreach to Yakima Valley Dental Society and whether they would join the WSCDS.

Dr. Hudson provided more context to the Board about those discussions since he is a member of the YVDS.

Dr. Dean specified that the Board would revisit a final decision on HD-20-2024 at the upcoming meeting in March. She also specified that the workgroup wanted to add specific language relating to Dental Action Day in BD-13-2024/2025 before going in front of the Board for a final discussion and vote.

### Association Programs

- Membership Pilot: Nonmember Communication/Outreach Strategy
- Membership Pilot: Discussion on WDIA Appreciation Package Cutoff (presented at meeting)

Dr. Tremblay spoke to the Board about the start of the SWAT team and how that will be a direct way to outreach to WSDA members (and non-members inviting them to become members) moving forward.

### **Ongoing Activities with Delta Dental of Washington**

Mr. Killpack spoke on the future of the WSDA's relationship with Delta Dental of Washington, especially because the WSDA is in the thick of legislative session in Olympia.

### **BD-15-2024/2025**

### **Appointment of DDWA Member Dentist Director Candidate Group (Completed at Meeting)**

RESOLVED, that the WSDA Board of Directors will form a Review Panel to make endorsement recommendations to the WSDA Board for the open Member Director seat on the Delta Dental of Washington Board of Directors that will be voted upon by DDWA members at its November 2025 meeting.

and be it further

RESOLVED, that the following members of the WSDA Board are appointed to serve on the 2025 DDWA Member Director Candidate Review Panel:

- 

end

The Board discussed and decided to appoint Dr. Buttaro, Dr. Dorow, Dr. Russell, Dr. Tremblay, and Dr. McKinley to the 2025 DDWA Member Director Candidate Review Panel.

With those additions, Dr. Dean moved to approve BD-15-2024/2025. The Board seconded and voted to approve the resolution.

### **BD-13-2024/2025 Amendments to Section 4.1 of the Standing Rules**

Background Statement. At its last meeting, the Board of Directors decided to examine and update the Expense Policy Standing Rule. With regards to PNDC Board reimbursement, staff was asked to develop a financial impact that these proposed modifications would have on the Association's annual operating budget. Staff projects that these changes would result in an additional expense of \$14,000-\$17,000 per year for travel, hotel, and per diem, as well as a reduction in PNDC registration revenue of \$4,000-\$5,000.

Therefore, be it

RESOLVED, that Section 4.1 of the Standing Rules be amended as follows:

#### **4.1. Financial Impact and Expense Policy**

##### **A. Payment of Expenses**

1. Eligibility. The provisions of the Bylaws and this Standing Rule shall govern the payment of authorized expenses of Washington State Dental Association Officers, members of the Board of Directors, Delegates and Alternate Delegates to the American Dental Association, members of standing committees, members of task forces, members of the Association and others designated for specific assignments by authority of the House of Delegates, Board of Directors or President provided that budgetary provision has been duly made for the expenses claimed.
2. Documentation. Except as otherwise provided by this Standing Rule, expenses shall be paid only upon submission of a completed expense reimbursement form used by the Association presentation of a signed voucher to the Secretary-Treasurer, with appropriate receipts attached. Each person to whom payment is made shall be responsible for maintaining appropriate records and receipts for tax purposes.
3. Excess Expenses. The Secretary-Treasurer and Executive Director have the authority to assess whether submitted expenses are out of alignment with this Standing Rule, which may result in partial or no reimbursement must give prior

written approval for expenses that are expected to exceed the limits expressed in paragraphs B. 1., 2., and 3. Requests may be subject to board approval.

4. The Association Meetings and Expenses Not Detailed in this Rule. All member requests for expense reimbursement not covered in Standing Rule III B. C. or D. must be submitted, in writing, with an explanation of why reimbursement is requested, to the Controller. The Secretary-Treasurer and Executive Director will review all requests. Requests may be subject to board approval.
- B. Meetings of the Board of Directors, Standing Committees, Task Forces, and Board of Affiliated Entities Whose Expenses are Paid by WSDA (DentPAC and WSDA Foundation)
  1. Transportation. Expenses shall be allowed as follows:
    - a. the actual cost of coach airfare (members are expected to make airline reservations in a timely manner whenever possible)lowest coach airfare in effect two weeks prior to departure date not to exceed \$800.
    - b. the current standard IRS auto business mileage allowance
    - c. the actual costs of ferry, bus or railroad tickets
    - d. the actual cost of parking at airports, hotels and meeting sites
    - e. the actual cost of airport shuttle service or taxi to and from the meeting site or hotel
    - f. taxi expenses will be allowed on an individual basis only if public transportation is unavailable on a timely basis, the lowest priced public transportation fare exceeds the taxi fee, or time is of essence. If an unauthorized rental car is utilized, reimbursement for each individual will be at the appropriate public transportation rate.
  2. Meals & Incidental Expenses. WSDA will reimburse \$50 per day (in the State of Washington) and \$100 per day (out of state) for meetings, as well as travel to and from meetings.Reimbursement shall include the maximum federal per diem for the location of the meeting, provided such requests do not include meals provided at the meeting. The Secretary-Treasurer shall have discretion in determining daily per diem amounts when some meals are provided at a meeting and some meals are not.
  3. Lodging. Reimbursement shall include actual lodging expenses, not to exceed the hotel standard rate per night when an overnight stay is required. Lodging generally will not be paid when traveling to and from a one-day meeting. Lodging will not be provided for individuals attending one day meetings at the Association office or designated meeting location if traveling less than 25 miles to 126 NW Canal St, Seattle, WA 98107 or designated meeting location. It is recognized that some meeting attendees, due to meeting times, distance traveled and weather conditions, may require an extra night's lodging. Such cases will be dealt with on an individual basis, in advance when possible, by the Executive Director and/or Secretary- Treasurer in consultation with the meeting chair.

#### C. Specific Meetings

1. ADA House of Delegates and 11th District Caucus. The expenses for Delegates and up to six alternate delegates, including the Editor, are eligible for reimbursement. Any additional alternate delegates will not be reimbursed. The establishment of expense reimbursement policy for the ADA House of Delegates

and 11th District Caucus will may vary year to year to accommodate meeting locations and schedules adjustments made by the ADA and 11th District Caucus. If reimbursable expenses for an ADA House of Delegates and/or 11<sup>th</sup> District Caucus meeting will deviate from Section B of this Standing Rule, all Delegates and alternate delegates shall be notified of the differences A notice outlining reimbursable expenses for the upcoming ADA House of Delegates and 11th District Caucus shall be provided to all Delegates and alternate delegates eligible for reimbursement no later than three months prior to the impacted meetings first in-person meeting of the 11th District Caucus of the calendar year.

2. Pacific Northwest Dental Conference (PNDC). The WSDA shall provide complimentary registration and up to three nights of hotel for the President members of the WSDA Board of Directors, the members of the Committee on Continuing Education and other members handling PNDC assignments authorized by the Committee on Continuing Education or WSDA Board of Directors. If reimbursable expenses for PNDC deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences no later than 2 weeks prior to the meeting. The above named individuals shall be entitled to reimbursement of transportation expense (see paragraph B.1.) Members of the Board of Directors shall be entitled only to reimbursement of lodging and transportation expense consistent with Standing Rule III. B. (see paragraphs B.1. and B.3).
3. WSDA House of Delegates. The WSDA shall provide rooms in the headquarters hotel for the President, President-elect, Secretary-Treasurer, Immediate Past President, other WSDA Board members who are not otherwise serving as delegates, Speaker of the House, Editor, parliamentarian, members of the Committee on Budget and Finance, and two credentialed predoctoral student delegates. If reimbursable expenses for WSDA House of Delegates deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences no later than 2 weeks prior to the meeting. The above named individuals shall be entitled to reimbursement of transportation expense (see paragraph B.1.).

Other members presenting on substantive business before the House of Delegates not listed in the preceding paragraph are only eligible for reimbursement of expenses with prior approval of the Board of Directors President. Reimbursement of expenses shall be provided for these members in the same manner as described in the preceding paragraph.

4. Other ADA Meetings. Reimbursement from WSDA rates for ADA arranged meetings for members invited in their capacity as a WSDA leader shall be pre-authorized by the Secretary-Treasurer and/or Executive Director Vice President of Finance prior to the meeting. WSDA will not reimburse for expenses covered by the ADA.

#### D. Special Circumstances

1. Other Expenses. When the WSDA Officers President and President-elect incur expenses not specifically covered by this Standing Rule, the Secretary-Treasurer

shall determine acceptable reimbursement rates.

2. Expenses of Spouses or Partners. The following table outlines the reoccurring meetings for which WSDA will reimburse for spouse or partner travel expenses. If reimbursable expenses for spouses or partners deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences Travel and meal expenses incurred by spouses or partners shall be reimbursed at rates to be determined by the Secretary-Treasurer for specific meetings when spouses or partners are invited. In the case of the President (or his/her designee), expenses will be paid for one other person when invited at the President's (or his/her designee) discretion.

#### **Spouse or Partner Travel Policy for Membership**

<b>Meeting</b>	<b>Invited Attendees Eligible for Reimbursed Expenses by WSDA</b>	<b>Spouse or Partner Attendance Reimbursed?</b>
ADA President's Elect Conference	President Elect	No
Meetings Amongst 11th District (Alaska, Idaho, Montana, Oregon) Annual Meetings <u>State Dental Associations</u>	<u>Officers, additional attendees designated by the</u> President and/or Executive Director	No
Emerging Issues Conference (CDA, ODA, WSDA)	President, President Elect, Executive Director, up to four additional attendees selected by President	No
Pacific Northwest Dental Conference	All Officers and Executive Director Outlined in Section C.2	No
Western States Presidents' Conference (13 western states)	President, President-elect, Executive Director	Yes
WSDA House of Delegates	All Officers and Executive Director Outlined in Section C.3	No
11th District Caucus	All ADA Delegates and Alternates, Executive Director, select staff	No
ADA House of Delegates	All ADA Delegates and Alternates, Executive Director, select staff Outlined in Section C.1	No
Officer's Retreat	All Officers and Executive Director	No
Board/Staff Holiday Party	Board of Directors, All Staff	Yes
Component Society Visitations	President or designee, Executive Director or designee(s)	No

end

BD-13-2024/2025 was tabled until the upcoming March meeting.



### **Strategic Plan Update**

Dr. Dorow asked the Board for feedback on strategic initiatives, mission and vision, and related questions that were sent out to the Board for review. The strategic plan committee will consider this feedback at future meetings.

### **PNDC Update**

Mr. Trotter provided the Board with a general update on the status of PNDC. The Board addressed some personal planning inquiries and had those questions answered.

### **Wellness Task Force Update**

Mr. Hyllseth provided a general update on the future of the WSDA Wellness goals and prospective program planning from the Wellness Task Force, including the main goal of having a pilot program ready to present for the 2025 WSDA House of Delegates.

Dr. Stephen Rupert volunteered to fill a vacancy on the Wellness Task Force. The Board approved.

### **BD-10-2024/2025 Appointment of Task Force on Recognition**

RESOLVED, that a Task Force on Recognition be formed to select the recipient of the Citizen of the Year Award, and any Friend of Dentistry from nominations provided by individual members and component societies.

And be it further

RESOLVED, that the following members be appointed to the Task Force:

Dr. Jeffrey Parrish, Chair  
Ms. Sandra Anderson, Snohomish County Dental Society Executive Director  
Dr. Guillermo Chacon  
Dr. Chris Delecki  
Dr. Peter Lubisich  
Ms. Nancy Tupper, Mount Baker District Dental Society Executive Director  
Dr. Ashley Ulmer  
Dr. Crystal Vo

And be it further

RESOLVED that the Task Force is seeking more members for appointment that will be submitted for Board approval later.

end

Dr. McKinley moved to add Dr. Joe de Jesus to BD-10-2024/2025. He also moved to remove Ms. Nancy Tupper from BD-10-2024/2025 due to her recent retirement.

The Board seconded the motion and approved the resolution.

**Executive Session: Executive Director Evaluation**

Dr. McKinley moved to discuss the executive director's evaluation at the upcoming March meeting. The Board seconded and approved to move the evaluation discussion to March.

**"Good of the Order"**

Dr. Hobart asked if there is more the Board can do that could support the efforts of WSDA staff.

Dr. Russell spoke on some general topics that the compensation committee spoke about earlier in the morning.

Dr. Dean announced her intention to run for the position of WSDA President-Elect at the 2025 House of Delegates.

**Adjournment.** There being no further business, the meeting was adjourned at 4:51 p.m.

Respectfully submitted,

Dr. Chris, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Harald Hyllseth  
Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies ADA President (if from the Eleventh Trustee District) ; WSDA Attorney; the WSDA House of Delegates

## **Board of Directors**

**Date/Time/Place:** Friday, March 14, 2025 / 8:30 a.m./ Association Office

**Board Present:** Dr. Chris Dorow, President  
Dr. Lisa Egbert, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. Nathan Russell, Immediate Past President  
Dr. Puneet Aulakh (2027)  
Dr. Patricia Benton (2027)  
Dr. Lisa Buttaro (2026)  
Dr. Brittany Dean (2025)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Melanie Lang (2026)  
Dr. Stephen Rupert (2027)  
Dr. Marshall Titus (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Crystal Vo (2027)  
Dr. Daniel Wilson (2025)

**Others Present:** Dr. April Dennison, Leadership Institute  
Dr. Nojan Karimi, Leadership Institute  
Dr. Risha Khan, Leadership Institute  
Dr. Nikole O'Bryan, Leadership Institute  
Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Ms. Emma Brown, Director of Communications & Marketing  
Mr. Kevin Schilling, Director of Advocacy  
Ms. Lauren Johnson, Government Affairs Manager  
Ms. Rachal Gunderson, Operations & Data Manager  
Ms. Trish Flaig, Manager of Regulatory & Compliance Services  
Ms. Natalia Hilal, Member Engagement Coordinator  
Mr. Harald Hyllseth, Governance and Executive Coordinator  
Mr. Chester Baldwin, WSDA Lobbyist  
Mr. Allen Shimon, System Six

### **Board Action.**

- Approved January 31, 2025, Meeting Minutes.
- Approved BD-17-2024/2025 Amending WSDA Retro's Program Participation Agreement.
- Approved BD-18-2024-2025 House of Delegates Apportionment for 2025.

- The Board committed to supporting Access to Health Care Day.
- Dr. Tremblay, Dr. Titus, Dr. Dean, Dr. Benton, Dr. Vo, Dr. Aulakh, Dr. Buttar, Dr. Dorow, and Dr. Hobart volunteered to make new member welcome calls.
- The Board authorized spending up to \$100,000 to study how to implement the Indian Health Service oral preventative assistant into state law.
- The Board decided to give DDWA until the end of March 2025 to pay their outstanding PNDC sponsorship invoice.
- Approved BD-13-2024/2025 Amendments to Section 4.1 of the Standing Rules.
- Approved Revised BD-19-2024/2025 Appointment of Investment Policy Statement Task Force.
- The Board approved the creation of a task force focused on reviewing member resources available for loan repayment. Dr. Hobart, Dr. Vo, and Dr. Titus all volunteered to serve on this task force.
- The Board decided that the 2025 Leadership Institute could have up to 10 participants.

**Call to Order and Reading of the Mission & Vision Statements.** Dr. Dorow called the meeting to order at 8:30 a.m. and had Dr. McKinley read the WSDA mission & vision statements.

**Welcome and Introductions of 2024-2025 Leadership Institute.** All participants made introductions.

**Agenda.** The agenda was adopted with the following proposed additions:

- Item 15.8 became “WSDA Speaker of the House Selection Process”
- Item 6.3 “Report on WSDA Retro 2025 Program Refund” was pulled from the consent agenda and placed in the agenda as item 15.9
- Item 15.11 became Access to “Dental Health Day”
- Added time to speak about recent letters sent to WSDA member and non-member offices during the “Good of the Order”

**Presentation by Dr. Bill Busacca.** Dr. Busacca presented to the Board of Directors about issues with retired dentists maintaining licensure and meeting continuing education requirements when only providing charitable care.

**Consent Agenda.** The following items were approved on consent:

- Approval of Minutes of January 31, 2025
- BD-17-2024/2025 Amending WSDA Retro’s Program Participation Agreement
- BD-18-2024-2025 House of Delegates Apportionment for 2025
- ADA Board of Trustees Update

### **BD-17-2024/2025 Amending WSDA Retro’s Program Participation Agreement**

Background Statement. WSDA Retro is required to have all dental practices interested

in joining the program sign a Program Participation Agreement (Agreement). This Agreement was initially drafted by ERNwest and, from time to time, is reviewed to ensure the document is in alignment with current operations.

Staff recommends several revisions to the Agreement. Here's an overview:

1. All remaining references to individual member refunds (Sections 4.f.ii & 7.b.) have been removed from the Agreement to align with the Association's decision to use program refunds to bring down the cost of base membership and make other strategic investments.
2. The requirement to participate in one workers' compensation in-person training every three years (Section 6.e) has been stricken. While this training requirement was conceptualized when the program was founded in early 2020, staff and ERNwest now believe a training requirement is unnecessary.
3. Explicit references to the Business Development Committee (Sections 7 & 8) have been removed as this committee has not yet been enacted.

Therefore be it

RESOLVED, that the WSDA Retro Program Participation Agreement be amended as follows:

**Group Retrospective Rating Program Participation Agreement (*Revised 3.14.25*)**

**RECITALS:**

1. The Washington State Dental Association, hereinafter referred to as the "Association", has petitioned the Department of Labor and Industries, hereinafter referred to as "L&I," for enrollment in L&I's Industrial Insurance Group Retrospective Rating Program, hereinafter referred to as the "Program."
2. In conjunction with the petition for enrollment in the Program, the Association has engaged the services of Employer Resources Northwest, hereinafter referred to as "ERNW," for the purpose of providing program administrative, limited loss control, and claims management services.
3. The purpose of the Program is to:
  - a) Reduce the frequency and severity of industrial injuries suffered by employees of Members
  - b) Provide a professional claims management system for Members
  - c) Provide financial support to Members in the Program to help employees of Members safely return to work
4. Under the terms of this Agreement and as a condition of program participation, each enrolled participant, hereinafter referred to as the "Member," is bound by a contractual obligation with the Association for claims management services.

**NOW, THEREFORE, IN CONSIDERATION OF THE MUTUAL COVENANTS AND PROMISES HEREIN, THE PARTIES HERETO AGREE AS FOLLOWS:**

1. **Participation by the Member.** The Member agrees to participate in the Association's group retrospective rating program under the terms and conditions set forth hereinafter.

2. **Acceptance by the Association.** The Association agrees to accept the Member as a participant in the Program if the Member meets the eligibility requirements set forth hereinafter at paragraph 3 of this Agreement, and is subject to the various terms, requirements and conditions attached to such participation.
3. **Eligibility.** The Association, in its sole, absolute, and complete discretion, shall determine Member eligibility for the Program, in addition to other criteria, a member must:
  - a) Be determined to be eligible for retrospective rating and inclusion in the Program by L&I.
  - b) All owners of the practice have been disclosed and are members in “good standing” with the Association and L&I, having paid all premiums, fees, dues, penalties and assessments owed.
  - c) The Member’s workers’ compensation performance and L&I payment history meet the standards as set forth by the Association.
4. **Obligations of the Member.** The Member agrees to:
  - a) Cooperate fully with ERNW in all matters pertaining to claims administration, loss prevention, and loss control, including but not limited to:
    - i) immediately notify ERNW of any occurrence which could result in a workers’ compensation claim;
    - ii) providing any and all information and evidence related to any said claim;
    - iii) meeting with ERNW or L&I representatives as necessary for the purpose of investigating, defending, or resolving any said claim;
    - iv) appearing at any official meetings or hearings of L&I related to any said claim; and
  - v) actively assisting ERNW in efforts to return an injured employee to work.
  - b) Make a good-faith effort to act upon and implement loss prevention and loss control measures suggested by the Association, L&I and/or ERNW including offering an injured employee a light duty alternative if said light duty is reasonable under the circumstances.
  - c) Maintain their industrial insurance account at L&I in “good standing” through the timely payment of any and all premiums, penalties, fees and assessments due L&I.
  - d) Maintain membership in “good standing” with the Association, including the prompt payment of all dues, assessment and fees due the Association or the Program.
  - e) Assume financial responsibility for legal, expert witness, and/or surveillance costs in the event that the Member deems that such services are necessary.
  - f) Accept the decision of the Association if it is determined that the Member has failed to comply with the requirements of paragraph 4 of this Agreement.
  - i) Said Member shall be deemed in default hereunder and shall no longer be eligible for program participation until such time as the Association reinstates said Member.
  - ii) ~~Any Member deemed “in default” shall forfeit the right to participate in any refund adjustments for any Program plan year in which they participated.~~
5. **Claims Management Services.** The Association agrees to provide the following services, and may elect to do so through the engagement of a professional claim management firm:
  - a) Maintain records on each assigned Washington State claim and regularly

manage and review all workers' compensation claims which adversely affect the plan year results of the Member and the Association;

b) Represent the Member's interest and take appropriate action to minimize charges against the Member's L&I industrial insurance account;

c) Verify the facts surrounding each time loss claim and arrange for medical, vocational or other expert review as necessary;

d) Conduct interviews, and/or take statements from, the claimant, witnesses, medical providers, vocational counselors, and other experts or representatives as necessary;

e) Monitor the treatment programs of claimants as necessary;

f) Assist the Member in arranging claimant rehabilitation, retraining, or light duty as appropriate;

g) Provide regular statistical and narrative reports concerning the status of industrial insurance claims which impact Program results;

h) Provide services that are in compliance with Washington statutes and administrative codes;

i) ERNW shall not provide services that are deemed to be the practice of law.

**6. Duration of Agreement / Termination of Participation.**

a) This Agreement shall be effective as of the date of program enrollment and will remain in effect until canceled by the member as discussed in paragraph 6(d), or upon removal from the program by the Association.

b) For the purposes of this agreement the programs plan year starts on April 1st and ends on March 31st of each year.

c) The member will be automatically reenrolled into the program at L&I for subsequent program plan years unless the member cancels participation, as described in 6(d), or is removed from the program by the Association.

d) This Agreement may only be canceled by the Member at the end of any given plan year. The Member agrees to notify ERNW and the Association in writing prior to March 15th of the start of the next plan year of their desire to discontinue Program participation.

~~e) Participate in at least one (1) workers' compensation in-person training offered by the Association every three (3) years.~~

**7. Limitation of Liability and Indemnification.**

a) The Member agrees to hold the Association, its Board of Directors, its ~~Business Development~~relevant Ccommittees, other Members and ERNW harmless from and against any and all claims, demands, losses, liabilities, obligations, damages, costs, and expenses (including reasonable attorney's fees) resulting from or arising out of participation or denial of participation in the Association Group Retrospective Rating Program.

~~b) The Association, its Board of Directors, its Business Development Committee and ERNW makes no guarantees, warranties or assurances regarding any projected future group or individual refunds. As a party to this Agreement the Member acknowledges and understands that due to numerous factors any Program refund projections may change.~~

**8. Confidentiality.** The Association, its Board of Directors, its ~~Business Development Committee~~, other Members, and ERNW shall not use confidential information about the Members other than for the purposes of administering and managing the Program.

9. **Direct Medical Payment.** The program and participants shall abide by the terms and conditions of WAC 296-17, which prohibits the direct payment to medical service providers for medical services related to an industrial injury or occupational disease. Violation of this WAC provision may cause a participant's removal from the program, and may bar the participant from participation in all future retrospective rating programs supervised by L&I. Payment of monthly direct fees made on behalf of employees to qualifying direct primary care service providers as permitted by RCW 48.150.050 does not disqualify the program or participant from participating in the program.
10. **Attorney Fees.** If legal action is instituted to enforce any of the terms or provisions of this Agreement, the prevailing party shall be entitled to reasonable attorney's fees and costs to be awarded by the court. It is agreed that the venue of any such legal action, regardless of which party to this Agreement may commence the same, shall be in the Superior Court of the State of Washington for King County.
11. **Prior Agreements.** This Agreement and any attachments contain the entire understanding of the parties relating to the subject matter hereof and shall supersede any prior written or oral agreements or communications between the parties pertaining to the subject matter of this Agreement.
12. **Amendment.** This Agreement shall not be amended except by a writing duly executed by each of the parties.
13. **Governing Law.** This agreement shall be governed by and construed and enforced in accordance with the laws of the State of Washington.

end

**BD-18-2024/2025**  
**House of Delegates Apportionment for 2025**

Background Statement. The Articles of Incorporation of WSDA specify that January 1 is the date on which to base the apportionment of the House of Delegates each year. The House has a minimum number of 77 delegates. Four of these are WSDA Officers, two are student members, and 17 are allocated based on one for each component society, regardless of size. The remaining members are apportioned among the components using the modified proportional method approved by the 2004 House of Delegates, assuring a minimum of 77 delegates.

In 2005, the House of Delegates approved adding one more step to the process as follows: once all the remaining at-large delegates have been apportioned, any dental society left with only a single delegate receives one additional delegate for that year only.

Based on the number of active and life members in each component as of January 1, 2025, the apportionment of the 2025 House of Delegates has been determined. A copy of the computation follows this resolution. Upon approval of the Board of Directors, the component societies will be notified.

RESOLVED that the Board of Directors approves the apportionment of the 2025 WSDA House of Delegates, computed in accordance with the Articles of Incorporation and



shown on the next page with **78** delegates.

SOCIETY	#	%	ALLOCATION	AUTOMATIC	ALLOCATED	FRACTIONAL	ALLOCATION OF	SUBTOTAL	ADD 1 DELEGATE	2025	
	OF	OF	FACTOR	DELEGATES	DELEGATES	DELEGATES	REMAINING	OF DELEGATES	TO ANY COMP WITH	TOTAL	2024
	MEMBERS	WSDA	COLUMN C X 53		(WHOLE NUMBER FROM	REMAINING FRACTION	DELEGATES	(COLUMNS E, F & H)	1 DELEGATE	DELEGATES	DELEGATES
	2024	MEMBERS	allocatable delegates)		COLUMN D)	FROM COLUMN D)			IN COLUMN I	(COLUMNS I & J)	
Benton Franklin	135	0.033055828	1.751958864	1	1	0.751958864	1	3		3	3
Clark County	211	0.051665034	2.738246817	1	2	0.738246817	1	4		4	4
Grant	42	0.010284035	0.545053869	1	0	0.545053869	1	2		2	2
Grays Harbor	26	0.006366308	0.3374143	1	0	0.3374143		1	1	2	2
Kitsap	167	0.040891283	2.167238002	1	2	0.167238002		3		3	3
Lewis	32	0.007835455	0.415279138	1	0	0.415279138		1	1	2	2
Lower Columbia	38	0.009304603	0.493143976	1	0	0.493143976	1	2		2	2
Mount Baker	235	0.057541626	3.04970617	1	3	0.04970617		4		4	4
North Central	83	0.020323213	1.077130264	1	1	0.077130264		2		2	2
Olympic	56	0.013712047	0.726738492	1	0	0.726738492	1	2		2	2
Pierce	404	0.098922625	5.242899119	1	5	0.242899119		6		6	6
Seattle-King	1571	0.38467189	20.38761019	1	20	0.387610186		21		21	22
Snohomish	370	0.090597453	4.801665034	1	4	0.801665034	1	6		6	6
Spokane	346	0.084720862	4.490205681	1	4	0.490205681		5		5	5
Thurston Mason	180	0.044074437	2.335945152	1	2	0.335945152		3		3	3
Walla Walla	60	0.014691479	0.778648384	1	0	0.778648384	1	2		2	2
Yakima	128	0.031341822	1.661116552	1	1	0.661116552	1	3		3	3
Students	2			2	0	0		2		2	2
WSDA Officers	4			4	0	0		4		4	4
TOTALS	4090			23	45		8	76		78	79
					53	Allocatable delegates					
					45	Allocated delegates					
					8	Unallocated remaining delegates					

end

## 2025 Pilot Recruitment and Retention Update

The Board and staff discussed the March 2025 Pilot Recruitment and Retention dashboard.

### Ongoing Actions to Recruit Nonmembers

Mr. Trotter provided an update on recent recruitment efforts, including direct calls, texts and emails from WSDA leaders to nonmembers and those that had not yet renewed membership for 2025. This outreach will be expanded to include WSDA Retro participating offices with owners that have not renewed membership for 2025. The Board talked about the possibility of conducting outreach calls on some Mondays.

### Discussion on WSDA Base Membership Rates for 2026

The Board had a preliminary discussion about base membership rates for the second year of the pilot (2026). Mr. Killpack and Mr. Trotter recommend that, based on the ongoing Fonteva related issues, WSDA simplify its package offerings and focus on reducing the base membership rate for 6+ members as much as possible so long as members that obtained the WDIA Appreciation package in 2025 would not see an increase in their base membership rates in 2026. The Board agreed with this approach.

The Board also discussed longer term packages and membership incentives.

## **Discussion on Component Society Rates and Financial Support for 2026**

The Board discussed what it will propose to the 2025 House of Delegates with regards to component society base membership rates and any additional financial support from WSDA. Mr. Killpack reported the first quarter look at 2025 membership revenue for each component compared to 2024 membership revenue will occur in the next few weeks.

The Board discussed how general financial need fluctuates from component to component, based upon several factors including cash on hand, size, and non-dues revenue sources. The Board expressed an interest in increasing financial support for some component societies in 2026 as opposed to providing all component societies with the same level of support. Dr. Egbert agreed to work with Mr. Killpack on a proposal for the Board to consider at its next meeting.

## **Fonteva Discussion**

The Board discussed the evolving situation with Fonteva implementation and the steps that ADA has taken after the departure of former ADA Executive Director Dr. Ray Cohlma.

## **Board Work Groups:**

### **Budget and Finance:**

Dr. McKinley spoke on behalf of the workgroup. The workgroup revised BD-19-2024/2025 will be discussed later in the meeting. The workgroup also reviewed WSDA's financials as reported by Mr. Shimon.

### **Governance and Leadership:**

Dr. Dean presented on behalf of the work group. The work group discussed the upcoming annual board evaluation and the Washington Consolidated Dental Society.

### **Association Programs:**

Dr. Buttaro presented on behalf of the work group. She said the group recommended continuing the WDIA Appreciation package through the end of the membership year. The work group spent time discussing whether the Board should start a communication task force. The discussion will continue at the next meeting.

Drs. Tremblay, Titus, Dean, Benton, Vo, Aulakh, Buttaro, Dorow, and Hobart all volunteered to make new member welcome calls.

## **2025 Legislative Session Update**

Mr. Killpack gave kudos to the legislative team for their great efforts in Olympia this year. Mr. Schilling and Mr. Baldwin shared information on how the WSDA-backed legislation passed with huge support from legislators. They fielded questions from the

Board about the legislative process moving forward and the WSDA's legislative activities.

Mr. Schilling provided an overview of the Ruckelshaus process and stated that there would be more discussion about strategy at the next meeting.

### **Making a Financial Investment to Study Oral Preventive Assistants**

The Board discussed a proposal presented by staff to fund a study on oral preventive assistants in order to provide momentum for future legislation. This approach has been used to push forward progress on the creation of other new health care professions. Mr. Killpack noted that while the hope is that a WSDA matching contribution would spur an appropriation in the state operating budget, there's a possibility that the WSDA would have to entirely fund the study. Dr. Dorow noted that the membership and dentistry as a whole need access to new preventive care workforce.

Dr. Hobart moved and Dr. Russell seconded that WSDA provide up to \$100,000 to fund a study on oral preventative assistants. The Board voted to approve this report in a vote of 15-1.

### **ComplyBetter Update**

Ms. Flaig reported to the Board on the ComplyBetter launch over the last several months. So far WSDA is able to provide the required customer support within the current level of staffing. The Board discussed the increasing market push for the program.

Ms. Flaig and Mr. Trotter discussed the ongoing development of ComplyBetter and the improvements currently in progress with our development partners, Raccoon Gang. Staff anticipates that ongoing development expenses will be funded by ComplyBetter revenue.

Mr. Killpack presented on the strategy for expanding ComplyBetter into other states through partnerships with state dental associations. For this first phase of expansion he recommends that ComplyBetter partner with associations with established executives and strong non-dues revenue initiatives within and states that use the federal OSHA plan for safety and health regulations. The Board agrees with this approach.

Based upon these criteria, Mr. Killpack recommended Missouri and Wisconsin as logical partners for ComplyBetter's first phase of expansion. Mr. Killpack asked for the Board's support to reach out to the Wisconsin and Missouri Dental Associations to establish ComplyBetter partnerships in 2026. The Board gave its unanimous support.

### **Regulatory Update**

Ms. Flaig presented a regulatory update to the Board, including a conversation about dermal fillers. Dr. Hudson requested that staff provide a written regulatory update for

each meeting going forward.

### **PNDC Update**

The Board discussed the upcoming 2025 PNDC.

### **Discussion on Delta Dental of Washington Sponsorship**

Mr. Killpack provided background information on an outstanding PNDC Sponsorship invoice that Delta Dental of Washington (DDWA) has not paid. The Board discussed the response that WSDA should take.

The Board motioned and seconded to give DDWA until the end of the month (March) to pay the outstanding invoice.

The Board then discussed the future of the “Community Partner” level sponsorship at PNDC starting in 2026. Dr. Russell made a motion to end the Community Partner level of sponsorship starting in 2026.

Dr. Dean offered the following friendly amendment: “Any dental benefit carrier cannot hold a community-level partnership at PNDC starting in 2026.” This friendly amendment was accepted.

The Board then passed the amended motion unanimously.

### **Future of Relationship with DDWA**

The Board discussed recently dissolved work groups, DDWA’s Member Advisory Panel, and the Member Nominating Panel.

### **WDIA Update**

Mr. Killpack gave a brief overview on the state of WDIA. He explained how the significant increase in the average Business Owner’s Policy (BOP) commission, post-TDIC partnership, will allow WDIA to surpass its peak commission revenue with TDIC with a smaller professional liability book of business. He expressed his optimism in WDIA returning to profitability in the 2026 fiscal year.

### **BD-13-2024/2025 Amendments to Section 4.1 of the Standing Rules**

Background Statement. At its last meeting, the Board of Directors decided to examine and update the Expense Policy Standing Rule. With regards to PNDC Board reimbursement, staff was asked to develop a financial impact that these proposed modifications would have on the Association’s annual operating budget. Staff projects that these changes would result in an additional expense of \$14,000-\$17,000 per year

for travel, hotel, and per diem, as well as a reduction in PNDC registration revenue of \$4,000-\$5,000.

Therefore, be it

RESOLVED, that Section 4.1 of the Standing Rules be amended as follows:

#### **4.1. Financial Impact and Expense Policy**

##### **A. Payment of Expenses**

1. Eligibility. The provisions of the Bylaws and this Standing Rule shall govern the payment of authorized expenses of Washington State Dental Association Officers, members of the Board of Directors, Delegates and Alternate Delegates to the American Dental Association, members of standing committees, members of task forces, members of leadership institute, members of the Association and others designated for specific assignments by authority of the House of Delegates, Board of Directors or President provided that budgetary provision has been duly made for the expenses claimed.

2. Documentation. Except as otherwise provided by this Standing Rule, expenses shall be paid only upon submission of a completed expense reimbursement form used by the Association~~presentation of a signed voucher to the Secretary-Treasurer~~, with appropriate receipts attached. Each person to whom payment is made shall be responsible for maintaining appropriate records and receipts for tax purposes.

3. Excess Expenses. The Secretary-Treasurer and Executive Director have the authority to assess whether submitted expenses are out of alignment with this Standing Rule, which may result in partial or no reimbursement~~must give prior written approval for expenses that are expected to exceed the limits expressed in paragraphs B. 1., 2., and 3. Requests may be subject to board approval.~~

~~4. The Association Meetings and Expenses Not Detailed in this Rule. All member requests for expense reimbursement not covered in Standing Rule III B. C. or D. must be submitted, in writing, with an explanation of why reimbursement is requested, to the Controller. The Secretary-Treasurer and Executive Director will review all requests. Requests may be subject to board approval.~~

**B. Meetings of the Board of Directors, Standing Committees, Task Forces, and Board of Affiliated Entities Whose Expenses are Paid by WSDA (DentPAC and WSDA Foundation)**

1. Transportation. Expenses shall be allowed as follows:

- a. the actual cost of coach airfare (members are expected to make airline reservations in a timely manner whenever possible)~~lowest coach airfare in effect two weeks prior to departure date not to exceed \$800.~~
- b. the current standard IRS auto business mileage allowance
- c. the actual costs of ferry, bus or railroad tickets
- d. the actual cost of parking at airports, hotels and meeting sites

e. the actual cost of airport shuttle service or taxi to and from the meeting site or hotel

f. ~~taxi expenses will be allowed on an individual basis only if public transportation is unavailable on a timely basis, the lowest priced public transportation fare exceeds the taxi fee, or time is of essence. If an unauthorized rental car is utilized, reimbursement for each individual will be at the appropriate public transportation rate.~~

2. Meals & Incidental Expenses. WSDA will reimburse \$50 per day (in the State of Washington) and \$100 per day (out of state) for meetings, as well as travel to and from meetings. ~~Reimbursement shall include the maximum federal per diem for the location of the meeting, provided such requests do not include meals provided at the meeting.~~ The Secretary-Treasurer shall have discretion in determining daily per diem amounts when some meals are provided at a meeting and some meals are not.

3. Lodging. Reimbursement shall include actual lodging expenses, not to exceed the hotel standard rate per night when an overnight stay is required. ~~Lodging generally will not be paid when traveling to and from a one-day meeting.~~ Lodging will not be provided for individuals attending one day meetings at the Association office or designated meeting location if traveling less than 25 miles to 126 NW Canal St, Seattle, WA 98107 or designated meeting location. It is recognized that some meeting attendees, due to meeting times, distance traveled and weather conditions, may require an extra night's lodging. Such cases will be dealt with ~~on an individual basis~~, in advance when possible, by the Executive Director and /or Secretary- Treasurer in consultation with the meeting chair.

### C. Specific Meetings

1. ADA House of Delegates and 11<sup>th</sup> District Caucus. The expenses for Delegates and up to six alternate delegates, ~~including the Editor,~~ are eligible for reimbursement. Any additional alternate delegates will not be reimbursed. The establishment of expense reimbursement policy for the ADA House of Delegates and 11<sup>th</sup> District Caucus ~~will~~may vary year to year to accommodate meeting locations and schedules~~adjustments made by the ADA and 11<sup>th</sup> District Caucus.~~ If reimbursable expenses for an ADA House of Delegates and/or 11<sup>th</sup> District Caucus meeting will deviate from Section B of this Standing Rule, all Delegates and alternate delegates shall be notified of the differences. A notice outlining reimbursable expenses for the upcoming ADA House of Delegates and 11<sup>th</sup> District Caucus shall be provided to all Delegates and alternate delegates eligible for reimbursement no later than three months prior to the impacted meetings first in person meeting of the 11<sup>th</sup> District Caucus of the calendar year.

2. Pacific Northwest Dental Conference (PNDC). The WSDA shall provide complimentary registration and up to three nights of hotel for ~~the President~~ members of the WSDA Board of Directors, members of the leadership institute, the members of the Committee on Continuing Education and other members handling PNDC assignments authorized by the Committee on Continuing Education or WSDA Board of Directors. If reimbursable expenses for PNDC deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences no later than 2 weeks prior to the meeting. ~~The above named individuals shall be entitled to reimbursement of transportation expense (see paragraph B.1.)~~ — Members of

~~the Board of Directors shall be entitled only to reimbursement of lodging and transportation expense consistent with Standing Rule III. B. (see paragraphs B.1. and B.3).-~~

3. WSDA House of Delegates. The WSDA shall provide rooms in the headquarters hotel for the President, President-elect, Secretary-Treasurer, Immediate Past President, other WSDA Board members who are not otherwise serving as delegates, Speaker of the House, ~~Editor~~, parliamentarian, ~~members of the Committee on Budget and Finance~~, members of the leadership institute, and ~~two~~two~~credentialed~~predoctoral student delegates. If reimbursable expenses for WSDA House of Delegates deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences no later than 2 weeks prior to the meeting.~~The above-named individuals shall be entitled to reimbursement of transportation expense (see paragraph B.1.).-~~

Other members presenting on substantive business before the House of Delegates not listed in the preceding paragraph are only eligible for reimbursement of expenses with prior approval of the ~~Board of Directors~~President. Reimbursement of expenses shall be provided for these members in the same manner as described in the preceding paragraph.

4. Dental Action Day. The WSDA shall provide one night of hotel for the members of the WSDA Board of Directors, the members of the DentPAC, Legislative Task Force, members of the leadership institute, and other members handling Dental Action Day assignments authorized by the Legislative Task Force, WSDA Executive Director or WSDA Board of Directors. If reimbursable expenses for Dental Action Day deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences no later than two weeks prior to the meeting.

5. Other ADA Meetings. Reimbursement from WSDA rates for ADA arranged meetings for members invited in their capacity as a WSDA leader shall be pre-authorized by the Secretary-Treasurer and/or Executive Director Vice President of Finance prior to the meeting. WSDA will not reimburse for expenses covered by the ADA.

#### D. Special Circumstances

1. Other Expenses. When ~~the WSDA Officers~~President and President-elect incur expenses not specifically covered by this Standing Rule, the Secretary-Treasurer shall determine acceptable reimbursement rates.

2. Expenses of Spouses or Partners. The following table outlines the reoccurring meetings for which WSDA will reimburse for spouse or partner travel expenses. If reimbursable expenses for spouses or partners deviate from Section B of this Standing Rule, all individuals eligible for reimbursement shall be notified of the differences ~~Travel and meal expenses incurred by spouses or partners shall be reimbursed at rates to be determined~~

by the Secretary-Treasurer for specific meetings when spouses or partners are invited. In the case of the President (or his/her designee), expenses will be paid for one other person when invited at the President's (or his/her designee) discretion.

### **Spouse or Partner Travel Policy for Membership**

<b>Meeting</b>	<b><u>Invited Attendees Eligible for Reimbursed Expenses by WSDA</u></b>	<b>Spouse or Partner Attendance Reimbursed?</b>
ADA President's Elect Conference	President Elect	No
<u>Meetings Amongst 11<sup>th</sup> District</u> (Alaska, Idaho, Montana, Oregon) <u>Annual Meetings State Dental Associations</u>	<u>Officers, additional attendees designated by the President and/or Executive Director</u>	No
<del>Emerging Issues Conference (CDA, ODA, WSDA)</del>	<del>President, President Elect, Executive Director, up to four additional attendees selected by President</del>	<del>No</del>
Pacific Northwest Dental Conference	<del>All Officers and Executive Director</del> Outlined in Section C.2	No
Western States Presidents' Conference (13 western states)	President, President-elect, Executive Director	Yes
WSDA House of Delegates	<del>All Officers and Executive Director</del> Outlined in Section C.3	No
11 <sup>th</sup> District Caucus	All ADA Delegates and Alternates, Executive Director, select staff	No
ADA House of Delegates	<del>All ADA Delegates and Alternates, Executive Director, select staff</del> Outlined in Section C.1	No
<del>Officer's Retreat</del>	<del>All Officers and Executive Director</del>	<del>No</del>
Board/Staff Holiday Party	Board of Directors, All Staff	Yes
Dental Action Day	Board of Directors, select Staff	No
Component Society Visitations	President or designee, Executive Director or designee(s)	No

end

BD-13-2024/2025 was presented to the Board after passing through the Governance and Leadership Work Group. With presented amendments, the resolution was motioned and seconded. The Board passed the resolution unanimously.



## **Washington Consolidated Dental Society Update**

The Board discussed that the Yakima Valley Dental Society has declined the invitation to join the WCDS in 2026. The Board discussed other components that may join Benton Franklin Counties Dental Society.

### **REVISED BD-19-2024/2025**

#### **Appointment of Investment Policy Statement Task Force**

RESOLVED, that a Task Force is appointed to revise the Association's Investment Policy Statement with revisions due to the Board of Directors no later than July 31, 2025. The Task Force will have the following members:

- Dr. Lisa Egbert, Chair
- Dr. Mike Buehler
- Dr. Bryan Edgar
- Dr. Melanie Lang
- Dr. Blake McKinley
- Dr. Nathan Russell

end

This revised resolution was presented to the Board by the Budget and Finance Work Group. BD-19-2024/2025 was motioned and seconded. The Board then passed it unanimously.

#### **Open Elected Positions at 2025 WSDA House of Delegates**

The Board discussed open positions at the upcoming 2025 House of Delegates.

#### **June Board Meeting Logistics**

Mr. Trotter presented information about the two-day June 2025 Board meeting, including dinner and lodging updates.

#### **Discussion on Expense Reimbursement Contributions to DentPAC and WSDA Foundation**

Mr. Killpack explained a request by staff and System Six to end the option of making contributions to DentPAC and WSDA Foundation via expense reimbursements to reduce administrative complexity. The Board did not raise any objections to ending this type of contribution.

#### **WSDA Speaker of the House Selection Process**

Mr. Killpack notified the Board that previous House of Delegates Speaker of the House, Dr. Sholudko, is unable to serve again in 2025 per WSDA Bylaws. Dr. Tyler Rumble has expressed strong interest in serving. The Board will select a Speaker and Parliamentarian at its next meeting.

## **Report on Future of WSDA Leadership Institute**

Mr. Killpack explained that the Nominations Committee will meet in one week. The Nominations Committee requested guidance from the Board on an upper limit on the number of Leadership Institute program participants that could be included for the 2025-26 cohort. The recommendation from the Board was to select up to 10 participants.

## **ADA Board of Trustees Update**

The Board had a discussion about loan repayment derived from a section of a recent ADA Board of Trustees update.

Dr. Aulakh motioned to create a task force to explore available resources for loan repayment and what, if anything, WSDA could do to provide informational assistance. This motion was seconded. The motion was passed unanimously.

Dr. Hobart, Dr. Vo, and Dr. Titus will serve on this task force.

## **Access to Dental Health Day**

Dr. Dean presented to the Board about Access to Health Care Day on April 7th, sponsored by Seattle Center Foundation (#AccessToHealthCare). She asked the Board for permission to have WSDA be a partner in Access to Health Care Day.

The Board deliberated about mission alignment and generally advocating for oral health care.

The motion was seconded and approved to support this event.

## **Leadership Institute Debrief and Suggestions for Future Years**

Leadership Institute members shared their opinions on being a part of the 2024/2025 cohort with the Board.

## **“Good of the Order”**

The Board discussed the recent letters sent to local dental offices, of members and non-members.

WSDA staff will work to send support arrangements from the Board of Directors to the offices affected.

## **Executive Session**

Executive session started at 4:34 p.m. and ended at 5:07 p.m.

**Adjournment.** There being no further business, the meeting was adjourned at 5:08 p.m.

Respectfully submitted,

Dr. Chris Dorow, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Bracken Killpack  
Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing  
and Special Committees and Task Forces; Presidents,  
Executive Directors of Component Dental Societies  
ADA President (if from the Eleventh Trustee District)  
; WSDA Attorney; the WSDA House of Delegates

## **Board of Directors**

**Date/Time/Place:** Saturday, May 10, 2025 / 9:15 a.m./ Washington State Convention Center

### **Board Present:**

Dr. Chris Dorow, President

Dr. Lisa Egbert, President-elect

Dr. Blake McKinley, Jr., Secretary/Treasurer - Excused

Dr. Nathan Russell, Immediate Past President

Dr. Puneet Aulakh (2027)

Dr. Patricia Benton (2027)

Dr. Lisa Buttaro (2026)

Dr. Brittany Dean (2025)

Dr. Emily Hobart (2025)

Dr. Kevin Hudson (2026)

Dr. Melanie Lang (2026)

Dr. Stephen Rupert (2027)

Dr. Marshall Titus (2026)

Dr. Daniel Tremblay (2025) - Excused

Dr. Crystal Vo (2027)

Dr. Daniel Wilson (2025)

**Others Present:** Mr. Bracken Killpack, Executive Director

**Call to Order:** The meeting was called to order at 9:15: a.m.

**Executive Session:** The Executive session started at 9:15 a.m. and ended at 9:40 a.m.

**Adjournment.** There being no further business, the meeting was adjourned at 9:44 a.m.

Respectfully submitted,

Dr. Chris Dorow, President

Attest to: Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Bracken Killpack  
Acting as Secretary

1st Distribution: Board of Directors

2nd Distribution: (After approval by the Board of Directors) Chairs, Standing and Special Committees and Task Forces; Presidents, Executive Directors of Component Dental Societies  
ADA President (if from the Eleventh Trustee District)  
; WSDA Attorney; the WSDA House of Delegates

## **Board of Directors**

**Date/Time/Place:** Friday & Saturday, June 6-7, 2025 / Association Office

**Board Present:** Dr. Chris Dorow, President  
Dr. Lisa Egbert, President-elect  
Dr. Blake McKinley, Jr., Secretary/Treasurer  
Dr. Nathan Russell, Immediate Past President  
Dr. Puneet Aulakh (2027)  
Dr. Patricia Benton (2027)  
Dr. Lisa Buttaro (2026)  
Dr. Brittany Dean (2025)  
Dr. Emily Hobart (2025)  
Dr. Kevin Hudson (2026)  
Dr. Melanie Lang (2026)  
Dr. Stephen Rupert (2027)  
Dr. Marshall Titus (2026)  
Dr. Daniel Tremblay (2025)  
Dr. Crystal Vo (2027)  
Dr. Daniel Wilson (2025) - Excused

**Others Present:** Mr. Bracken Killpack, Executive Director  
Mr. Kainoa Trotter, Assistant Executive Director  
Ms. Emma Brown, Director of Communications & Marketing  
Mr. Kevin Schilling, Advocacy Director  
Ms. Lauren Johnson, Government Affairs Manager  
Ms. Trish Flaig, Manager of Regulatory & Compliance Services  
Ms. Crystal McGaffin, Dental Benefits Advocacy Manager  
Mr. Allen Shimon, System Six  
Mr. Chris Williams, System Six  
Mr. Peter Aaron, Consultant

### **Board Action.**

- Approved March 14, 2025 Meeting Minutes.
- Approved May 10, 2025 Meeting Minutes.
- Approved BD-25-2024/2025 WDIA Board Appointments.
- Approved BD-26-2024/2025 Wellness Task Force Appointment and Chair.
- Approved BD-27-2024/2025 Committee on Regulatory Affairs Appointments.
- Provisionally approved the 2025-2026 WSDA Operating Budget.
- Approved a \$10,000 Contribution from WSDA to the Peninsula College Dental Hygiene program.

- Directed staff to draft a House of Delegates resolution outlining guiding principles for WSDA to support increased independence of the Washington Dental Commission.
- Approved BD-28-2024/2025 as amended.
- Changed the name to “WSDA Retro” to “WSDA L&I Advantage”.
- Approved BD-29-2024/2025 as amended Additional Recommendations for Appointment to the Washington Dental Commission.
- Approved BD-30-2024/2025 Final Adoption of WSDA 2026-2028 Strategic Plan.

**Call to Order and Reading of the Mission & Vision Statements.** Dr. Dorow called the meeting to order at 1:07 p.m. and had a reading of the WSDA mission & vision statements.

**Agenda.** The agenda was adopted without revisions.

**Consent Agenda.** The following items were approved on consent:

- Approval of Minutes of March 14, 2025, Meeting
- Approval of Minutes of May 10, 2025, Meeting
- BD-25-2024/2025 WDIA Board Appointments
- BD-26-2024/2025 Wellness Task Force Appointment and Chair
- BD-27-2024/2025 Committee on Regulatory Affairs Appointments
- WDIA Professional Liability & BOP Dashboard June 2025
- Recap of April 2025 ADA Board of Trustees Meeting

### **BD-25-2024/2025 WDIA Board Appointments**

Background Statement: WSDA is the sole shareholder of WDIA. The WSDA Board of Directors must appoint the WDIA Board of Directors. The WDIA Board of Directors recommends the following appointments for the Board's consideration.

- The WDIA Board has recruited Dr. Chad Merkel for his first three-year term.
- The WDIA Board would like Dr. Halee Hyatt to be appointed to her second three-year term.
- The WDIA Board would like Dr. Bernard Larson to be appointed to an additional one-year term to provide continuity as we add new directors for the next year.

Therefore, be it

RESOLVED, that Drs. Hyatt and Merkel be appointed to three-year terms on the WDIA Board of Directors with terms ending in May 2028;

and be it further

RESOLVED, that Dr. Bernard Larson be appointed to a one-year term on the WDIA Board of Directors with term ending in May 2026.

end

**BD-26-2024/2025**  
**Wellness Task Force Appointment and Chair**

Background Statement: The WSDA Board of Directors can make appointments to the WSDA Task Forces and can designate a chair.

Therefore, be it

RESOLVED, that Dr. Cameron Randall be appointed to the Wellness Task Force;

And be it further

RESOLVED, that Dr. Emily Hobart be designated as chair of the Wellness Task Force.

end

**Executive Session.** The Board went into Executive Session at 1:10 p.m. Mr. Kevin Schilling was excused from Executive Session at 3:17 p.m. and returned to the meeting at 3:25 p.m. The Executive Session adjourned at 3:38 p.m.

**PNDC.** The Board and staff debriefed on the 2025 Pacific Northwest Dental Conference and also discussed future PNDC meetings. There was extensive discussion about potential incentives for increasing hotel room nights at future meetings.

The first day of the meeting, June 6, concluded at 4:30 p.m. The second day of the meeting, June 7, began at 8:36 a.m.

**Review of April 2025 Financial Statements.** Mr. Shimon presented the Association's financial statements through April 2025 and answered questions from the Board of Directors.



**2025-2026 Operating Budget.** Mr. Shimon presented the proposed 2025-2026 Operating Budget for WSDA as revised by the Budget and Finance Board Work Group. Dr. Tremblay recommended that staff look into passing along credit card transaction fees onto vendors in future budgets; Mr. Killpack agreed to have staff explore this possibility. Dr. McKinley moved to provisionally approve the 2025-2026 Operating Budget. The motion was seconded and adopted.

**Financial Support for Peninsula College Dental Hygiene Program.** The Board of Directors discussed options for providing financial support to establish a new dental hygiene program at Peninsula College. A motion was made for WSDA to contribute \$10,000 prior to the 2025 House of Delegates and work to increase additional financial support from other channels. The motion was seconded and adopted.

The Board had a discussion about the performance of System Six and WSDA's accounting procedures over the last year.

**ComplyBetter.** Ms. Flaig provided an update on ComplyBetter users and breakdown on dental office types using ComplyBetter. She also discussed reporting and functionality enhancements that are in development. Ms. Brown discussed the new ComplyBetter website and initial marketing efforts, including ComplyBetter sponsored continuing education events at several component societies across the state.

Mr. Killpack discussed ComplyBetter expansion plans in Wisconsin, New Jersey, and Missouri in 2026.

**Regulatory Affairs.** Mr. Flaig provided an update and current rules before the Washington Dental Commission. Drs. Egbert and Dean provided an update on discussions they and Ms. Flaig have had with Washington State Society of Oral and Maxillofacial Surgeons about inspections for IV sedation permit holders. WSDA will continue to explore a potential partnership to provide onsite inspection services.

Mr. Killpack and Ms. Flaig asked the Board of Directors for guidance on determining an Association position on increasing the independence of the Washington Dental Commission. They recommend that the House of Delegates establish a position on this topic for the Association. The Board of Directors had robust discussion on dental commission independence.

Dr. Dean moved that WSDA staff draft a House of Delegates resolution that outlines guiding principles that support dental commission independence that can be considered at the August meeting. Dr. Rupert seconded the motion. The motion passed unanimously.

The Board of Directors considered BD-28-2024/2025.

## **BD-28-2025**

**Recommendations for Appointment to the Washington Dental Commission**  
Background Statement: The WSDA Board of Directors makes recommendations to the Governor's office concerning appointments to the Dental Quality Assurance Commission (DBA Washington Dental Commission. For this year's application cycle, Regulatory Affairs Committee members Dr. Bryan Edgar, Dr. Blake McKinley, Dr.

Dave Keller, Dr. Rolf Christensen, Dr. Keyvan Sohrabi, and Dr. Kha Nguyen reviewed the applicants' resumes, applications, and questionnaire responses to determine who should be recommended by WSDA. After careful consideration of each applicant's education, qualifications, and demonstrated experience, the Committee on Regulatory Affairs is recommending three individuals for appointment.

Therefore, be it

RESOLVED, that the WSDA Board of Directors formally recommends Dr. Alizera Besharati, Dr. Srinivasa Chandra, and Dr. Marshall Whitener for appointment to the Washington Dental Commission.

end

The Committee on Regulatory Affairs recommended that WSDA endorse three dentists for the dental commission; two of whom are non-members. After discussion, the Board decided to vote on each person individually. Dr. Marshall Whitener was the only candidate that received sufficient votes to be recommended for appointment to the Washington Dental Commission. BD-28-2024/2025 was amended and adopted as follows:

RESOLVED, that the WSDA Board of Directors formally recommends Dr. Marshall Whitener for appointment to the Washington Dental Commission.

**WSDA Retro Update.** Mr. Killpack and Ms. Brown provided a brief update on WSDA Retro program. Ms. Brown shared recommendations for changing the name of WSDA Retro as many members are unclear about the benefits of the program. After robust discussion, Dr. Tremblay moved that WSDA Retro be renamed "WSDA L&I Advantage." Dr. Hobart seconded the motion. The motion passed unanimously.

**Support & Outreach for Seattle King County Dental Society.** The Board of Directors had a robust discussion about the state of WSDA's largest component society and concerns about its ongoing operation. The Board discussed and approved a series of recommendations that WSDA should direct Seattle King County Dental Society to take:

- Decrease SKCDS base membership for 6+ members to \$150.
- Bring in external support to draft external and operational plans.
- Determine the appropriate level of staffing to achieve their strategic and operational plans.

The following Board members agree to participate in ongoing outreach and support to Seattle King County Dental Society: Drs. Egbert, Dorow, Titus, Aulakh, Benton, and Vo.

**Membership.** Mr. Killpack discussed current membership as of end of May 2025. Mr. Trotter discussed ongoing work with ADA as well as updates with Fonteva and the pilot work group. Mr. Trotter also discussed a new online continue education offering for early career nonmembers.

The Board of Directors discussed BD-24-2024/2025.

#### **BD-24-2024/2025**

#### **Approval of 2026 Pilot Membership Rates and Package**

Background Statement. HD-15-2024 *Reimagining Membership*:

*Establishment of 2025-2027 Membership Model Pilot* empowers the Board of Directors to approve the membership rates and package(s) for WSDA each year of the pilot.

Therefore, be it

RESOLVED, that the Board of Directors adopts the following membership rates and package for the 2026 membership year:

1. WSDA will pilot the following membership categories:
  - Student (defined as members participating in dental education programs including dental residents)
  - Early Career (defined as members less than six years from completing dental education)
  - 6+ Members (defined as members that are not Students or Early Career)
2. WSDA will set the following membership rates for 2025:
  - Student = \$0
  - Early Career = \$0 for up to the first 1.5 years after completing dental education and \$150 (\$100 WSDA membership and \$50 mandatory contribution to DentPAC or WSDA Issues Fund) for remaining years in the membership category
  - 6+ = \$399 (\$299 WSDA membership and \$100 mandatory contribution to DentPAC or WSDA Issues Fund), through HD-05-2025 WSDA Dues for 2026 Bylaw Amendment)
3. WSDA will, through HD-11-2025, request that the House of Delegates cap component society base membership for Early Career dentists at no more than \$150.
4. WSDA will eliminate its discount of 50% off WSDA membership for “Active Life” members for the duration of the membership model pilot. WSDA shall provide all “Life” members with complimentary registration at PNDC.
5. WSDA will, through HD-11-2025, request that the House of Delegates require component societies to eliminate Active Life discounts on their base memberships in alignment with the Association.
6. WSDA will set its membership rate for retired members at \$0 regardless of “Life” status.
7. WSDA will, through HD-11-2025, request that the House of Delegates require component societies to set their membership rates for retired members at \$0 regardless of “Life” status.
8. WSDA will pilot the following membership package:
  - WSDA Advocacy Package (Early Career, 6+ eligible to purchase): \$250 total - \$125 for WSDA Issues Fund and \$125 for DentPAC.

end

Dr. McKinley moved BD-24-2024/2025 and Dr. Tremblay seconded the motion. The motion passed unanimously.

The Board of Directors discussed HD-05-2025.

**HD-05-2025**  
**WSDA Dues for 2026**  
**(Bylaws Amendment)**

RESOLVED, that the first paragraph of Bylaws, Section II, Dues, C. Schedule of Dues, be revised as follows:

**II. Dues**

C. Schedule of Dues. The annual dues of active or associate members shall be ~~\$549~~ \$299, plus an additional amount of \$100 designated for political activity support. The total amount of dues, and political activity support is ~~\$649~~ \$399.

The \$100 designated for political activity support shall be remitted to DentPAC for state or local political campaign contributions and other political expenses of DentPAC; provided, however, a member may elect that the amount instead be allocated to a WSDA Issues Fund for political purposes other than direct campaign contributions to candidates.

end

Dr. Dean moved HD-05-2025 and Dr. Titus seconded the motion. The motion passed unanimously.

The Board of Directors discussed HD-11-2025.

Board Resolution  
From: WSDA Board of Directors  
To: House of Delegates  
September 2025

**HD-11-2025**

**Reimagining Membership: Provisions of Membership Model Pilot Financially  
Impacting WSDA Component Societies in the 2026 Membership Year**

Background Statement. HD-15-2024 *Reimagining Membership: Establishment of 2025-2027 Membership Model Pilot* provides the Association with flexibility in implementing the 2025-2027 pilot that is aligned with HD-10-2023 *Reimagining Association Membership*. Furthermore, HD-15-2024 requires the House of Delegates to approve provisions of the membership model pilot that will financially impact WSDA's Component Societies. This resolution, HD-11-2025, requests House of Delegates approval for the pilot provisions that will have a financial impact on Component Societies in the 2026 membership year.

BD-24-2024/2025 (available for reference in the documents section of [wsda.org/HOD](http://wsda.org/HOD)) outlines the provisions of the WSDA membership model pilot for the 2026 membership year as approved by the Board. The provisions that will financially impact WSDA Component Societies are as follows:

- As was done in 2025, the Board is requesting that the House of Delegates require WSDA Component Societies keep their base membership rates for the 2026 membership year the same as their base rates for the 2024 membership year.
- WSDA is piloting a tripartite (local, state, national) membership rate of no more than \$37 per month (\$444 annually) for "Early Career" members (defined by the Board as less than six years from completing dental education). The Board is requesting that the House of Delegates continue capping component society membership for "Early Career" members at \$150 for the 2026 membership year to maintain this \$37 per month rate.
- In order to conform with the ADA's simplified membership categories, WSDA will continue to eliminate its discount of 50% off WSDA base membership for "Active Life" members for the duration of the membership model pilot. The Board is requesting that the House of Delegates continue requiring WSDA Component Societies to mirror this approach.
- WSDA will continue with a \$0 membership rate for all retired members regardless of "Life" status. The Board is requesting that the House of Delegates continue requiring that WSDA Component Societies mirror this approach.

Therefore be it,

RESOLVED, that the House of Delegates requires WSDA Component Societies to keep their base membership rates for the 2026 membership year the same as their base

43 rate for the 2024 and 2025 membership years, unless otherwise specified in this  
44 resolution;

45 And be it further

46 RESOLVED, that the House of Delegates requires WSDA Component Societies, for the  
47 2026 membership year, to continue capping its base membership rate for its members  
48 designated by the WSDA Board of Directors as “Early Career Dentists” as follows:

- 49 • The membership rate for members up to 1.5 years out of dental  
50 education, as defined by the WSDA Board of Directors, is \$0.
- 51 • The membership rate for all other members less than six years out of  
52 dental education, as defined by the WSDA Board of Directors, is capped  
53 at \$150. Component Societies whose membership rate is less than \$150  
54 shall keep their membership rate unchanged;

55 And be it further

56 RESOLVED, that, in order to conform with the ADA’s simplified membership  
57 categories, the House of Delegates continues to require WSDA Component Societies to  
58 eliminate any discount for members with an “Active Life” designation, as defined by  
59 the WSDA Board of Directors, for the 2026 membership year;

60 And be it further

61 RESOLVED, that the House of Delegates continues to require WSDA Component  
62 Societies, for the 2026 membership year, to set a membership rate of \$0 for all  
63 members that are retired, as defined by the WSDA Board of Directors;

64 And be it further

65 RESOLVED, that, for participating in the membership model pilot, WSDA shall provide  
66 financial support to its Component Societies with combined checking, savings, and  
67 investment accounts totaling less than \$750,000 as follows:

- 68 • WSDA provided each Component Society with a report on its revenue from 2024  
69 membership, broken down by quarter.
- 70 • On a quarterly basis in 2026, WSDA will run a comparison report for each  
71 Component Society which shows membership revenue by quarter for both the  
72 2024 and 2026 membership years.
- 73 • In the event that 2026 revenue is less than 102.5% of 2024 revenue for the  
74 quarter, WSDA shall pay the Component Society an amount equal to the  
75 difference between 102.5% of 2024 revenue and 2026 revenue.
- 76 • At the end of the 2026 membership year, WSDA shall reconcile the quarterly  
77 reports with a year-end report. In the event that WSDA has contributed more  
78 than the amount necessary to make 2026 membership revenue equal to  
79 102.5% of 2024 membership revenue, WSDA shall work with the Component  
80 Society to develop a payment plan for returning any excess contribution.

- If a Component Society with combined checking, savings, and investment accounts totaling less than \$500,000 increases the number of its actively practicing members in 2024, WSDA will pay the component society a bonus equal to 5% of its total 2024 membership revenue. An increase in the number of actively practicing members is defined as an increase of one or more component society members determined by the ADA to actively practice within its territorial jurisdiction at the end of the 2025 calendar year compared to the 2024 calendar year end.

end

Dr. Aulakh moved HD-11-2025 and Dr. Tremblay seconded the motion. The motion passed unanimously.

Ms. Brown provided an update on nonmember recruitment activities that will occur starting in July 2025.

**WSDA 2026-2028 Strategic Plan.** Dr. Dorow provided an overview of WSDA's strategic planning framework and the work that the Board of Directors will do to develop its full 2026-2028 strategic plan.

The Board of Directors discussed BD-20-2024/2025.

**BD-20-2024/2025**  
**Revising WSDA's Mission Statement**

RESOLVED, that WSDA's Mission Statement is changed to the following:

To be the leader in advocacy and support for dentists pursuing excellence.

end

Dr. Aulakh moved BD-20-2024/2025 and Dr. McKinley seconded the motion. The motion passed unanimously.

The Board of Directors discussed BD-21-2024/2025.

**BD-21-2024/2025**  
**Revising WSDA's Vision Statement**

RESOLVED, that WSDA's Vision Statement is changed to the following:

Through our members and partners, we achieve healthy communities and the best dental outcomes for all.

end

Dr. Dean moved BD-21-2024/2025 and Dr. Buttaro seconded the motion. The motion passed unanimously.

The Board of Directors discussed BD-22-2024/2025.

**BD-22-2024/2025**  
**Establishment of 2026-2028 Strategic Plan Name and Strategic Priorities**



RESOLVED, that the 2026-2028 Strategic Plan shall be named:

WSDA 2026-2028 Strategic Plan  
— Advocacy — Support — Excellence —

and be it further,

RESOLVED, that the 2026-2028 Strategic Plan shall have the following four Strategic Priorities:

- Advocacy
- Innovation
- Membership
- Achieving Our Vision

end

Dr. Aulakh moved BD-22-2024/2025 and Dr. Rupert seconded the motion. The motion passed.

Drs. Dorow and Egbert facilitated an exercise with the Board of Directors that resulted in the following draft Strategic Goals:

### **STRATEGIC GOALS (SG) 2026–2028**

(Approved August X, 2025)

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#### **Advocacy**

SG A. Eliminate harmful dental benefit practices that interfere with clinical autonomy and compromise the relationship between doctor and patient.

SG B. Expand Washington’s dental hygiene and dental assisting workforce to meet growing access and care needs across the state.

SG C. Strengthen grassroots advocacy at the component level to empower local action and influence policy outcomes.

#### **Innovation**

SG D. Provide tailored, data-informed resources to support the unique needs of each component, enabling more responsive governance and member service.

SG E. Grow *Comply Better* to 2,500 active subscriptions, expanding its reach and impact.

#### **Leadership & Organizational Support**

SG F. Redesign the WSDA membership experience to support long-term growth and

retention.

SG G. Establish the Pacific Northwest Dental Conference (PNDC) as the premier regional event for continuing education, leadership development, and networking.

SG H. Launch and sustain service models that provide meaningful value to members while generating reliable, long-term revenue for the association.

### **Achieving Our Vision**

SG I. Build strategic partnerships with aligned organizations to amplify WSDA's voice, expand its influence, and advance oral health statewide.

SG J. Champion WSDA's mission through active member engagement and public outreach campaigns that elevate the dental profession and build trust within the communities we serve.

The Board of Directors will review and finalize these Strategic Goals at their August meeting.

### **2025 House of Delegates.**

The Board of Directors discussed BD-23-2024/2025.

#### **BD-23-2024/2025 2025 Speaker of the House and Parliamentarian**

Background Statement. WSDA Bylaws Section IV House of Delegates charge the WSDA Board of Directors with appointing a Speaker of the House of Delegates and Parliamentarian to preside over the annual meeting and any special meetings of the House of Delegates.

Therefore, be it

RESOLVED, that the Board of Directors appoints Dr. Tyler Rumble to act as the Speaker of the House for the 2025 WSDA House of Delegates.

And, be it further

RESOLVED, that the Board of Directors appoints Dr. Mary Smith to act as Parliamentarian for the 2025 WSDA House of Delegates.

end

Dr. McKinley moved BD-23-2024/2025 and Dr. Rupert seconded the motion. The motion passed unanimously.

The Board of Directors discussed HD-01-2025.

#### **HD-01-2025 Re-establishing the "Organization and Operation of the House of Delegates"**

## **Document**

Background Statement. The “Organization and Operation of the House of Delegates” document was originally adopted in December 1960. Since its inception this document has been reviewed and amended by the House on a periodic but infrequent basis. The document was significantly amended by the House of Delegates in 2021.

The Board of Directors is proposing minor amendments to this document.

Therefore, be it RESOLVED, that the House of Delegates approves the updated version of the “Organization and Operation of the House of Delegates” document.

A Tracked Changes version of the “Organization and Operation of the House of Delegates” document which highlights all proposed changes to the 2025 document is available for reference [www.wsda.org/hod](http://www.wsda.org/hod).

end

Dr. Aulakh moved to submit the resolution to the House of Delegates and Dr. McKinley seconded the motion. The motion passed unanimously.

The Board of Directors discussed HD-02-2025.

1  
2 Board Resolution  
3 From: WSDA Board of Directors  
4 To: House of Delegates  
5 September 2024  
6  
7

8 **HD-02-2025**  
9 **Rules for the House of Delegates – September 2025**  
10

11 RESOLVED, that the following shall be adopted as the Rules for the House of  
12 Delegates at its annual meeting held in Tacoma, Washington, September 25-27, 2025:  
13

- 14 1. The House of Delegates shall be organized and operated as outlined in the  
15 memorandum entitled “Organization and Operation of the House of Delegates”  
16 adopted in December 1960 and as amended by HD-01-2025 Re-establishing the  
17 “Organization and Operation of the House of Delegates” Document by the House  
18 of Delegates.  
19
- 20 2. All resolutions and reports mailed to the members of the House of Delegates  
21 prior to the annual meeting may be read in part at the time of their introduction  
22 in the House, and such reading shall stand for reading the material in full.  
23
- 24 3. If desired, at the request of the majority of the members of this House, any  
25 material shall be read in part or in full and amended or discussed at the time of  
26 the first reading.  
27
- 28 4. Resolutions and reports not pertaining to amendments of the Bylaws may be  
29 acted upon by the House at the time of the first reading unless the House by  
30 majority vote, or the presiding officer, requests that the resolution or report be  
31 referred to a reference committee for further study and recommendations back  
32 to this House. Candidates for any position to be elected by the House at this  
33 meeting shall be ineligible to serve on a reference committee of this House  
34 meeting.  
35
- 36 5. Except by majority consent of the members of the House of Delegates, debate  
37 on either side of a subject by one individual shall be limited to not more than  
38 two speeches, neither of which shall exceed five minutes.  
39
- 40 6. The agenda for this House shall be the agenda as established by the Rules and  
41 Order Committee and submitted to the House of Delegates. New business not  
42 previously submitted and placed on the agenda by the Rules and Order  
43 Committee shall be considered only by two-thirds majority consent of the House  
44 of Delegates. Any business not receiving such two-thirds majority approval shall  
45 be referred to the next session of the House of Delegates by the presiding  
46 officer. The Bylaws amendment resolution pertaining to dues, HD-05-2025, and  
47 any increases, decreases or other amendments thereof, shall be in order for  
48 consideration by this House near the end of its final business session.  
49
- 50 7. Voting for contested elective office will be conducted by electronic ballot. If the  
51 number of nominees equals the number of positions to be filled, and there is a

52 difference as to the length of term, delegates shall vote for up to one less than  
53 the number of positions to be filled.

- 54  
55 8. In the case of an elected office (such as board of directors) where more than one  
56 person is to be elected, the candidates receiving the most votes are each elected  
57 until the positions are filled, with the prevailing candidate receiving the fewer  
58 votes receiving the short term, if one is applicable.

59  
60 In the event of a tie, necessary to be resolved to complete the election, the run-  
61 off election is only among the two or more candidates in the tie. The elected  
62 candidate must receive a majority of the votes cast as per WSDA Bylaws  
63 Chapter XIV.

- 64  
65 9. To expedite the actions of the House, a list of referrals of known business shall  
66 be prepared by the Rules and Order Committee prior to the opening of the  
67 House of Delegates and presented to the members of the House at their opening  
68 session.

69  
70 end  
71

Dr. Titus moved to submit the resolution to the House of Delegates and Dr.  
Tremblay seconded the motion. The motion passed unanimously.

**Location of the House of Delegates.** Mr. Trotter discussed potential locations  
of the 2027 House of Delegates after the preferred location of Vancouver, WA  
was unavailable. Additional locations are being explored and HD-07-2025,  
which will set the location of the 2027 House of Delegates, will be presented to  
the Board of Directors at its next meeting.

The Board of Directors discussed HD-08-2025.

#### **HD-08-2025 Staff Recognition**

RESOLVED, that the House of Delegates, through resolution, commend and  
acknowledge the support of the staff of the Association and its component  
societies on the fifth anniversary of employment and every five years thereafter  
so long as the staff member is employed by the Association or its component  
societies;

And be it further

RESOLVED, that the anniversary of employment of staff be recognized at the  
House of Delegates in the same calendar year as the recognized anniversary;

Therefore, be it

RESOLVED, that the following individuals be recognized for their service at the 2025 House of Delegates:

25 Years:	Cindy Stephens, Pierce County Dental Society
20 Years:	Megan French, Washington Dentists' Insurance Agency
15 Years:	Kerri Seims, Washington Dentists' Insurance Agency
10 Years:	Emma Brown, Washington State Dental Association

end

Dr. Dean moved to submit the resolution to the House of Delegates and Dr. Rupert seconded the motion. The motion passed unanimously.

The Board of Directors discussed HD-09-2025.

**HD-09-2025**  
**Nomination for Honorary Membership**

Background Statement. With the adoption of HD-10-2015, Recognition of Association and Component Society Staff, the House adopted the following resolution:

RESOLVED, that staff of the Association and its component societies be considered for honorary membership in the Association during the annual session of the House of Delegates which coincides with his or her twentieth year of employment;

Therefore, be it

RESOLVED, that Megan French, who was hired in 2005 at Washington Dentists' Insurance Agency, after 20 years of service, be awarded honorary membership in the Washington State Dental Association.

end

Dr. McKinley moved to submit the resolution to the House of Delegates and Dr. Dean second the motion. The motion passed unanimously.

The Board of Directors discussed HD-12-2025.

**HD-12-2025**  
**Regarding Standing Committees (Bylaws Amendment)**

Background Statement: In 2019, the WSDA House of Delegates approved HD-11-2019 convening the Task Force on Leadership Opportunities & Development. This

Task Force assessed the Association's existing boards and committees and examined opportunities for leadership development. The Task Force recommended the establishment of a Dental Benefits Committee, a Nominations Committee, and a work group focused on Diversity, Equity, and Inclusion.

Based upon the recommendations of the Task Force on Leadership Opportunities & Development, the House of Delegates established the Nominations Committee in 2021 and the Dental Benefits Committee in 2022 (after appointing a task force to explore the creation of a Dental Benefits Committee in 2021). The Board of Directors established the Diversity, Equity, and Inclusion Work Group in 2021.

In February 2022, the Board of Directors adopted the following mission that was developed by the Diversity, Equity, and Inclusion Work Group:

*The Washington State Dental Association is committed to fostering and supporting a diverse, equitable, and inclusive organization. We strive to understand and embrace the lived experiences of our dental community by engaging and supporting all dentists and patients, especially those within groups that have been historically underrepresented in the Association.*

*WSDA's mission is to empower its members to provide, advocate for and promote optimal oral health care. Ensuring that all people, regardless of disability, race, ethnicity, gender, religion, culture, sexual orientation, or socioeconomic status, have equitable access to optimal dental care provided by dentists reflective of their community is paramount to achieving our mission.*

Guided by this articulated Mission, the Diversity, Equity, and Inclusion Work Group has prioritized the following:

- While talent exists in every community, opportunities are not equally distributed. The Work Group is committed to achieving a dental workforce that reflects the diversity of our state and sustainably thrives within our dental community.
- The Work Group is dedicated to expanding equitable access to mentorship, leadership, and professional development to all dentists.
- The Work Group strives to foster and sustain a culture of inclusiveness within the organization, grounded in open dialogue, thoughtful reflection, and an assumption of good intent.

The Diversity, Equity, and Inclusion Work Group recommended to the Board of Directors that it be formalized as a Standing Committee of WSDA, which will require an amendment to the Bylaws by the House of Delegates. The Board of Directors agreed with this recommendation. In preparing this resolution, it was identified that some existing Standing Committees lack an explicitly defined purpose in the Bylaws. This resolution also proposes purpose statements for each Standing Committee that specifically lacks one.

Therefore, be it

RESOLVED, that the Section VII.A of the Bylaws be amended as follows:

A. Standing Committees. The WSDA Standing Committees are:

1. Nominations Committee. **The purpose of the Nominations Committee is to foster and develop the future leadership of the Washington State Dental Association and its affiliated entities.** The Nominations Committee is responsible for providing nomination recommendations for elected positions to the House of Delegates and for appointed positions to the President or Board of Directors as outlined in these Bylaws as well as Standing Rule. The House of Delegates and Board of Directors is not required to elect or appoint the nominees recommended by the Nominations Committee but each nominee from the committee shall be considered. The Nominations Committee may opt to provide more nomination recommendations than positions available in order to give the electing or appointing body more options. The Nominations Committee shall be a committee of ten (10) members appointed by the Board of Directors. One position will be reserved for the Immediate Past President. One position will be reserved for an at-large Board member selected by the Board of Directors. The remaining positions shall be filled by members that are not currently serving on the Board of Directors. Term length shall be outlined in Standing Rule. Each term shall commence at the beginning of the Association's fiscal year. The Board of Directors is charged with appointing a Nominations Committee reflective of the diversity of experience, geography, training, gender, and race/ethnicity of the Association's members.

The full list of duties and expectations of the Nominations Committee shall be specified in Standing Rule.

2. Committee on Regulatory Affairs. **The purpose of the Committee on Regulatory Affairs is to advocate for Association members and their patients on all regulatory matters before the Washington Dental Commission and other pertinent regulatory bodies.** This committee shall be composed of the at-large members appointed by Board of Directors to terms specified in Standing Rule. The Board of Directors shall appoint members with experience and knowledge relevant to the ongoing work of the Dental Quality Assurance Commission and other government agencies identified in Standing Rule. Each year, the President shall designate the committee chair, who shall serve in this capacity for a period of 12 months. The committee chair is expected to regularly attend meetings of the Dental Quality Assurance Commission and perform other additional responsibilities as specified in Standing Rule.

3. Committee on Continuing Education. **The purpose of the Committee on Continuing Education is to oversee the Pacific Northwest Dental Conference and any other continuing education activities assigned by the Board of Directors.**

The Committee on Continuing Education shall be a rotating committee of up to eleven (11) members comprised of up to eight (8) dentists and up to three (3) hygienists. The term of each committee member is four years. Persons shall be eligible for reappointment to multiple terms.

Each term of the committee shall commence on the last day of the Pacific Northwest Dental Conference of the year when the appointment takes effect.

Each year, the Committee on Continuing Education shall designate the committee chair and committee vice-chair, who shall serve in this capacity for a period of 12 months commencing on the last day of the annual Pacific Northwest Dental



Conference of the year the appointment is made.

4. Dental Benefits Committee. ~~The Dental Benefits Committee is responsible for investigating and analyzing dental benefits related member issues, conducting outreach with dental benefits carriers operating in Washington, establishing a working relationship with the Office of the Insurance Commissioner, and collaborating on the substance and implementation of the Association's dental benefits advocacy agenda. The purpose of the Dental Benefits Committee is to:~~

- Investigate and analyze dental benefits-related issues identified by dental offices.
- Conduct outreach with dental benefits carriers operating in Washington.
- Establish and maintain a working relationship with the Office of the Insurance Commissioner.
- Work in partnership with the Board of Directors and any designated Task Force to develop and implement the Association's dental benefits advocacy agenda.

The Dental Benefits Committee shall be a rotating committee of up to ten (10) members appointed by the Board of Directors. The term of each committee members is three years. Persons shall be eligible for reappointment to multiple terms. The Board of Directors may stagger the term length of committee members to increase continuity. Each year, the Dental Benefits Committee shall designate the committee chair and committee vice-chair, who shall serve in this capacity for one year.

5. Diversity, Equity, and Inclusion Committee. ~~The purpose of the Diversity, Equity, and Inclusion Committee is to improve the health of the public by:~~

- Recognizing that while talent exists universally, opportunities are not equally distributed. The Committee is dedicated to fostering a dental workforce that reflects the diversity of our state and sustainably thrives within our dental community.
- Focusing on expanding equitable access to mentorship, leadership, and professional development for all dentists.
- Promoting and sustaining a culture of inclusiveness within the organization, grounded in open dialogue, thoughtful reflection, and an assumption of good intent.

The Diversity, Equity, and Inclusion Committee shall consist of up to ten (10) members appointed by the Board of Directors, with terms lasting three years. Members are eligible for reappointment for multiple terms. To promote continuity, the Board of Directors may stagger the term lengths of committee members.

Each year, the Diversity, Equity and Inclusion Committee shall designate the committee chair and committee vice-chair, who shall serve in their respective roles for one year.

56. Service Lines Committee. The purpose of the Service Lines Committee ~~is responsible for oversight of~~ is to oversee the Association's service lines that generate non-dues revenue, including service lines operated through business

subsidiaries of the Association and service lines operated directly by the Association. The Board of Directors shall have the discretion to add or remove specific service lines from the Committee's oversight responsibilities. The Executive Director of the Association shall serve as one voting member of the Committee. The Board of Directors shall specify the number, qualifications, and terms of the remaining Committee members, along with the full list of duties and expectations of the Service Lines Committee, in Standing Rule.

end

Dr. McKinley moved to submit the resolution to the House of Delegates and Dr. Titus seconded the motion. The motion passed unanimously.

**Supporting Peer Review.** Dr. Buttarro reported on a discussion held by the Association Programs Board Work Group regarding providing better support for Peer Review. The work group discussed the possibility of creating a volunteer role with a paid stipend that would be responsible for engaging with patients and supporting peer review efforts in unstaffed components. The Board asked staff to prepare a board resolution for consideration at the August meeting.

**Technology/AI Review to Prepare for Communications Task Force.** Dr. Buttarro and Mr. Trotter reported on a discussion held by the Association Programs Work Group to prepare for a Communications Task Force. The recommendation is to survey membership about their communication channel preferences and also retain a consult to help the Association determine the extent to which AI enabled platforms can help improve member communications.

**Investment Policy Statement Task Force Update.** Dr. Egbert provided an update on the work of the task force. A revised IPS is expected to be presented to the board at its August meeting.

**Task Force on Wellness Update.** Dr. Hobart provided an update on the work of the task force, including an overview of its new members. Dr. Hobart articulated a goal of being ready to announce new wellness resources at the upcoming House of Delegates.

**Task Force on Loan Repayment Resources Update.** Dr. Titus provided an update on the work of the task force.

**Washington Consolidated Dental Society Update.** Mr. Killpack discussed his recommendation for an outside consultant to build out this entity's governance. He will meet with the potential consultant to figure out the scope of the contract and the project cost.

**Discussion on Dr. Busacca's request for Supporting Retired Dentists.** Dr. Dorow led a discussion on whether the Board was interested in providing any additional support for retired dentists as requested by Dr. Busacca's during his presentation at the Board's last meeting. Dr. Dorow will connect with Dr. Busacca.

**Good of the Order.** Dr. Egbert announced that she will be hosting a BBQ at her home

after the August meeting.

**Executive Session.** The executive session started at 4:04 p.m. and ended at 4:19 p.m.

**Adjournment.** There being no further business, the meeting was adjourned at 4:21 p.m.

Respectfully submitted,

Dr. Chris Dorow, President

Attest to:                      Dr. Blake McKinley, Jr.  
Secretary-Treasurer

Bracken Killpack  
Acting as Secretary

1st Distribution:      Board of Directors

2nd Distribution:      (After approval by the Board of Directors) Chairs, Standing  
and Special Committees and Task Forces; Presidents, Executive  
Directors of Component Dental Societies  
ADA President (if from the Eleventh Trustee District)  
; WSDA Attorney; the WSDA House of Delegates