



## Mission Statement/Purpose

The TDIC/ TDIC Insurance Solutions boards of directors develop policies, procedures and regulations for the operation of TDIC/TDIC IS. The boards also monitor and set policy relative to the finances of TDIC/TDIC IS and adopt policies regarding programs and services.

## Primary Duties

All positions:

- Set and monitor strategic direction for TDIC/TDIC IS
- Promote and protect TDIC/TDIC IS brand experience
- Monitor and promote financial health of TDIC/TDIC IS

At-large directors:

- Provide dental expertise and perspective (acceptable practices, scope and treatment issues, use of dental equipment)
- Provide member (policyholder) perspective on risk and education (risk management)

Public directors:

- Provide corporate/outside/public perspective
- Provide input on TDIC/TDIC IS decisions as related to insurance industry trends and experience

CDA trustees and officers:

- Provide corporate oversight and alignment with the goals and strategic direction of CDA

Immediate past chair:

- Provide guidance and continuity of leadership in support of chair

CDA president/ED/CEO:

- Provide contributions to the vision and direction, long-term sustainability and effective board-staff interface

## Time Requirements

Participation in the following meetings is expected:

- Quarterly board meetings held on weekdays, including potential travel the day prior to committee meetings
- Possible participation on a TDIC or TDIC IS committee, with meetings the day prior to quarterly board meetings
- Long-range planning meetings held every two years
- Occasional conference calls required to conduct business in between board meetings

## Qualifications

All positions:

- Board service (particularly with planning, decision-making, prioritization and delegation)

At-large directors:

- CDA member in good standing
- Policyholder of TDIC/TDIC IS (preferred)
- Preference for CDA tripartite leadership experience (any combination of component, state and national)
- Preference that members of board represent a variety of dental backgrounds (general practice, specialists, solo, small group, etc.)

Public directors:

- Cannot be a member of CDA or an employee of CDA, its subsidiaries or affiliates
- Preference for financial, insurance or healthcare company board or top-level staff experience

## Composition

The authorized number of directors of this corporation shall be 17, 16 of which shall be voting members. The voting directors shall include eight at-large directors, four non-CDA members/non-employees, one CDA trustee, two CDA officers (the CDA treasurer and CDA vice president), and the CDA executive director.

## Term/Tenure

The term of office for at-large and non-CDA member and non-employee directors shall be three years with a consecutive tenure of three full terms. A partial term shall be no more than half a term. The term of office for the CDA trustee director shall be two years. Terms served as a designated director (trustee, CDA officer, immediate past chair, CDA executive director, or president) shall not have, nor be counted towards, tenure limits.