
The CDA Governance Task Force created by Resolution 16-18-HA met on Dec. 1, 2018 at the Colorado Dental Association office to continue the work as was required in the resolution: 

**RESOLVED**, that a task force be appointed by the CDA President consisting of 9 members to evaluate the governance structure of the Association, including but not limited to the composition and selection of the House of Delegates, Board of Trustees and Executive Committee. And be it further

**RESOLVED**, that the task force shall be comprised of 5 members of the House of Delegates and 4 members of the Board of Trustees and shall be chaired by the President-Elect with no voting privileges. And be it further

**RESOLVED**, that the task force conduct its activities in a way that is transparent to the members, including but not limited to posting minutes online, allowing for member comment and in-person town-hall meetings with members. And be it further

**RESOLVED**, that the task force bring forward a report and recommendations to the Board of Trustees at its January 2019 meeting. And be it further

**RESOLVED**, that the Board of Trustees review the recommendations in an open forum of the membership conducted by conference call/webinar. And be it further

**RESOLVED**, that a full report, including majority and minority opinion shall be made available to the general membership 90 days prior to the 2019 House of Delegates. And be it further

**RESOLVED**, that any resolutions based on the task force report be written by the task force, made available for comment by all CDA members, and be presented to the Board of Trustees at its April 2019 meeting. And be it further

**RESOLVED**, that a report of the task force be made to the 2019 House of Delegates.

In attendance were Jeff Kahl, chair; John Bull; Mike Terveen; Sheena Schoch; Nate Kunzman; Karen Foster, CDA President; and Greg Hill, staff.

The task force decided at its previous meeting that its focus would be on the following three areas of the association governance: House of Delegates, Board of Trustees and Executive Committee. However, because of the increasing legal requirements of the component societies, the task force recommended a resolution be brought forward to the 2019 House of Delegates that would create a task force to evaluate the existing component structure and to bring forward alternative models for consideration.
While there were discussions around the House of Delegates and the need to increase and improve communication and education to delegates, no changes were recommended to be made to the House of Delegates.

Significant discussion was held by the task force regarding the Board of Trustees. It was noted that the Board of Trustees is the board of the House of Delegates, and not of the components. Therefore, the process for selecting board members may not be appropriate for the importance of the board in the governance structure of the organization—particularly as the managing body of the association, vested with full power to conduct all business of the association, subject to the laws of the State of Colorado, the Articles of Incorporation, the Constitution and Bylaws, and the mandates of the House of Delegates. The task force discussed that the House of Delegates has the authority to modify how the board is created and the process for doing so. It was also noted that key perspectives are missing from the board, which should be included in a future board design.

There was discussion around the development of a nominating committee to select the board, requiring that at least one trustee be from one of the five regions of the state, and how a nominating committee should be established. The task force recommended that the Board of Trustees bring forward a formal resolution in 2019, identifying the needs of the board and recommending a task force be created to study models for board design.

Finally, the task force discussed the Executive Committee. There was significant discussion around how the presiding officer would be selected, whether from an election at the House of Delegates or a selection process from the board itself. The task force, at this time, recommended no changes to the selection of the president or the Executive Committee structure. The task force does, however, recommend bringing forward a resolution at the 2019 House of Delegates that creates a minimum requirement that the treasurer have two years’ experience on the Finance Council and that the credentialing committee would see that the requirements for treasurer and other positions are met. This would go into effect for the election of the treasurer in 2020.

While outside the direct scope of this task force, Dr. Bull asked that the membership be notified of the proposed ADA Bylaws change in Resolution 70 that would change the method for the selection of the ADA president and provide the membership the opportunity to provide input to the delegation.