

California Dental Association
General Operating Principles of the House of Delegates
As Revised November 2008

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 in 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 California 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 the 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
100 selects the thirteenth district trustee nominee. The house also selects the Boards of Directors of all CDA
101 subsidiary companies for election by the shareholders and CDAHCI, and ratifies the Board of Directors of
102 affiliate 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:

- 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. In the event no
227 candidate for such offices receives a majority of the votes cast on the first ballot, the two candidates
228 receiving the greatest number of votes shall be balloted upon again.
229

230 2. In case of a tied vote for any office, additional ballots will be taken until a candidate is elected.
231

232 3. A person who has not been brought forward to the house by nomination from the board or nominating
233 committee must notify the speaker in writing of their intention to run at the house at least 30 days
234 before the house. Nominating petitions containing signatures of no less than 25 delegates must be
235 presented to the secretary prior to the opening of the second session of the house. Early announcement
236 of candidacy will allow all interested parties equal accessibility to delegates prior to the house.
237

238 4. Campaigning for candidates, other than through the established CDA mechanism mentioned in this
239 document and in the General Operating Principles of the Board of Trustees, is discouraged.
240 "Campaigning" includes the personal appearance of a candidate or his/her representative for the
241 purpose of promoting the candidate at professional functions (including component dental society

242 meetings) and/or separate and personal mailings directed at trustees, delegates and alternate delegates
243 unless otherwise noted in this document or in the General Operating Principles of the Board of
244 Trustees.

245
246 5. Candidates will not be allowed to open hospitality suites.

247
248 6. A designated time frame will be established for private voting.

249
250 C. ADA Delegate and Alternate Delegate Voting Procedures: In addition to procedures set forth in V.B. above,
251 the following guidelines apply when there are candidates wishing to run from the floor of the house for an ADA
252 delegate or alternate delegate position:

253
254 1. The ballot for ADA delegate and ADA alternate delegate will include the slate as provided by the
255 board (for the house), with space to include the name(s) of candidates running from the floor, to be
256 placed after the selected candidates.

257
258 2. A provision will be available on the ballot which will enable voters to vote for the slate as nominated.
259 The candidates receiving the greatest number of votes for the delegates and alternate delegates to the
260 ADA shall be elected.

261
262 3. The Committee on Credentials will assist the secretary in the tabulation of votes.

263
264 4. Upon completion of tallying the votes, should an ADA delegate candidate be displaced by the
265 candidate(s) running from the floor, that candidate will become an ADA alternate delegate.

266
267 5. Should a candidate running from the floor not be successful as a result of the vote, that member shall
268 not automatically become an ADA alternate delegate.

269
270 D. Officer and Thirteenth District Trustee Guidelines for Contested Elections and Selections: In addition to
271 procedures set forth in V.B. above, the following guidelines apply when there are candidates wishing to run
272 from the floor of the house for an officer or thirteenth district trustee position:

273
274 1. CDA will provide each candidate for officer and thirteenth district trustee positions the opportunity to
275 send a one-page letter to delegates, informing them of the candidate's goals, background, experience,
276 etc. A curriculum vitae will be attached to this letter, which will be mailed to all delegates and
277 alternate delegates as an enclosure with a house mailing following notification of a contested election.
278 No further written information relative to the candidate's qualifications will be allowed prior to the
279 house.

280
281 2. Each candidate for officer and thirteenth district trustee positions will be invited to deliver an address
282 of up to five-minutes during the second session of the house. Candidates will be expected to deliver
283 this speech personally.

284
285 3. Candidates for officer and thirteenth district trustee positions in contested elections and selections may
286 speak at component caucus meetings (upon invitation of the component or group) held in conjunction
287 with the house.

288
289 4. Specific election and campaign information for candidates who declare their candidacy prior to the
290 selection of the nominees by the Nominating Committee can be found in the General Operating
291 Principles of the Board of Trustees.

292
293 **VI. Reference Committees of the House of Delegates**

294
295 A. Reference Committees: Each reference committee of the house shall consist of five members of the house
296 appointed by the president in consultation with the speaker. The number and scope of reference committees
297 varies from year to year depending on the issues which are before the house.

298
299 B. Duties: The primary duty of a reference committee is to recommend to the house an appropriate course of
300 action on all matters which have been placed before it based on all available information and advice, and by
301 making its decision in the best interests of the association, the dental profession and the public. Reference

302 committees may make recommendations to adopt, amend, postpone, revise, refer or reject a resolution or may
303 propose resolutions.
304

305 C. Referral of Items of Business to Reference Committees: The speaker prepares the list of referrals in
306 consultation with the president and secretary. The list of referrals will be transmitted to the delegates in
307 advance of the reference committee hearings to inform them of matters to be considered.
308

309 Following transmittal of the list of referrals to the delegates, additional items of business may be referred to a
310 reference committee by the speaker.
311

312 D. Conduct of Hearings: The chair of the reference committee will preside at both the hearing and the closed
313 session.
314

315 The chair will not permit motions or voting, since the objective of the hearing is to receive information and not
316 make decisions. The chair, with the consent of the committee, may place reasonable limitations on discussion
317 and debate.
318

319 All members of CDA have the right to attend reference committee hearings and participate in the discussion,
320 whether or not they are members of the house. Non-members of the association may participate in the
321 discussion at hearings only at the invitation of a majority of the reference committee.
322

323 Reference committees are expected to be available during the announced hours of applicable hearings and
324 deliberations.
325

326 E. Conduct of Closed Session: After evidence and information have been received at the open hearing, the
327 committee shall go into closed session at which only the members and staff may be present. They may call
328 upon the officers, the board, councils, consultants, or staff for additional information. At this meeting, the
329 committee reaches its decisions and prepares its report.
330

331 F. Preparation of the Report: The report of the reference committee to the house nothing more than represents the
332 committee comments and recommendations on the material which it has considered.
333

334 If the report of a council contains no resolutions, the reference committee should merely state that it has noted
335 the council's report and make such comments as it may desire.
336

337 G. Majority and Minority Reports: Every effort should be made by the members of a reference committee to reach
338 unanimous agreement. If this is not possible, majority and minority reports may be presented.
339

340 H. Presentation of Reports to the House of Delegates: The reports of the reference committees shall be signed by
341 members of the committee and distributed to members of the house as early as time permits. Items for which no
342 discussion occurred during the reference committee hearing may be placed on a consent agenda. Any delegate
343 may remove any resolution from the consent agenda.
344

345 The reference committee chair should be prepared to comment on the committee position taken in its report and
346 provide an explanation of this decision prior to recommending that a resolution be adopted, rejected, amended,
347 postponed or replaced by a substitute resolution to the house.
348

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

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