

RESOLUTION No.: 01

Revision No. 3

Report: N/A

Date Revised: March 26, 2019

Submitted By: President and President Elect, Rhode Island Dental Association

1 **CONSOLIDATION OF COMPONENT SOCIETIES: REDUCTON FROM SEVEN TO THREE**

2 **Background:** The component structure of the Rhode Island Dental Association (RIDA) is not
3 functioning the way in which it was intended. According to the charter between the RIDA and
4 the component organizations, the RIDA is accountable for the legal responsibilities of the
5 components which include: holding at least one meeting per year, taking and filing minutes,
6 filing IRS Forms 990, having articles of incorporation, obtaining and maintaining nonprofit
7 status with the state, and maintaining a bank account for dues and other forms of income. Dues
8 are collected annually by the RIDA and distributed to the treasurer of each component society.
9 Most components have failed to fulfill their obligations of annual registration with the state. If
10 these are not rectified, at minimum, the RIDA could have the potential adverse effect of losing
11 its nonprofit status. The purpose of this change is to eliminate the liabilities outlined in the
12 Charters.

13 The component structure is the best means of disseminating information from the Board of
14 Trustees (BOT) to the member dentists. This information cannot be communicated if the
15 components fail to meet. The frequency of component meeting has dwindled over the recent
16 years. There has been a lack of participation of members at the component level, including
17 members willing to become officers, trustees, and delegates. There has been a general feeling
18 of apathy amongst the RIDA component organizations. So, in June of 2018, an ad hoc
19 committee was established to review these issues and formulate a solution.

20 The current structure of the HOD revolves around the components, trustees and delegates.
21 Proposed changes would require changes to the Constitution and Bylaws. Should this resolution
22 pass, present components are encouraged to meet regularly. We want to foster inclusivity for
23 the smaller meetings and for the affiliates to use the RIDA as a resource for any information.

24 It is imperative to remember that the RIDA's success relies heavily on our continued
25 volunteerism. But volunteering carries with it a time commitment—often time we simply don't
26 have. This proposal was crafted with that in mind. The new component structure would place
27 less of a burden on the volunteers. It will also aid the components in remaining fiscally
28 responsible.

29 The affiliates (former seven components) are encouraged to remain active, however, they will
30 receive no money from the RIDA. Dollars sent to the components will be used to support the

31 district meetings and future membership meetings; or, activities with the approval of the
32 executive committee from each of the three (3) components.

33 Our legal department will review the charters and modify to fit our new proposed plan. The
34 exact changes will be in redline form at the May 2019 HOD meeting.

35 **Resolution**

36 **1. Resolved,** that the current seven (7) components be consolidated into three (3)
37 components (Super Groups), North, Central, and South. The proposed reapportions
38 would be Pawtucket, Providence, and Woonsocket in the North; Kent and Cranston in
39 Central, and South County and Newport in the South.

40 The RIDA will manage and plan one meeting in each new component annually. This
41 meeting will employ the component executive committee in the initial stages of
42 planning the date, obtaining a venue and if applicable, a speaker. The RIDA will manage
43 the flow of the meeting, including the arrangements with the venue, speaker, invitations
44 and collecting monies. This eliminates the onus of planning from the president of the
45 component. The collaborative meeting will provide a better venue, improved speaker,
46 and continued comradery. The annual meeting will include a brief presidential report
47 from the president of the RIDA and could possibly provide CE credits if approved by the
48 council on education or sponsorship from a dental related company. The purpose of this
49 meeting would be to bring members together by providing a desirable venue with the
50 purpose of informing, educating and motivating member dentists of the RIDA. Due to
51 the advanced preparation required for these meetings, RSVP with a deposit will be
52 necessary.

53 The proposed component structure would require a change in the number of trustees
54 from each component from one (1) to two (2), thereby adjusting the required quorum
55 at BOT meetings to four (4) plus the members of the RIDA Executive Committee. Each
56 member on the BOT with the exception of the guest trustee(s), has the right to vote. It
57 was recommended that each component will have an executive committee comprised
58 of a president/treasurer, president-elect/trustee, and long-term trustee. The president-
59 elect and long-term trustee shall serve on the BOT.

60 Our House of Delegates (HOD) will also require modification. The HOD will be comprised
61 of six delegates from each component totaling 18. The immediate past five presidents of
62 the RIDA are also voting members of the HOD. The total number of voting delegates will
63 be 23. The number of delegates necessary to be present for a quorum will be 12. In the
64 event of a tie vote, the existing president of the RIDA will cast his or her vote.

65 In the event of a lack of delegate quorum, all RIDA trustees present at the HOD will be
66 allowed to vote except for members of the RIDA Executive Committee. At the discretion

67 of the RIDA Executive Committee and trustees, a dental student may be appointed to
68 the HOD. This representative will have privileges to speak and participate in discussion
69 but will not have a vote. Pertinent information for these meetings will be posted on the
70 RIDA website with the assistance of the council for communications.

71 Annual dues for the three (3) components will be equal among all components by
72 member dentists and will be incorporated into the RIDA dues (as a separate line item) to
73 allow for the management of meetings, speaker honorariums, venue fees, and
74 subsidizing of meals. The initial rate for dues will be based on the current average dues
75 rate of the seven (7) components rounded up to the nearest 10.

76 **Current dues are as follows:**

77	Cranston:	\$20
78	Kent:	\$25
79	Newport:	\$25
80	Pawtucket:	\$60
81	Providence:	\$25
82	South County:	\$25
83	<u>Greater Woonsocket:</u>	<u>\$25</u>
84	Average	\$30

85 **New dues amount:** \$30 per year

86 **These changes will take effect January 6, 2020. An ad hoc committee shall be appointed**
87 **to review the new component structure annually during the month of November. It will**
88 **report its findings in writing to the Board of Trustees within 45 days of its review.**

89 An ad hoc committee will be appointed to review all bylaws and recommend revisions
90 as required.

91 The three components must notify the RIDA of its executive committee makeup by
92 September 16, 2019.