

**California Dental Association**  
**General Operating Principles of the House of Delegates**  
As Revised November 2009

**I. Introduction**

The House of Delegates (“house”) is the highest governing authority of the California Dental Association (“association” or “CDA”), and represents all of the members of the association. The General Operating Principles of the House of Delegates has been prepared so that all who participate in the annual session of the house may have a better understanding of the methods and rules under which it operates.

The house consists of 200-210 delegates from component societies and one delegate from each California dental school.

All participants at the house have the duty to consider the welfare of the association, the dental profession as a whole, improvement of the health of the public, the wishes of their societies and their geographical region.

**II. General Information for Delegates and Alternates**

The house normally meets once a year to consider and legislate on many matters. The following information describes the organization and operation of the house. This material will give a delegate a more informed view of the activities which lead to establishment of the policy of the association.

A. Credentials for Delegates: Official credentials (admission cards) are prepared and distributed in advance for all delegates by the staff of the association. Substitution of alternate delegates may be made during all four meetings of the house. Delegates wishing to substitute alternate delegates from their delegation for themselves during a meeting of the house must complete the appropriate delegate-alternate substitution form. The delegate or the component delegation secretary is required to sign the form and surrender the delegate’s admission cards for the meeting or meetings not attended. Admission cards will be issued to the alternate delegate after the staff administering the credentialing process receive the substitution form and the delegate’s admission cards. Only those substitutions completed in this manner will be part of the official house record.

B. Admission Cards for Delegates: Each delegate will receive an admission card for each meeting of the house. The card should be presented to the doorkeeper for each meeting for admission to the floor of the house. The loss of admission cards should be reported promptly to staff.

C. Seating of Alternate Delegates: If a delegate cannot attend a meeting of the house, they should surrender their admission card to staff for the meeting or meetings not attended in order for the alternate delegate to apply for credentials.

D. Access to Floor: Access to the floor of the house is limited to the delegates, elected and appointed officers of the association, past presidents of this association, trustees, council and committee chairs, members of councils and committees when requested by chairs, one representative from each of the ADA recognized specialty organizations who is a CDA member, executive directors of component societies, the designated ADHP guests of the house, and CDA staff. Trustees and executive directors of component societies will be seated with their delegations.

Alternate delegates may also have the privilege of access to the floor with an appropriate delegate admission or readmission card. An alternate delegate who does not obtain credentials as a delegate (per Section II.A), will not be recognized as a delegate in the official house record. Additionally, the delegate from whom the alternate delegate was given the admission or readmission card will not have access to the floor until the admission or readmission card is returned. Without credentials, alternate delegates may be seated in the visitors section. Alternate delegates are privileged to attend all closed sessions of the house.

E. Visitors at the House: Visitors may attend meetings of the house, but are not permitted access to the floor. They are seated in the visitors’ section.

F. House Meetings: The house shall meet annually on a day or days specified by the Board of Trustees (“board”). The notice of the Annual Session shall be sent to all delegates and alternate delegates at least 60 days in advance. Reference committee hearings will be held at a time and place designated by the Speaker of the House (“speaker”). All members of the association may attend the hearings of the reference committees.

- 62 G. House Materials: House meeting notices, agendas, proposed resolutions and other materials are mailed to  
63 delegates, officers, council and committee chairs, component presidents and executive directors, and  
64 subsidiary/affiliate presidents and chairs. In addition, each component or caucus may request one additional set  
65 of house materials. Additional copies of materials may be purchased at cost. The house materials are also made  
66 available on the CDA Web site.  
67
- 68 H. Distribution of Materials at the House: No materials may be distributed at the house without obtaining  
69 permission from the speaker. Material to be distributed must relate to subjects and activities that are proposed  
70 for house action or information.  
71
- 72 I. Leadership Recognition: Leadership recognition plaques, awards and gifts will be presented at the house.  
73
- 74 J. Component Responsibilities:
- 75
- 76 1. Although CDA will recognize the achievements of CDA leadership, components will not be given an  
77 opportunity to make special presentations during the house meeting or during social events.  
78
- 79 2. Components are encouraged to recognize their leadership at membership or social functions sponsored  
80 by the component within their jurisdiction.  
81
- 82 3. Separate receptions or open suite festivities during the house in honor of outgoing leadership are  
83 discouraged.  
84
- 85 K. American and Californian Flags: The American and Californian flags are to be displayed on the podium during  
86 all sessions of the house. The Pledge of Allegiance will be included in the opening ceremony of each house  
87 meeting, led by a person designated by the speaker.  
88

### 89 III. **Operation of the House of Delegates**

- 90
- 91 A. Officers: The house has two officers: the speaker and the secretary. The speaker of the house is elected  
92 annually by the house. The secretary of the house is the secretary of the association. In the absence of the  
93 speaker, the president shall appoint a speaker pro tem. In the absence of the secretary of the house, the speaker  
94 shall appoint a secretary pro tem. The speaker presides at all meetings and the secretary serves as the recording  
95 officer and custodian of records.  
96
- 97 B. Duties of the House and Board: The powers and duties of the house make it the highest governing authority of  
98 the association. Among its duties, the house elects the elected officers of the association, the delegates and  
99 alternate delegates to the ADA, the non-trustee, non-appointed members of councils and committees, and selects  
100 the thirteenth district trustee nominee. The house also selects the Boards of Directors of all CDA subsidiary  
101 companies for election by the shareholders and CDAHCI, and ratifies the Board of Directors of affiliate  
102 companies. The powers and duties of the house are described in detail in the CDA Bylaws.  
103
- 104 The powers and duties of the board make it the managing body of the association with powers to conduct the  
105 business within the policies established by the house. The board has the power to establish policies when the  
106 house is not in session and when such policies are essential to the management of the association. Such policies  
107 must be presented to the next session of the house for approval. The powers and duties of the board are  
108 described in detail in the CDA Bylaws.  
109
- 110 C. Resolutions and Reports: The component societies, delegates, councils, committees, task forces and the board  
111 may submit resolutions to the house before noon on the second day of the house. Occasionally, the house will  
112 receive a recommendation on a resolution from an outside organization, such as a specialty group in the field of  
113 dentistry or from a civic or philanthropic organization. Acceptance of such resolutions for consideration by the  
114 house will be determined by the speaker subject to the approval of the house.  
115
- 116 The president, secretary, treasurer, editor, and executive director will submit an annual report to the house. In  
117 these reports they may make recommendations dealing with the association's programs or with problems of the  
118 dental profession.  
119

120 The board reports annually to the house on its activities during the past year, that include policies which must be  
121 presented for approval by the house.  
122

123 The councils of the association report to the house, with a copy to the board, on the matters under their  
124 jurisdiction.  
125

126 Materials for the house will be sent in three or more separate mailings as information is available. Materials  
127 will include annual reports of officers, councils and committees and resolutions to be considered. Delegates and  
128 alternate delegates are asked to bring their copies of the materials to the meetings of the house. Delegates have  
129 the responsibility to be familiar with this material.  
130

#### 131 **IV. Procedures of the House of Delegates**

132  
133 A. Seating of Delegations: The component society delegations shall be seated in accordance with a rotational plan.  
134

135 B. Identification of Speakers: All speakers on the floor of the house shall state all of the following CDA positions  
136 currently held by them: delegate, trustee, CDA officer, CDA staff, council chairperson, committee chairperson,  
137 past president, ADHP guest of the house and/or council member identify themselves by name and relevant  
138 position.  
139

140 C. Speaking Privileges: The right to speak to issues before the house is held, in addition to delegates, by the  
141 officers, trustees, past presidents of the association, one representative from each of the ADA recognized  
142 specialty organizations who is a CDA member, and the designated ADHP guests of the house. Chairs and  
143 members of councils and committees shall have the right to participate in debate on their respective reports.  
144 Executive directors of component societies, members of CDA staff, and others may be privileged to speak when  
145 called upon as a resource.  
146

147 D. Quorum: At least 50 percent of the voting members shall constitute a quorum of the house.  
148

149 E. Rules of Order: The rules contained in the current edition of *The Standard Code of Parliamentary Procedure*  
150 (*Sturgis*) govern the deliberations of the house in all cases in which they are applicable and not in conflict with  
151 the CDA Bylaws, General Operating Principles of the House of Delegates or applicable California law.  
152

153 The speaker shall ensure that the house has a parliamentarian at each session. The speaker may fill that role or  
154 appoint a parliamentarian.  
155

156 A motion to suspend rules is an incidental motion that permits the house to vote to suspend procedural rules that  
157 interfere with the accomplishment of a particular action. Rules may be suspended only for a specific purpose  
158 and for the limited time necessary to accomplish the proposed action. A two-thirds majority vote of the  
159 delegates present and voting is required to adopt a motion to suspend the standing rules.  
160

161 F. Referral of Reports and Resolutions: The speaker shall prepare and mail a list of referrals of reports and  
162 resolutions to reference committees to all delegates and alternate delegates in advance of the hearings.  
163

164 G. No Seconding of Motions: Following the proper movement of a motion, a second is not required.  
165

166 H. Motion to Postpone Temporarily: A motion to postpone temporarily (table) shall not be used at the house since  
167 it may stop debate and could force the delegates to vote without full information.  
168

169 I. Agenda and Priority Agenda: The proposed agenda for the house is prepared by the Committee on Rules and  
170 Order. A priority agenda and a consent agenda is prepared by the speaker in consultation with the reference  
171 committee chairs.  
172

173 J. Consideration of the Budget: The annual budget shall be submitted to the delegates and alternate delegates at  
174 least 14 days in advance of the reference committee hearings. The adoption of the budget shall take place  
175 following the disposition of all resolutions that have financial impact and prior to the adjournment of the house.  
176

177 K. Resolutions on the Appropriation of Funds: The treasurer shall report on the availability of funds for any  
178 resolution proposing an appropriation of funds, not otherwise budgeted.

179  
180 L. Introduction of New Business: New business shall be accepted until noon of the second day of the house.  
181

182 M. Notice of Dues Change: A change in dues may be adopted by the house only if the proposed amendment has  
183 been presented at the CDA office in writing at least 75 days before the first day of the session of the house. All  
184 proposals to change the amount of dues or consider an assessment shall be sent to the delegates and alternates at  
185 least 60 days in advance of the session at which such proposal is to be considered.  
186

187 N. Guidelines for Closed Session: A closed session is any meeting or portion of a meeting of the house with  
188 limited attendance in order to consider a confidential matter. A closed session will be held upon a majority  
189 vote. In a closed session, attendance is limited to officers of the house, delegates and alternate delegates, the  
190 elective and appointive officers, trustees and general counsel of the association. The house may invite other  
191 persons to remain during the closed session by a majority vote. Any member who breaches confidentiality shall  
192 be in violation of the CDA Code of Ethics and is subject to discipline.  
193

194 The house has also defined the four subject areas appropriate for a closed session as:

195  
196 1. *Legal matters*. Confidential communications between clients and attorneys require closed session in  
197 order to maintain attorney-client privilege. Such matters could include litigation strategy or reports on  
198 lawsuits and contract terms.  
199

200 2. *Personnel matters*. It is appropriate to exclude staff from a discussion of personnel matters when such  
201 discussions involve evaluation of performance or other material that would be inappropriate to discuss  
202 with staff members present.  
203

204 3. *Business secrets*. Discussion of information about business practices (for example, setting insurance  
205 product rates, or discussing trade secrets) may require closed sessions.  
206

207 4. *Other occasions calling for closed session*. The three instances outlined above cover most situations  
208 in which a closed session might be necessary. From time to time, however, sensitive material may  
209 arise that should not be widely publicized. Boards of directors should be guided by a sense of  
210 discretion in determining what information should be made public and what information should remain  
211 confidential. Although the general rule is that proceedings should be characterized by openness rather  
212 than secrecy, there will always be times in which directors must decide to maintain certain information  
213 in confidence.  
214

## 215 V. **Voting and Election Procedures**

216  
217 A. Voting Procedures: The time and method of voting in the house is determined by the speaker. Voting is  
218 accomplished by one of three methods: consent, voting cards or electronic voting.  
219

220 B. Election Procedures: Elections are held in accordance to the procedures recommended in *Sturgis*. Contested  
221 elections are held under the supervision of the Committee on Credentials.  
222

223 1. When there is only one candidate for a position or an equal number of candidates for the number of  
224 positions available, such candidate(s) shall be declared elected or selected by the speaker. The  
225 secretary shall provide facilities for voting. All candidates who have not been declared elected or  
226 selected by the speaker, shall be elected or selected by a majority of the house.  
227

228 2. In the event no candidate for a position receives a majority of the votes cast on the first ballot, the  
229 candidate receiving the fewest votes shall be removed from the ballot. Balloting will be repeated until  
230 a single candidate has received a majority of the votes cast for each position. In the event no candidate  
231 receives a required majority nor does a candidate receive the fewest number of votes, each candidate  
232 will be allowed to address the house once for an additional three minutes, and the ballot will be  
233 repeated. Balloting will be repeated until a candidate has received a majority of the votes cast. The  
234 CDA secretary shall announce the result of each vote after it has been taken, including the tally  
235 received by each candidate, if subsequent ballots are necessary, names of candidates on the subsequent  
236 ballots, and, upon election of a candidate, that a candidate has been elected.  
237

- 238 3. A person who has not been brought forward to the house by nomination from the board or nominating  
239 committee must notify the speaker in writing of their intention to run at the house at least 30 days  
240 before the house. Nominating petitions containing signatures of no less than 25 delegates must be  
241 presented to the secretary prior to the opening of the second session of the house. Early announcement  
242 of candidacy will allow all interested parties equal accessibility to delegates prior to the house.  
243
- 244 4. Campaigning for candidates, other than through the established CDA mechanism mentioned in this  
245 document and in the General Operating Principles of the Board of Trustees, is discouraged.  
246 "Campaigning" includes the personal appearance of a candidate or his/her representative for the  
247 purpose of promoting the candidate at professional functions (including component dental society  
248 meetings) and/or separate and personal mailings directed at trustees, delegates and alternate delegates  
249 unless otherwise noted in this document or in the General Operating Principles of the Board of  
250 Trustees.  
251
- 252 5. Candidates will not be allowed to open hospitality suites.  
253
- 254 6. A designated time frame will be established for private voting.  
255
- 256 C. ADA Delegate and Alternate Delegate Voting Procedures: In addition to procedures set forth in V.B. above,  
257 the following guidelines apply when there are candidates wishing to run from the floor of the house for an ADA  
258 delegate or alternate delegate position:  
259
- 260 1. The ballot for ADA delegate and ADA alternate delegate will include the slate as provided by the  
261 board (for the house), with space to include the name(s) of candidates running from the floor, to be  
262 placed after the selected candidates.  
263
- 264 2. A provision will be available on the ballot which will enable voters to vote for the slate as nominated.  
265 The candidates receiving the greatest number of votes for the delegates and alternate delegates to the  
266 ADA shall be elected.  
267
- 268 3. The Committee on Credentials will assist the secretary in the tabulation of votes.  
269
- 270 4. Upon completion of tallying the votes, should an ADA delegate candidate be displaced by the  
271 candidate(s) running from the floor, that candidate will become an ADA alternate delegate.  
272
- 273 5. Should a candidate running from the floor not be successful as a result of the vote, that member shall  
274 not automatically become an ADA alternate delegate.  
275
- 276 D. Officer and Thirteenth District Trustee Guidelines for Contested Elections and Selections: In addition to  
277 procedures set forth in V.B. above, the following guidelines apply when there are candidates wishing to run  
278 from the floor of the house for an officer or thirteenth district trustee position:  
279
- 280 1. CDA will provide each candidate for officer and thirteenth district trustee positions the opportunity to  
281 send a one-page letter to delegates, informing them of the candidate's goals, background, experience,  
282 etc. A curriculum vitae will be attached to this letter, which will be mailed to all delegates and  
283 alternate delegates as an enclosure with a house mailing following notification of a contested election.  
284 No further written information relative to the candidate's qualifications will be allowed prior to the  
285 house.  
286
- 287 2. Each candidate for officer and thirteenth district trustee positions will be invited to deliver an address  
288 of up to five-minutes during the second session of the house. Candidates will be expected to deliver  
289 this speech personally.  
290
- 291 3. Candidates for officer and thirteenth district trustee positions in contested elections and selections may  
292 speak at component caucus meetings (upon invitation of the component or group) held in conjunction  
293 with the house.  
294

295 4. Specific election and campaign information for candidates who declare their candidacy prior to the  
296 selection of the nominees by the Nominating Committee can be found in the General Operating  
297 Principles of the Board of Trustees.  
298

299 **VI. Reference Committees of the House of Delegates**  
300

301 A. Reference Committees: Each reference committee of the house shall consist of five members of the house  
302 appointed by the president in consultation with the speaker. The number and scope of reference committees  
303 varies from year to year depending on the issues which are before the house.  
304

305 B. Duties: The primary duty of a reference committee is to recommend to the house an appropriate course of  
306 action on all matters which have been placed before it based on all available information and advice, and by  
307 making its decision in the best interests of the association, the dental profession and the public. Reference  
308 committees may make recommendations to adopt, amend, postpone, revise, refer or reject a resolution or may  
309 propose resolutions.  
310

311 C. Referral of Items of Business to Reference Committees: The speaker prepares the list of referrals in  
312 consultation with the president and secretary. The list of referrals will be transmitted to the delegates in advance  
313 of the reference committee hearings to inform them of matters to be considered.  
314

315 Following transmittal of the list of referrals to the delegates, additional items of business may be referred to a  
316 reference committee by the speaker.  
317

318 D. Conduct of Hearings: The chair of the reference committee will preside at both the hearing and the closed  
319 session.  
320

321 The chair will not permit motions or voting, since the objective of the hearing is to receive information and not  
322 make decisions. The chair, with the consent of the committee, may place reasonable limitations on discussion  
323 and debate.  
324

325 All members of CDA have the right to attend reference committee hearings and participate in the discussion,  
326 whether or not they are members of the house. Non-members of the association may participate in the  
327 discussion at hearings only at the invitation of a majority of the reference committee.  
328

329 Reference committees are expected to be available during the announced hours of applicable hearings and  
330 deliberations.  
331

332 E. Conduct of Closed Session: After evidence and information have been received at the open hearing, the  
333 committee shall go into closed session at which only the members and staff may be present. They may call upon  
334 the officers, the board, councils, consultants, or staff for additional information. At this meeting, the committee  
335 reaches its decisions and prepares its report.  
336

337 F. Preparation of the Report: The report of the reference committee to the house nothing more than represents the  
338 committee comments and recommendations on the material which it has considered.  
339

340 If the report of a council contains no resolutions, the reference committee should merely state that it has noted  
341 the council's report and make such comments as it may desire.  
342

343 G. Majority and Minority Reports: Every effort should be made by the members of a reference committee to reach  
344 unanimous agreement. If this is not possible, majority and minority reports may be presented.  
345

346 H. Presentation of Reports to the House of Delegates: The reports of the reference committees shall be signed by  
347 members of the committee and distributed to members of the house as early as time permits. Items for which no  
348 discussion occurred during the reference committee hearing may be placed on a consent agenda. Any delegate  
349 may remove any resolution from the consent agenda.  
350

351 The reference committee chair should be prepared to comment on the committee position taken in its report and  
352 provide an explanation of this decision prior to recommending that a resolution be adopted, rejected, amended,  
353 postponed or replaced by a substitute resolution to the house.

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**VIII. Resolutions to Amend the General Operating Principles of the House of Delegates**

The General Operating Principles of the House of Delegates are internal policy of the house. If an amendment is offered, it may be accepted and considered in the same manner as all other resolutions. The resolution will be referred to a reference committee and considered before the house as a priority item. This document may be amended by a majority vote of the delegates present. If adopted, the amendment will govern the balance of that house as well as future houses.