

Report No.	17	Appendix No. B	New <input checked="" type="checkbox"/>
Title:	2026 Budget		
Submitted By:	Board of Trustees		
Date Submitted:	April 25, 2025	Reference Committee <input checked="" type="checkbox"/>	Direct to House <input type="checkbox"/>

Appendix B:

New York State Dental Association Board Resolutions

Following are the resolutions adopted by the Board of Trustees since the last meeting of the House of Delegates:

24-B-2024:

Resolved, that Dr. Radha Sachdeva-Munk be named Alternate Delegate to the upcoming 2024 ADA Annual Session.

25-B-2024:

Resolved, that NYSDA President can put together whatever team is necessary to meet with EDPAC Board members when needed.

26-B-2024:

Resolved, that Dr. Pratix K. Shroff be named Alternate Delegate to the upcoming 2024 ADA Annual Session.

27-B-2024:

Resolved, that the NYSDA President either refer to the appropriate committee or form a new committee to review the issues and concerns of the members and report back with their findings at the next regular meeting of Board of Trustees.

28-B-2024:

Resolved, that the NYSDA Board of Trustees terminate Mr. Gregory Hill's employment as our Executive Director, and be it further

Resolved, that our President Dr. Prabha Krishnan use legal counsel to oversee this termination in accordance with the provisions of Mr. Hill's contract.

29-B-2024:

Resolved, that NYSDA Board of Trustees ask our President, Dr. Prabha Krishnan, to discuss with our legal counsel about the proper course of action and get back to the Board in a timely manner.

30-B-2024:

Resolved, that the NYSDA Leadership Succession Plan, adopted in 2013, be officially invoked, and that Mr. Michael Herrmann serve as Acting Executive Director of NYSDA in accordance with the terms of that plan.

31-B-2024:

Resolved, that NYSDA sever its ties to the Empire Dental Political Action Committee, and be it further,

Resolved, that the Board establish a Committee to craft a document that shall serve as a guide to NYSDA's requirements and expectations of a new political action committee that will work with the input of the NYSDA Board and NYSDA's Director of Governmental Affairs to best serve the legislative agenda of our organization.

32-B-2024:

Resolved, that NYSDA engage an outside independent firm to complete an investigation of the recent termination of the NYSDA Executive Director and the actions of NYSDA Board members related to this termination, and be it further,

Resolved, that the results of the investigation shall be reported to the NYSDA Board of Trustees and NYSDA House of Delegates, and be it further,

Resolved, that based upon the results of the investigation, the members of New York State Dental Association's Board of Trustees will evaluate their policies and bylaws to ensure that proper accountability and transparency is upheld between the Executive Director and the Board of Trustees, and between the Board of Trustees and the general membership, and be it further,

Resolved, that the cost of such investigation shall not exceed \$50,000.

33-B-2024:

Resolved, that the results of the independent Board investigation that was approved at the Board's meeting on August 26, 2024 (32-B-2024) be initially reviewed and discussed by the Board of Trustees itself, and be it further,

Resolved, that the Board will share the results of this investigation, as is legally appropriate, with the House of Delegates, and be it further,

Resolved, that based upon the results of the investigation, the members of New York State Dental Association's Board of Trustees will develop a corrective action plan based on the recommendations from this investigation, that may include, but is not limited to, an evaluation of NYSDA's policies and bylaws to ensure that proper accountability and transparency is upheld between the Executive Director and the Board of Trustees, and between the Board of Trustees and the general membership.

Resolved, That the Board accepts the proposal by the firm of Wilson Elser to conduct this investigation at their estimated cost of \$60,000, allowing for up to 30% cost overruns.

34-B-2024:

Resolved, That the Board conduct a formal parliamentary review of their rules of order regarding Board of Trustees meetings and rulings from recent meetings to ensure that we can best hew to the applicable parliamentary protocols as prescribed by our parliamentary authority (AIP Standard Code, most recent edition). We should first approach our current Speaker and the two past Speakers who are also Certified Parliamentarians to see if this is a review they could possibly undertake. Namely, these members are Drs. William Karp, Steve Gounardes, and Robert Peskin. Our preference, however, is to have this review performed by an independent Certified Parliamentarian if that cost is deemed reasonable to the Board. If such cost is deemed excessive, then we would request the review be performed by Drs. Karp, Gounardes, and Peskin.

35-B-2024:

Resolved, That NYSDA seeks to contract with Mr. Michael Herrmann to serve as its Executive Director effective September 13, 2024 through December 31, 2026.

36-B-2024:

Resolved, That, in accordance with the recently adopted 31-B-2024, that the Board itself craft a document that shall serve as a guide to NYSDA's requirements and expectations of a new political action committee that will work with the input of the NYSDA Board and NYSDA's Director of Governmental Affairs to best serve the legislative agenda of our organization, and be it further,

Resolved, That the firm of Brown & Weinraub be retained to assist NYSDA in forming a new Political Action Committee (PAC) that would be endorsed by NYSDA for its members, and that the firm also be used for the ongoing maintenance and administration of this PAC. And be it further,

Resolved, That the NYSDA Board work to select a new board to govern the PAC.

37-B-2024:

Resolved, that NYSDA sign a one-year contract for an Employee Assistance Program with AllOne Heath, starting January 1, 2025, for all NYSDA members; and be it further
Resolved, that the program be reviewed at least every two years.

38-B-2024:

Resolved, that NYSDA donate \$10,000 to the ADA's Give Veterans A Smile Program at SmileCon 2024.

39-B-2024:

Resolved, that the Board approve the appointment of Dr. Stuart Segelnick as NYSDA Editor and negotiate an initial two-year agreement for this service.

40-B-2024:

Resolved, that the Committee on Substance Abuse and Well-Being change its name to the Committee on Substance Use Disorder and Well-Being, and be it further

Resolved, that the Organization and Rules of the Board of Trustees, Standing Committees, Committee on Substance Abuse and Well-Being, be amended as follows.
(new language underscoring; deletions ~~stricken through~~)

Committee on Substance ~~Abuse~~ Use Disorder and Well-Being

Composition. The Committee on Substance ~~Abuse~~ Use Disorder and Well-Being shall consist of one (1) member from each component society appointed by the President. In addition, one (1) member selected from nominees submitted by the dental schools annually, one (1) member nominated by the Committee on the New Dentist, and a peer assistance coordinator and education coordinator shall be appointed by the Board of Trustees who shall serve as an *ex officio* member of the Committee without the power to vote. The President shall appoint the chair as an additional member of the committee for a concurrent term of office, subject to the approval of the Board of Trustees.

Term. The term of office of members of the committee shall be renewable four (4) year terms, and shall be staggered in such a manner that three (3) members will complete their terms each year except every fourth year when four (4) members shall complete their terms, coincident with the terms of office of the trustees. The dental student and the new dentist representative will be appointed for up to three (3) one-year renewable terms.

Meetings. The Committee shall hold at least one regular meeting annually. Meetings may be held in a single geographic location or from multiple remote locations through the use of a conference telephone or other communications equipment by means of which all members can communicate with each other. Such meetings shall be conducted in accordance with rules and procedures established by the Board of Trustees.

Duties. The duties of the Committee shall be:

1. to be a statewide source of information with regard to substance use disorder ~~abuse~~ and well-being for the dental profession.
2. to develop a confidential, non-judgmental, non-punitive, and therapeutically oriented program to assist members suffering from substance use disorder ~~addiction~~ and direct them into appropriate treatment programs.
3. to provide oversight and support to component dental society substance use disorder ~~abuse~~ and well-being committees.
4. to develop and maintain a relationship with dental schools, hospital residency programs, the New York State Department of Education, the New York State Department of Health and those private or public agencies which are interested in programs and information that assist dentists in need of treatment and recovery.

41-B-2024:

Resolved, that NYSDA continue to contract with Brown and Weinraub, PLLC, for government advocacy services at a level agreeable to both parties.

42-B-2024:

Resolved, that the Board of Trustees dissolves the Lobby Review Committee.

43-B-2024:

Resolved, That the NYSDA Board of Trustees add its New Dentist Representative to the Strategic Planning Committee; and be it further

Resolved, That the Organization and Rules of the Board of Trustees be amended to read as follows (new language is underlined; deleted language is ~~struck through~~):

Strategic Planning Committee

Composition. The Strategic Planning Committee shall consist of the NYSDA President Elect, NYSDA Vice President, five (5) trustees, one from each trustee class plus an additional trustee from the class expiring in 2011 and every four (4) years thereafter, the Board's new dentist representative, who are not serving on the Audit Committee or the Compensation Committee, with the senior trustee serving as chair. In those years when there are two senior trustees, the President shall appoint the chair from among them. Each year the President shall appoint one first-year trustee to this committee.

The President, Secretary-Treasurer, and the Executive Director shall be *ex officio* members of the Committee without the power to vote.

Meetings. The Committee shall meet when needed and in concert with meetings of the Board of Trustees.

Duties. The duties of the Committee shall be:

1. to formulate the Strategic Plan of the Association and present that plan for review, modification and approval by the Board of Trustees;
2. to monitor in collaboration with Senior Management, the Association's action plans that support the Strategic Plan goals and objectives and report these findings to the Board of Trustees;
3. to note current and future trends which might impact the future of the Association and report those trends to the Board of Trustees;
4. to provide, with the support of Senior Management, guidance to Association agencies in meeting the goals of the Strategic Plan;
5. to provide information to the component societies of the Association about the Strategic Plan as appropriate to encourage tripartite support and involvement.

44-B-2024:

Resolved, that New York State Dental Association parallel the American Dental Association's offer of a 50% discount on the active NYSDA dues rate to the full-time faculty at CODA-accredited institutions for a three-year trial period.

45-B-2024:

Resolved, that NYSDA shall enforce the current policy on ADA Delegate reimbursement; and be it further

Resolved, that this policy be sent with the delegate reimbursement forms and distributed to component dental societies.

46-B-2024:

Resolved, that the NYSDAPAC Bylaws shall be reviewed by a committee appointed by the NYSDA President, which will make any necessary amendments; and be it further

Resolved, that the Committee provides its recommendations to the Board in a timely manner.

47-B-2024:

Resolved, that NYSDA request EDPAC transfer NYSDA member's PAC contributions to NYSDAPAC.

48-B-2024:

Resolved, that NYSDA engage the services of Mr. Al Gage, certified professional parliamentarian, for a formal parliamentary review.

49-B-2024:

Resolved, that New York State Dental Association Board of Trustees accept the NYSDAPAC Bylaws as written in their final form.

50-B-2024:

Resolved, that NYSDA Speaker, Dr. William Karp; past Speakers, Drs. Steven Gounardes and Robert Peskin; and NYSDA General Counsel, Lance Plunkett review and evaluate the deficiencies listed in the formal parliamentary review provided to the Board, and be it further

Resolved, that the appropriate changes be made to the NYSDA governing documents, and be it further

Resolved, that these changes be presented to the Board at its January 2025 meeting.

1-B-2025:

Resolved, that the NYSDA Board of Trustees ratify the NYSDF Board of Directors.

2-B-2025:

Resolved, that the NYSDA Board of Trustees ratify the NYSDA Support Services Board.

3-B-2025:

Resolved, that NYSDA make a donation of \$20,000 to the California Dental Association Foundation to support its disaster relief efforts for the California wildfires.

4-B-2025:

Resolved, that the New York State Dental Association mirror the American Dental Association's policy of a 50% discount on the active NYSDA dues rate to the full-time faculty at CODA-accredited residency programs for 2025.

5-B-2025:

Resolved, that the delegate reimbursement for the 2025 ADA House of Delegates Annual Session in Washington, DC, be as follows:

- Authorized transportation expenses;
- Five (5) nights of authorized hotel charges at \$392 per night and per diem lodging expenses;
- Per diem meal allowance for six (6) days.

6-B-2025:

Resolved, that the nominations for Second Trustee District Delegates and Alternate-Delegates to the 2025 House of Delegates of the American Dental Association as submitted by the component dental societies be elected pending ratification by the 2025 NYSDA House of Delegates; and be it further

Resolved, that these nominations be certified and transmitted to the American Dental Association.

7-B-2025:

Resolved, that Dr. James E. Galati be named an Alternate Delegate at Large at the upcoming 2025 ADA Annual Session.

8-B-2025:

Resolved, that the 2025 Mark J. Feldman Distinguished Service Award be presented to Dr. Guenter J. Jonke.

9-B-2025:

Resolved, that the Organization and Rules of the Board of Trustees be amended (beginning at line 135), by addition, new language underlined, deleted language ~~struck-through~~:

Disapproved Motions: The motions to vote immediately on all pending questions and to postpone temporarily shall not be used by the Board of Trustees. The motion to vote immediately may be used so long as it applies only to the immediately pending motion. A motion to vote immediately shall not be made in conjunction with the proposal of a motion, with the proposal of another motion or debate on a pending motion.

10-B-2025:

Resolved, that the 2026 preliminary general fund budget of revenues and expenses, including net capital requirements, be approved.

11-B-2025:

Resolved, that the dues of active members of the New York State Dental Association shall be six hundred sixty-two dollars (\$662), effective January 1, 2026.

12-B-2025:

Resolved, that the Board of Trustees hold its annual House of Delegates meeting in Saratoga Springs at the Saratoga Hilton for the years 2027-2029.

13-B-2025:

Resolved, that the Organization and Rules of the Board of Trustees be amended as follows (new language underlined and deleted language ~~struck through~~):

Diversity, ~~Equity~~ and Inclusion ~~Task Force~~ Committee

Composition. The Diversity, ~~Equity~~ and Inclusion ~~Task Force~~ Committee shall consist of leadership from multiple diverse dental associations and other culturally diverse groups, members of the NYSDA Board of Trustees, and members of the Council on Membership and Communications and the New Dentist Committee.

Term. The term of service for members of the ~~Task Force~~ Committee shall be one (1) year, which can be renewed.

Meetings. The ~~Task Force~~ Committee shall meet as necessary to carry out its duties.

Duties. The duties of the ~~Task Force~~ Committee shall be:

1. Develop a Diversity and Inclusion policy for adoption by the NYSDA House of Delegates.
2. Develop events to embrace our total diverse population and offer a value proposition to all members.
3. Develop a leadership program providing a pathway to become involved within the tripartite of organized dentistry.
4. Monitor its own composition and recommend to the NYSDA President suggested additions and/or changes to those participating.