The administrative policies and procedures of the College of Diplomates of the American Board of Pediatric Dentistry herein are developed by the Board of Directors for the administrative guidance of the College. The Officers, Board of Directors and Committee Members shall be guided by these policies and procedures in fulfilling their elective, appointive and administrative responsibilities on behalf of the College and its' membership.

These policies and procedures shall be provided to all members of the Board of Directors and all committee chairs and shall be provided to interested members upon request.

Approved and Adopted - June 1, 2007
Reviewed and Amended - May 22, 2009
Reviewed and Amended - October 28, 2012
Reviewed and Amended - October 8, 2015
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SECTION I. MISSION

MISSION:

The mission of this College shall be to encourage and promote the pursuit of excellence in the specialty of pediatric dentistry (1994).

VISION:

To promote collegiality among Diplomates;
To promote the American Board of Pediatric Dentistry examination process and recertification;
To promote the unique character of the COD and the Foundation of the COD in relationship to the AAPD and the Foundation of the AAPD (2009).

GOALS:

Promotion of the ethical practice of pediatric dentistry;
Promotion of mentoring for Board certification;
Promotion of activities enhancing collegiality, preceptorship, and sharing of skills in pediatric dentistry for the welfare of patients and the specialty of pediatric dentistry (2009).

SECTION II. ORGANIZATION

INCORPORATION:

The College is a non-profit corporation organized under the laws of the state of Illinois. The College received 501(c) 6 determination in October, 1996. A copy of this letter of determination is attached as Appendix 1.

OFFICES, AGENTS, AND POWERS:

The corporation shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose office is identical with such registered office and may designate other offices within or without the State of Illinois as the Board of Directors may from time to time determine. The COD currently has contracted with National Corporate Research, 520 South 2nd St., Suite 403, Springfield, IL 62701. (888)883-6300. (2014)
SECTION III. BOARD OF DIRECTORS

The Board of Directors shall be the managing body of the College, subject to the Laws of Illinois, the Articles of Incorporation, the Constitution and Bylaws of the College and the mandate of the General Assembly. The Board of Directors shall:

Have the power to establish rules and regulations consistent with these Bylaws to govern the organization, procedures and conduct of the College of Diplomates.

Have the power to nominate a slate of Officers of the College at the Board of Directors meeting prior to the Annual General Assembly where voting occurs to elect the Officers. The Board of Directors shall nominate a slate of Officers including a President-Elect, a Vice-President and a Secretary, all of whom must be selected from the members or past members of the Board of Directors after having been presented to the Board of Directors through the Nomination Committee, or processes otherwise stated in these Bylaws.

BOARD OF DIRECTORS MEMBERSHIP:

The Board of Directors shall consist of thirteen (13) members: the President, President-elect, Vice-president, Secretary, Treasurer, Immediate Past President, and seven (7) Directors, one from each geographic district and one non-voting member representing New Diplomates (those who are in their initial five years of College membership). The “New Diplomate” Director is appointed within his/her initial five years of College membership to a three-year term and is eligible for election to a district Director position after the original term is served (2013).

Members of the Examining Committee of the American Board of Pediatric Dentistry may serve as officers or members of the Board of Directors of the College (1982).

Management of the administrative functions of the College of Diplomates may be contracted by the Board of Directors through appointment of an individual to the position of Executive Director or Executive Assistant if an Executive Management Group is engaged. The appointed Executive Director or Executive Assistant will be an ex-officio member of the BOD. An Annual Review of the appointed Executive Director or Executive Management Group is required.

BOARD MEETINGS:

Meetings of the Board of Directors will be held at least twice each calendar year. These meetings may be held through conference call, teleconferencing or other electronic means of communication.

Meetings will be run according to ‘Ground Rules for Running Effective COD-ABPD Meetings and Guidelines for Executive Sessions’ (2015) - see Appendix #5

An interim meeting will be held in January/February each year to prepare for the Annual Meeting.

Meetings of the Board of Directors may be held in the same city and at a compatible time with the Annual meeting of the American Academy of Pediatric Dentistry.
Special invitations to the Annual COD Spring Meeting of the Board of Directors will be extended to

- the President, the President Elect and the Executive Director of the American Board of Pediatric Dentistry (1973),
- the President, the President Elect and the CEO of the American Academy of Pediatric Dentistry
- the Chairman, the Chairman Elect and the Treasurer of the Foundation of the College of Diplomates (1990)

Nominees to the Board of Directors of the College of Diplomates will be invited to attend the Annual Board Meeting, however their expenses will not be covered. (2015)

Meetings of the Board of Directors may be held in the same city and at a compatible time with Continuing Education meetings sponsored by the College of Diplomates.

The Chairman of the Foundation of the College of Diplomates or a representative will be invited to attend the College of Diplomates Board Meeting each year (1990).

**SPECIAL MEETINGS**

Special meetings of the Board of Directors may be called at any time by the President or by a majority of the Board of Directors. Notice of any special meeting shall be given to each member at least thirty (30) days in advance and shall state, in addition to the time and place, the general nature of the business to be transacted.

**EXPENSES**

Expenses of members of the Board of Directors will be personal to each member of the Board unless the Board moves and votes otherwise. Funds will be distributed to the Officer or Director after receipt of a reimbursement form and submission of appropriate receipts.

The President has an additional reimbursement amount available of up to $1000.

Special expenses can be reimbursed to individual Directors and/or Officers upon formal approval of the Board of Directors.

**QUORUM:**

A quorum of the Board of Directors shall be half plus one of the voting members of the Board.

**COMMITTEE CHAIRMAN:**

Unless otherwise stated: Committee chairmen are appointed by the President or by the President-Elect in the absence of the President.

**MINUTES:**

The Executive Director or Executive Management Group, with oversight by the Secretary, shall prepare, and preserve true minutes of Meetings of the Board of Directors. Once compiled, a copy of the minutes
will be distributed to each member of the Board of Directors. The Executive Director or Executive Management Group serves as the Central Office resource to the Secretary in the preparation of the minutes of meetings.

**DISTRIBUTION OF MEETING MINUTES POLICY:**

Accurate, concise, and complete minutes are of vital importance to the College of Diplomates of the American Board of Pediatric Dentistry. They are the official history and legal record of the proposals, reports, and decisions of leadership. Minutes shall be recorded in writing for all meetings of the board of directors and executive committee, including executive sessions. Minutes shall be recorded in a manner as to reflect the actions, motion and statements of the board, without recording superfluous discussions.

Minutes shall be distributed to members of the Board of Directors and committee members within 21 business days of the meeting. If any audio or video recording was made of the meeting, it shall be destroyed when the minutes are approved.

When the Meeting Minutes are approved at a subsequent board meeting, the file shall be in the format of a PDF to protect against unauthorized editing of a word processor document.

Adoption and Amendment Dates: (2013)

**RULES OF ORDER:**

The most current edition of The American Institute of Parliamentarians Standard Code of Parliamentary Procedure shall govern the proceedings of this organization unless otherwise specified.

Ground rules for running effective ABPD-COD meetings and guidelines for executive sessions will be observed (2015). See Appendix 5.

**SECTION IV: OFFICERS**

**GENERAL POLICIES:**

The Executive Committee shall consist of the President, President-Elect, Vice-President, Secretary, Immediate Past-President and Treasurer. The Executive Committee shall have and exercise the authority of the Board of Directors in the management of the business of the College between meetings of the Board of Directors. The Executive Director or Executive Management Group is a non-voting member of the Executive Committee.

The elected officers of this College shall be the President-Elect, Vice-President, and Secretary, each of whom shall be elected by the General Assembly as provided in Chapter III of the Bylaws.

The Treasurer and the Executive Director or Executive Management Group are appointed officers of the College. Appointed officers may be designated and appointed by the Board of Directors as deemed desirable and as provided for in Chapter III of the Bylaws.
The elected and appointed officers, along with the newly elected members of the Board of Directors, shall be installed at the Annual Session. The President-Elect shall be installed as President at the next Annual Session following his/her election (2000).

All nominees submitted by the Nominations Committee to be a member of the Board of Directors or an officer must have attended three of the past five annual meetings of the College (1993).

**PRESIDENT: DUTIES:**

The President shall be the chief executive officer of the College of Diplomates.

The President shall preside over all meetings of the Board of Directors, the meeting of the General Assembly and all interim business of the College.

The President shall have the powers and duties of general supervision and management customarily vested in the office of the president.

The President shall serve a one (1) year elected term.

The President shall appoint members to the Nominations Committee as needed from the Executive Committee. The Nominations Committee shall have three members as specified in the Bylaws.

The President shall appoint from 1 – 3 members of the Board of the COD, or members of the College in good standing, as advisory members to the Program Committee (2014).

The President-Elect shall serve as Chair, and the Vice President as Vice Chair of the Program Committee.

The President is the Chair of the Executive Committee.

The President is a member of the Finance Committee.

The President shall serve as a liaison with the Directors and Executive Director of the American Board of Pediatric Dentistry (ABPD), the Chairman and Board of the Foundation of the College of Diplomates and the American Academy of Pediatric Dentistry (its Board, Officers and Foundation).

The President shall direct the management of any third party engaged to participate in the administrative work of the College, either directly or through the appropriate Officers and Directors of the College. The President shall arrange the Annual Review of the Executive Director or Executive Management Group in the first quarter of each year with the Immediate Past President and the President-Elect. (2014)

The President shall represent the College of Diplomates to the College’s communities of interest.

If necessary, the President shall appoint members to the Appeals Board.

The President shall appoint such special committees as deemed necessary and identify their responsibilities, number of members and their Chairperson.
PRESIDENT-ELECT: DUTIES

The President-Elect shall be responsible for credentialing of the membership and supervise balloting of votes held by the College or its Executive Committee.

The President-Elect shall be the Chairperson of the Program Committee, and shall be responsible for maintaining meeting minutes of all Program Committee meetings. The President-Elect with the Vice President shall constitute the Program Committee along with 1 to 3 additional members as appointed by the President.

The President-Elect shall perform the duties and exercise the powers of the President during the absence or disability of the President.

The President-Elect shall serve a one (1) year term and shall be presented to the COD as its President at the Annual Meeting following his or her election.

The President-Elect is a member of the Executive Committee.

The President-Elect is a member of the Finance Committee.

The President-Elect is the designated primary officer responsible for providing leadership for any mentoring programs.

VICE-PRESIDENT: DUTIES

The Vice-President shall exercise the powers of the President-Elect during the absence or disability of the President-Elect.

The Vice-President is Vice-Chair of the Program Committee with a primary responsibility to plan and coordinate the Annual meeting of the COD with the President and the Executive Director or Executive Assistant. The Vice President will identify and contact the keynote speaker for the Annual meeting and be responsible for assuring that the speaker(s) for the Annual session fulfill the obligations of their contract.

The Vice-President is a member of the Executive Committee.

The Vice-President shall serve a one (1) year elected term.

TIME LINE FOR VICE PRESIDENT ANNUAL PROGRAM COMMITTEE DUTIES:

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<td>Develop list of possible topics and keynote speakers for the annual meeting of the FOLLOWING YEAR. If possible, identify speaker before annual Executive Meeting. Discuss with Committee. Note this occurs prior to the formal election of the Vice-President so is the duty of the current Secretary.</td>
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May:

- Attend annual Board of Directors Meeting for nomination and election. Begin preliminary plans for following year’s session for Board approval.

June:

- Finalize topic & keynote speaker for the FOLLOWING YEAR’S annual session with Program Committee.
- In conjunction with Executive Director or Executive Management Group, present a contract/letter to keynote speaker coordinating the presentation and including:
  - Date of meeting, starting time, length of presentation and AV equipment needs;
  - Honorarium: supported through the Foundation of the College of Diplomates Speaker is responsible for own transportation, meals and room cost. Access to housing for the AAPD Annual meeting will be provided and facilitated by the ED or Executive Management Group;
  - Speaker will provide his/her CV and presentation title for distribution/publicity; and
  - VP will forward copies of correspondence to the Executive Director or Executive Management Group of the COD.

August:

- Notify Foundation Secretary of annual session topic, keynote speaker’s name & CV.

November:

- Send print ready copy of the information listed above to the Foundation’s Secretary for copy and distribution. (Copy to COD’s Executive Director or Executive Management Group).

March:

- Check with Executive Director or Executive Management Group to ensure that room requests and audiovisual needs for speaker have been made and arranged.
- Check on keynote speaker paper/manuscript availability, if appropriate. Review if available.

May:

- Confirm keynote speaker arrival and check-in at convention hotel.
- Host keynote speaker at the COD annual meeting.
- Chair Symposium program at the annual session at the COD Breakfast Meeting.
- Present keynote speaker with the honorarium and plaque at the end of presentation.

June:

- Write thank you note to keynote speaker and follow-up on submission of paper to electronic version of Pediatric Dentistry journal by working with current editor
SECRETARY: DUTIES

The Secretary shall oversee the preparation and preservation of true minutes of the proceedings of the General Assembly, the Board of Directors, and the Executive Committee of the College in the books of the College.

The Secretary will work with the Executive Director or Executive Management Group to have drafts of Minutes of the College’s meetings presented within 15 working days of scheduled meetings to the Board of Directors, the Executive Committee and the various Committees of the College. The General Assembly Business Meeting Draft Minutes will likewise be presented to the Board of Directors within 30 days of the Annual Meeting. Complete minutes will be distributed within 45 working days.

The Secretary, along with the Executive Director or Executive Management Group shall maintain a current roster of all Members of the College.

The Secretary has a primary responsibility for maintaining a current Policy & Procedure Manual.

A Necrology Report will be presented to the Membership at the Annual Meeting by the Secretary.

An honorarium of $100 will be given to FCOD in the name of each deceased member. A notification letter will be sent to the family of the deceased by the FCOD.

Following official announcement of certification by the American Board of Pediatric Dentistry, the Secretary of the College shall record the name of the Diplomate as an active member.

The Secretary shall give all notices required by statute, bylaw or resolution. Written notice of at least thirty (30) days prior to the annual meeting shall be given to each member by mail or other means of communication.

The Secretary shall maintain records of the location of any archival materials or document the location of those not in his/her possession.

The Secretary is a member of the Executive Committee.

The Secretary shall perform other duties as directed by the Board of Directors and Executive Committee.

The Secretary shall serve a one (1) year elected term.

IMMEDIATE PAST PRESIDENT: DUTIES

The Immediate Past-president shall give counsel to the President at the discretion of the President.

The Immediate Past-president shall serve a one (1) year term.

The Immediate Past-President is a member of the Executive Committee.

The Immediate Past President shall serve as the chair of the Nominations Committee.
TREASURER: DUTIES

The Treasurer shall be selected and appointed by the Board of Directors to serve a one (1) year renewable term that may be extended to serve in a non-time limited position at the discretion of the Board of Directors.

The Treasurer shall oversee custody of all corporate funds and securities and shall oversee maintenance of the books belonging to the College with full and accurate accounts of all receipts and disbursements of the organization.

The Treasurer shall deposit all monies, securities, and other valuable effects in the name of the College in such depositories as may be designated for that purpose by the Board of Directors.

The Treasurer shall oversee disbursement of the funds of the College as may be ordered by the Board of Directors, accepting vouchers for such disbursements.

The Treasurer shall oversee the collection of dues from the College’s membership as appropriate and report on these activities at the Annual Meeting.

The Treasurer shall review the Executive Director’s or Executive Management Group’s monthly financial reports and track actual to budgeted expenses. The Treasurer shall take corrective action if necessary and report to the Board of Directors quarterly.

The Treasurer is directly responsible to the President as the Chair of the Board of Directors.

The Treasurer shall render to the Board of Directors, at their regular meetings, and whenever requested by them, an accounting of all transactions and the financial condition of the College.

The Treasurer is the chair of the Finance Committee and shall present to the Committee the annual budget in advance of its presentation to the BOD. Any special projects such as CE activities may be reviewed through this Committee.

The Treasurer shall perform other duties as directed by the Board of Directors and Executive Committee.

The Treasurer shall be a regular voting member of the Executive Committee and the Board of Directors.

EXECUTIVE DIRECTOR OR EXECUTIVE MANAGEMENT GROUP: DUTIES

The Executive Director or Executive Management Group (Executive Assistant) is an appointed non-voting officer of the College. The Executive Director or Executive Management Group shall be selected and contracted by the Board of Directors for a term of 1 to 3 years with annual reviews and renewals of contract. The Executive Director or Executive Management Group shall be reviewed on the annual basis by the Executive Committee in the first quarter of the calendar year.

The Executive Director or Executive Management Group (Executive Assistant) is responsible to the President, as the Chair of the Board of Directors.

The Executive Director or Executive Management Group (Executive Assistant) shall assist in the daily business of the College, including the authority to negotiate contracts on behalf of the College and as
approved by the Board of Directors, or the Executive Committee between meetings of the Board of Directors.

The Executive Director or Executive Assistant, shall no longer act as the Registered Agent of the COD for legal purposes. NCR, in Chicago, has been contracted for this purpose. (2014)

The Executive Director or Executive Management Group serves as the Central Office resource to the Officers and Directors of the College in their respective duties such as preparation of organizational documents to include minutes of meetings, legal notices, web site management, budgetary and accounting documentation of financial records, and any other duties such as the membership roles as directed with the approval and direction of the Board of Directors or the Executive Committee.

The Executive Director or Executive Management Group shall prepare monthly financial statements reporting the financial activity of the college for the previous month to the Treasurer and Finance Committee of the College for oversight review.

The Executive Director or Executive Management Group (Executive Assistant) shall work with the Officers of the COD to maintain the proper and timely documents to fulfill continuing education certification (PACE) (2009).

The Executive Director or Executive Management Group (Executive Assistant) may carry out the duties of the Secretary and/or the Treasurer of the College with the approval of the Board of Directors.

The Executive Director or Executive Management Group (Executive Assistant) shall be a non-voting member of the Board of Directors & Executive Committee.

SECTION V. COMMITTEES

COMMITTEE GUIDELINES AND POLICIES

The standing committees of this College shall be the Executive Committee, the Nominations Committee, the Constitution and Bylaws Committee, the Program/Continuing Education Committee, the Finance Committee and Special Committees.

Special Committees, with targeted Committee charges, may be appointed by the President with approval of the Board of Directors.

All Committees shall meet in person, by conference call, teleconferencing or other electronic means of communication. Minutes of the meetings of these Committees shall be submitted to the Secretary and Executive Director or Executive Management Group to maintain a record of the College’s business.

A member appointed to a Committee who does not participate in the work of that Committee may be replaced by the President with the approval of the Executive Committee. In the event that the Executive Committee cannot reach consensus, the matter may be brought to the Board of Directors for action.
EXECUTIVE COMMITTEE:

The Executive Committee shall consist of the President, President-Elect, Vice-President, Secretary, Treasurer and the Immediate Past-President. Three members of the Executive Committee shall constitute a quorum for the transaction of business.

The Executive Committee shall have and exercise the authority of the Board of Directors in the management of the business of the College during intervals between meetings, subject at all times to the Bylaws of the College, prior rules, regulations, and directives issued, adopted or promulgated by the Board of Directors.

The Executive Committee shall appoint and direct the activities of the Executive Director or Executive Management Group.

The Executive Committee may authorize in writing any officer or officers, agent or agents of the College, in addition to the officers so authorized by the Bylaws; to enter into any contract or execute and deliver any instrument in the name of and on behalf of the College and such authority may be general or confined to specific instances.

Meetings may be called by the President or by any two Executive Committee members.

Interim actions of the Executive Committee will be reviewed and voted on by the members of the BOD no later than 2 months after the interim action is taken. This may be done electronically.

NOMINATIONS COMMITTEE:

The Nominations Committee shall consist of three members - the Immediate Past-President to serve as chairperson with the President and President-Elect completing the membership of the committee. If any of these members cannot serve, the President shall make supplemental appointments to total three (3) members from the Executive Committee or past presidents of the COD.

After appropriate calls for service/nomination have been made through the COD’s web site and other forms of notification, the Nominations Committee will review applications with two letters of reference and conduct telephone interviews with prospective nominees, with at least two members of the Committee present.

The Nominations Committee shall present nominees for Directors and Officers and deliver to the Secretary and Executive Director or Executive Management Group in writing the nominees at least forty-five (45) days prior to the mailing of the Annual Meeting notice.

The Secretary in conjunction with the Executive Director or Executive Management Group shall mail to the membership of the College a copy of the nominations at least sixty (60) days prior to the Annual Meeting. Electronic mailing is an acceptable means of notification. (2014)

In addition, a member in good standing who wishes to be placed on the ballot for Director, when there is an election for a Director from his/her district, must submit this request to the Secretary in writing no less than thirty (30) days prior to the Annual meeting. This request must be accompanied by the signature of twenty-five (25) voting members of the College in good standing.
Additional nominations for Officers may be made by the Board of Directors. (2007)

**CONSTITUTION AND BYLAWS COMMITTEE:**

The Constitution and Bylaws Committee shall consist of three (3) members. One member is appointed by the President each year for a three year term. The President shall designate the Chair.

The Constitution and Bylaws Committee shall receive all proposed amendments to the Constitution and Bylaws of this College for study and recommendation.

Proposed amendments shall be delivered to the Secretary of the College for formal notification to the members as provided in Article VII of the Constitution and Chapter VII of the Bylaws. (2007) Proposed amendments may be posted on the website as an acceptable means of formal notification. (2014).

**PROGRAM COMMITTEE:**

The Program Committee shall consist of the President-Elect, the Vice-President, and at least one Board Director appointed by the President. The President–Elect will serve as the Chair of the Program Committee and shall keep minutes of all Program Committee meetings. Additionally 1 to 3 members of the Board or College in good standing may be appointed by the President to serve as advisor members to the Program Committee.

The Program Committee has two sub-committees (2014):

- The Site Selection Committee
- The Sponsorship Committee.

The **Site Selection Committee** reports to the Chair of the Program Committee. The Chair of this committee shall be the Vice President of the COD. Members shall be: Program Committee Chair (President-Elect COD), one Board Member (selected by the Chair), the Sponsorship Chair and 2 past presidents serving in an advisory position and appointed at the President's discretion). The Site Selection Committee shall suggest sites for future CE courses, working two years in advance. The Executive Management Group shall handle all business affairs, including negotiations and contract signing (upon approval of the COD Executive Committee), event planning (with input from the Committee) and site visits so that there is continuity and accountability with the arrangements.

The **Sponsorship Committee** reports to the Chair of the Program Committee and is appointed by the Chair in consultation with the President. Its charge is to obtain sponsorship from dental and medical supply companies to help support the financial costs of the specific meeting. This committee will formalize the sponsorship levels and letters to be sent to the sponsors. A member of the sponsorship committee will act as the contact person for the vendors and forward any paperwork to the Executive Management Group after the commitment is received. The timeline for securing sponsors is as follows: the sponsors for the Fall Study Club shall be identified and presented at the Annual Board meeting in May, and those sponsoring the Spring Study Club shall be identified and presented at the Fall Board meeting.

The Program Committee shall plan and implement the program for the Annual Meeting of the College.
The Program Committee shall provide, plan and implement other continuing education activities of the College, such as Study Clubs (2007) and the Sedation Renewal C.E. courses (2011).

The Program Committee shall submit to the Treasurer all anticipated and ongoing expenses and income for any continuing education activity being planned so that a budget for the event may be constructed for fiscal guidance.

FINANCE COMMITTEE:

The Finance Committee shall consist of the President, President-Elect, one Board Director appointed by the President and the Treasurer, who serves as Chair.

The Treasurer and Executive Management Group shall review the annual budget and provide a report to the Finance Committee. The Finance Committee is charged to meet monthly. The Finance Committee has the responsibility of performing an annual review of all financial records of the organization in preparation for the Annual Board of Directors meeting of the College.

The Committee reports to the overall Board of Directors the financial status of the organization as well as the accuracy of the financial documentation.

SPECIAL COMMITTEES:

The President shall appoint such special committees as deemed necessary and identify their charges and responsibilities, the number of members, and the Chairperson.

Such Committees are considered time limited with a targeted charge to address specific issues or acquire specific areas of information the Board of Directors or Executive Committee deems necessary.

Some special Committees may have a more specific charge and formal protocol for action – an example would be the formulation of a special committee to consider ethics questions pertaining to a member of the College.

Current AdHoc Committees are: (2014)

- Website/Editorial Committee
- Marketing and Communications Committee
- ROC-P Committee
- Recognition Committee
- History of the College
SECTION VI. PROFESSIONAL CONDUCT, ETHICS VIOLATIONS AND JUDICIAL PROCEDURES:

ETHICS VIOLATIONS AND JUDICIAL PROCEDURES:

The Principles of Ethics of the American Dental Association shall govern the professional conduct of all members of the College. [http://www.ada.org/en/about-the-ada/principles-of-ethics-code-of-professional-conduct](http://www.ada.org/en/about-the-ada/principles-of-ethics-code-of-professional-conduct) (2014). This College shall have the right to discipline any of its members who may be adjudged guilty of unprofessional conduct or violation of its code of Professional Conduct or its Bylaws and may impose censure, suspension or expulsion. (2007)

If the Ethics Committee needs to be activated, it shall consist of the full Board of Directors of the College of Diplomates, with the President presiding as Chairperson. (2007)

DISCIPLINARY LEVELS:

CENSURE:

Upon conviction of a charge that constitutes a violation of a provision of the Bylaws, the Principles of Ethics of the American Dental Association, or the accepted rules of moral conduct, a member may, at the discretion of the Board of Directors, be censured. Such censure shall be entered in the member’s record and shall remain in force until such time that the member submits satisfactory evidence of the institution of acceptable corrective measures, providing such correction shall occur within a period of three (3) months following conviction.

SUSPENSION:

Failure to institute acceptable corrective measures within the stipulated period of time associated with censorship may, at the discretion of the Board of Directors, result in suspension of all the member’s rights and privileges associated with membership in the College. Such suspension shall remain in force for no longer than six (6) months; its termination shall be at the discretion of the Board of Directors pending submission of satisfactory evidence of corrective measures. Failure to submit evidence shall result in expulsion.

EXPULSION:

A member shall be expelled for failure to comply with the Bylaws provision relative to payment of dues; and for such other specifically stipulated violations as are deemed of sufficient gravity by the Board of Directors to warrant expulsion, provided the member has elected to exhaust all avenues of appeal, or after due notice, fails to do so.
JUDICIAL PROCEDURE:

ADVISEMENT:
In the event that the College has been advised, directly or indirectly, that a member of the College has
been found guilty by a member’s component or constituent dental society, the American Board of
Pediatric Dentistry or a duly authorized licensing agency of unethical conduct in practice or in other
professional relationships, or is accused of such conduct in writing by a member of the College, it shall be
the duty of the Board of Directors to obtain a certified copy of the alleged conviction and the charges
associated with it. In the case of action initiated by a member of the College, the Board of Directors shall
obtain, in writing, a detailed specification of the alleged violation(s). Having obtained the foregoing
information, the Board of Directors shall determine whether, in its opinion, justification exists for instituting
a formal hearing to properly dispose of the matter.

NOTICE:
The accused member shall be notified, in writing, of the charges brought against him/her and of the time
and place of the hearing. Such notice shall be sent by registered mail, addressed to the member’s last
known address, not later than thirty (30) days prior to the date set for the meeting.

CHARGES:
The written charges shall include a certified copy of alleged conviction or determination of guilt, if any,
specification of the Bylaw(s) or ethical provision(s) alleged to have been violated, as the case may be,
and a description of the conduct alleged to constitute each violation.

HEARING:
Hearings shall be held at the discretion of the Executive Committee and called by the President. The
accused member shall be entitled to a hearing before the Board of Directors at a time set by the Board, at
which time the accused member will be given the opportunity to present a defense to all charges brought
against him/her. All proceedings shall be recorded and preserved.

DECISION:
Every decision, whether for acquittal, censure, suspension or expulsion, shall be presented in writing and
shall specify the charges made, the facts presented in substantiation or refutation of the charges, the
verdict rendered and the penalty, if any imposed. Notice of the decision shall be sent by certified mail to
the member no later than fifteen (15) days subsequent to the Board of Directors’ action. Such notice shall
also inform the member of the right to appeal.

APPEAL:
The member may appeal the decision of the Board of Directors by filing a statement of particulars with the Secretary-Treasurer of the College no later than thirty (30) days after the date of the mailing of the decision, accompanied by a request for a hearing before an Appeals Board.

**APPEALS BOARD:**

The Appeals Board shall consist of three (3) past Presidents, but shall not include the immediate Past President of the College. All decisions shall be stated pending appeal. All notice and hearing requirements shall be applicable to the Appeals Board. The Appeal Board shall hold its meeting no later than 90 days after notice of appeal has been received. The decision of the Appeals Board, following the appeal hearing, shall be final.

**WHISTLEBLOWER POLICY:**

**GENERAL:**

Our Code of Ethics and Conduct ("Code") requires directors, officers, volunteers, and the executive director to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of COD-ABPD, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

**REPORTING RESPONSIBILITY:**

It is the responsibility of all directors, officers, volunteers, and the executive director independently to comply with the Code and to report violations or suspected violations in accordance with this Whistleblower Policy.

**NO RETALIATION:**

No director, officer or volunteer who in good faith reports a violation of the Code shall suffer harassment, retaliation or adverse consequences, and anyone who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of their contractual agreement or dismissal from the board of directors. This Whistleblower Policy is intended to encourage and enable all entities to raise serious concerns within COD-ABPD prior to seeking resolution outside COD-ABPD.

**REPORTING VIOLATIONS:**

The Code addresses COD-ABPD’s open door policy and suggests that anyone may share their questions, concerns, suggestions or complaints with the elected COD-ABPD President who is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at his/her discretion, shall advise the Executive Director or Executive Assistant. If the President is the object of the complaint, the next highest elected officer, the Vice-President would receive the report and lead the investigation.
**ACTING IN GOOD FAITH:**

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

**CONFIDENTIALITY:**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

**HANDLING OF REPORTED VIOLATIONS:**

The President will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Adoption and Amendment Date: 2013

**CONFLICT OF INTEREST POLICY**

Note: Conflict of Interest Statements are also presented as Appendices to these Policies and Procedures and may be copied and distributed at each Board Meeting.

Directors, officers, volunteers, the Executive Director or Executive Assistant or Executive Management Group and contracted staff are to disclose in writing to the entire board if they, or any member of their immediate families, or any organization/corporation with which they are affiliated, presently transact business with the College of Diplomates of the American Board of Pediatric Dentistry (COD-ABPD) or might reasonably be expected to do so in the future. All directors, officers, volunteers and staff maintaining no such relationships will attest to that fact in writing on a yearly basis and agree to notify the board should their status change.

An affiliation with an organization/corporation will be considered to exist when a director, officer, volunteer and staff or a member of his/her immediate family is an officer, director, trustee, partner, employee or agent of the organization/corporation; or owns five percent of the voting stock or controlling interest in the organization; or has any other substantial interest or dealings with the organization.

Directors, officers, volunteers, ED or EMG and contracted staff should place COD-ABPD’s interests first in dealings on the College’s behalf and be alert to possible conflicts of interest and circumstances that could create even the appearance of a conflict. At a minimum one should disclose those conflicts or situations before taking part in any deliberations or decisions on subjects where possible conflicts exist. All should be aware that recusal or even resignation may be appropriate and in the College’s best interests where an actual or apparent conflict of interest exists, and should not expropriate corporate opportunities available to COD-ABPD.
Directors, officers, and volunteers, who serve COD-ABPD in positions of responsibility, although they are not compelled to serve and are not compensated for their service, nevertheless have certain legal obligations to the association. All directors, officers, volunteers as well as the ED and contracted staff have a fiduciary duty, including the duties of care and loyalty and may be personally and individually legally liable for injury or damages that result from their unauthorized disclosure of confidential association information. All should be particularly careful not to disclose legal information that comes to COD-ABPD through inside or outside legal counsel.

Adoption and Amendment Dates: 2013

See Appendix #2 for Conflict of Interest Statement and Signature Form.

**CONFLICT OF INTEREST POLICY FOR VOLUNTEERS OF COLLEGE OF DIPLOMATES OF THE AMERICAN BOARD OF PEDIATRIC DENTISTRY**

No board member or board committee member, or any member of his/her family should accept any gift, entertainment, service, loan, or promise of future benefits from any person who either personally or whose employees might benefit or appear to benefit from such board or committee member’s connection with College of Diplomates of the American Board of Pediatric Dentistry, unless the facts of such benefit, gift, service, or loan are disclosed in good faith and are authorized by the board. Board and committee members are expected to work out for themselves the most gracious method of declining gifts, entertainment, and benefits that do not meet this standard.

No board or committee members should perform, for any personal gain, services to any College of Diplomates of the American Board of Pediatric Dentistry supplier of goods or services, as employee, consultant, or in any other capacity which promises compensation of any kind, unless the fact of such transaction or contracts are disclosed in good faith, and the board or committee authorizes such a transaction. Similar association by a family member of the board or committee member or by any other close relative may be inappropriate.

No board or committee member or any member of his/her family should have any beneficial interest in, or substantial obligation to any College of Diplomates of the American Board of Pediatric Dentistry supplier of goods or services or any other organization that is engaged in doing business with or serving College of Diplomates of the American Board of Pediatric Dentistry unless it has been determined by the board, on the basis of full disclosure of facts, that such interest does not give rise to a conflict of interest. This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.

Any matter of question or interpretation that arises relating to this policy should be referred to the Executive Committee and/or to the Board of Directors for decision, where appropriate.

See Appendix #3 for Conflict of Interest Statement and Signature Form for Volunteers of the COD-ABPD.

**Note: Volunteers sign both Conflict of Interest Statements.**
SEXUAL HARRASSMENT POLICY

The College of Diplomates of the American Board of Pediatric Dentistry (COD-ABPD) is committed to providing a work environment that is free from discrimination. In keeping with this commitment, we maintain a strict policy prohibiting any kind of unlawful harassment or discrimination, including racial, sexual, ethnic, handicap, age or religious harassment. This policy prohibits harassment in any form, such as verbal, physical, and visual harassment.

The definition of sexual harassment includes: (1) quid pro quo sexual harassment where employment or continuing employment is based on the granting a sexual favor, and (2) the creation of a hostile work environment to the extent that a volunteer or contracted staff member feels coerced or intimidated. A hostile work environment can be created by words and/or actions. Words or actions are considered unlawful sexual harassment if, among other things, they are (1) sexual in nature, and (2) unwelcome.

Examples of sexually harassing conduct include:

- Unwelcome sexual flirtations, advances or propositions
- Verbal abuse of a sexual nature
- Graphic verbal comments about an individual’s body
- Sexually degrading words or gestures
- The display in the workplace of sexually suggestive objects or pictures

Examples of other types of harassment include:

- Nicknames pertaining to any ethnic, religious, or age characteristics or stereotypes
- Racial, ethnic, age or religious jokes
- Signs, magazines, e-mails or bulletin board notices that are found offensive by a protected minority.
- Use of any racial slurs

Any volunteer or contracted staff who believes he/she has been harassed by a co-worker, supervisor, client or agent of this organization should promptly report the facts of the incident or incidents and the names of the individuals involved to the President, the Executive Director or Executive Assistant, or to any member of the Board of Directors with whom they feel most comfortable.

Board members should report all complaints of harassment to the president to ensure that they are resolved promptly and effectively. The President, Executive Director or Executive Assistant or an outside party will investigate the complaint, and the complainant will be advised of the findings and conclusions.

All actions taken to resolve complaints of harassment through internal investigations shall be conducted as confidentially as possible and practical. Any volunteer contracted staff that is found, after appropriate investigation, to have engaged in harassment of another member will be subject to disciplinary action, up to and including termination. Volunteers or contracted staff who utilize the complaint procedure outlined in this policy will not be retaliated against and will not have their relationship with COD-ABPD adversely affected by making such a complaint.

If you have any questions concerning this policy, please feel free to contact the President or Executive Director or Executive Assistant.
ANTITRUST AVOIDANCE

Because associations are vehicles for bringing competitors together and conduits for moving information among competitors, we are closely scrutinized for violations of antitrust laws. This unique exposure to antitrust scrutiny dictates that the College of Diplomates of the American Board of Pediatric Dentistry (COD-ABPD) should take steps to minimize the danger of becoming involved in antitrust investigations or litigation.

It shall be the policy of COD-ABPD to be in strict compliance with all federal and state antitrust laws, rules and regulations.

Therefore:

- These policies apply to the personal dental practices and businesses that all membership participates in.
- Discussions of prices or price levels are prohibited. In addition, no discussion is permitted of any elements of a company’s operations, which might influence price such as:
  - Cost of operations, supplies, labor or services;
  - Allowance for discounts;
  - Terms of sale including credit arrangements; and,
  - Profit margins and mark ups, provided this limitation shall not extend to discussions of methods of operation, maintenance, and similar matters in which cost or efficiency is merely incidental.

It is a violation of antitrust laws to agree not to compete, therefore, discussions of division of territories or customers or limitations on the nature of business carried on or products sold are not permitted.

Boycotts in any form are unlawful. Discussion relating to boycotts is prohibited, including discussions about blacklisting or unfavorable reports about particular companies including their financial situation.

It is COD-ABPD’s policy that when all meetings attended by representatives of COD-ABPD where discussion can border on an area of antitrust sensitivity, that the association’s representative request that the discussion be stopped and ask that the request be recorded in the minutes of the meeting being attended. If others continue such discussion, the association’s representative should excuse themself from the meeting and request that the minutes show that they left the meeting at that point and why they left. Any such instances should be reported immediately to the President and Executive Director or Executive Assistant.

It is COD-ABPD policy that a copy of these Antitrust Compliance Policies be given to each officer, director, committee member, and contracted staff annually and that the same be read, or understood at all meetings of the membership of the COD-ABPD.

Adoption and Amendment Date: 2013.
SECTION VII: MEMBERSHIP OF THE COLLEGE OF DIPLOMATES

ACTIVE MEMBERSHIP:

Eligibility for membership in the College of Diplomates is limited to individual pediatric dentists who have successfully completed the examination process of the American Board of Pediatric Dentistry and been certified as a Diplomate of the American Board of Pediatric Dentistry. Active membership in the College and access to the benefits thereof is granted to “new” Diplomates in the first year of their Board certification. Continued active membership is available for any Diplomate of the ABPD who has maintained their American Board of Pediatric Dentistry certification credentials and maintained their active status in the College by the paying of annual professional dues assessments. Membership is for a calendar year January 1st- December 31. (2014)

LIFE MEMBERSHIP:

Any person who has been a member of the College in good standing for at least five consecutive years and who has reached the age of 65, or a person who retires from dentistry for reason of infirmity or other acceptable reason, may apply for Life Membership status. Members must apply in writing to the Board of Directors for consideration of Life Membership by April 1 in the year of eligibility. Any eligible applicant for Life Membership at the time of application shall remain in good standing until such time as the application is acted upon by the Board of Directors. If elected to life membership, dues are no longer paid starting the following calendar year (2014). If not elected to life membership the member shall then be billed for the current year dues (1968). A certificate of life membership will be sent after the annual meeting to each member successfully elected to this category.

DUES AND FEES: (2016)

Dues are $125.00 per calendar year. (Board voted 10-8-15).

The deadline for payment of annual dues is February 15.

Any member in default of dues by February 15 shall be terminated and no longer be an active member.

New members will not be billed for annual dues in the year they become a Diplomate (1992).

Life Members shall pay no dues.

RENEWAL PROCESS:

The Executive Management Group shall adhere to the following timeline: (2014)

November 1 – e-blast dues notices are sent to all members with letter from the President. The e-blast shall be linked to the website where dues may be paid electronically. Renewal notices shall also include an opportunity to contribute to the FCOD. (2014)

January 15 – paper statements are sent to all members who have not yet paid and for those without email addresses. Renewal notices shall also include an opportunity to contribute to the FCOD (2014).
A separate notice (following the same timeline above) will be sent to D65 and Life members explaining that although they are exempt from paying dues, they are encouraged to continue to contribute to the FCOD. Opportunities to contribute are given either electronically or by paper statement (2014).

A separate mailing is sent each year from the President to all newly boarded Diplomates offering them a complimentary 1-year membership in the College, which includes a complimentary invitation to the current year’s Annual Meeting where they are formally recognized.

Additionally, any member without an e-mail address shall have their invoice mailed to them with the encouragement to let the COD know if they have an e-mail for easier communication in the future. Communication will continue monthly until March 31st, or until the renewal process is complete.

NON-PAYMENT OF DUES:

Any member in default of dues by February 15th of the calendar year shall be terminated and no longer be an active member. A person who has been terminated for non-payment of dues shall be reinstated by payment of current dues. (2014)

SECTION VIII: MEETINGS OF THE COLLEGE OF DIPLOMATES

ANNUAL BUSINESS MEETING:

A general assembly of the members shall be held each calendar year in conjunction with the Annual Continuing Education Symposium that is held in May of each year. This Symposium is held in turn in conjunction with the Annual Meeting of the American Academy of Pediatric Dentistry.

The General Assembly shall constitute a formal meeting of the active and life membership for the purpose of conducting the business of the College.

Written notice of at least thirty (30) days prior to the annual meeting shall be given to each member by mail or other means of communication.

Guests may be invited to attend the General Assembly, with approval of the Board of Directors.

ANNUAL MEETING INVITATIONS / SPECIAL GUESTS:

The President of the American Academy of Pediatric Dentistry or a designated representative will be invited to attend the College of Diplomates’ Annual Business Meeting (Breakfast Meeting) each year (1973).

Invitations will also be extended to the CEO of the AAPD, the President of the ABPD, the CEO of ABPD, the COO of ABPD, the Chairman of the FCOD, and the President of the Canadian Academy of Pediatric Dentistry, and any corporate sponsor representative. (2014)
Fellows of the Royal College of Dentists of Canada (Pediatric Dentistry) who are members of the American Academy of Pediatric Dentistry will be invited to the Annual Breakfast Meeting to exchange ideals and to share in fellowship. The Executive Management Group of the College will extend an invitation to each fellow and mail it at the same time a notice is mailed to the members of the College of Diplomates. The fellows will be expected to pay the same costs as the members of the AAPD (2000).

SECTION IX: BUDGET AND FINANCES

GENERAL FINANCIAL POLICIES

The Finance Committee, consisting of the President, the President-Elect, a Board Director appointed by the President and the Treasurer (who serves as Chair), is charged to meet at least quarterly and reports to the overall Board of Directors on the financial status of the organization, as well as the accuracy of the financial documentation. The Committee has the responsibility of performing an annual review of all financial records of the College of Diplomates in preparation for the annual Board of Directors meeting.

The Treasurer shall oversee the books of the College, including presentation to the Board of Directors at an annual review performed by the Finance Committee.

Board insurance shall be maintained through the College’s insurance agent. Meeting insurance should be considered for each Study Club and, if deemed necessary, will be obtained by the Executive Management Group. (2014).

A formal audit will be done at least every 5 years by an outside accounting practice.

FISCAL YEAR

January 1 through December 31 as per calendar year 2015.

ACCOUNTING METHOD

Accrual method.

FINANCIAL AND INVESTMENT POLICIES AND OBJECTIVES

POLICIES AND OBJECTIVES

The College of Diplomates receives funds on behalf of its membership for the organization to provide services and general operation. These monies must be protected in principle, minimizing loss and maximizing returns. In order to meet this objective, the Board of Directors and the Treasurer shall invest reserve funds only in investment instruments approved by the Board of Directors.

The investment objective is to match inflation at a minimum. At no time will risking investment principle be acceptable. Funds are invested according to the investment policy below.
POLICY ON FINANCIAL MANAGEMENT OF OPERATING FUNDS / CHECKING ACCOUNTS

Operating funds are to provide sufficient cash flow to meet the financial obligations of the College as established by the annual budget. Three signatories on file are adequate for checking account transactions. Authorized individuals with check writing privileges include the President, the President-Elect, the Treasurer and the Executive Director or Executive Assistant. Any two signatures are required for checks of $1000 or more. Signature cards will be reviewed annually by the Treasurer and the Executive Director or Executive Management Group.

POLICY ON FINANCIAL MANAGEMENT OF RESERVE FUNDS & RESERVE ACCOUNTS

Sound fiscal management requires the creation and maintenance of an adequate reserve fund to ensure that the College has the financial means to continue to provide critical support to its members both in the short and long term.

- To sustain the business of the College without interruption due to short term financial downturn or emergency;
- To continue activities of the College where the income budget cycle requires cash flow support;
- To cover unbudgeted and extraordinary expenditures brought about by unanticipated challenges or opportunities for emergency funding, such as critical activities or as a source of capital for the up-front funding of capital expenditure purchases.
- To provide the College with a source of capital for research, the development of new products or activities of the College or new services which have the potential to enhance and significantly benefit the members of the College.
- The College may maintain a Reserve Fund(s) for monies in excess of 75% of the operating budget. The goal of the College will be to have a minimum of two to three years of operating budget invested in reserve accounts.

Investment Reserve Fund(s) are to improve return on funds with minimal, low risk:

- Preservation of capital
- Optimize investment return within 5-7 year time frame
- Allowable instruments:
  - Cash equivalents, i.e. CDs, Treasury Bills, Money Market Funds
  - Fixed Income Securities: i.e. US Government/Agency Securities
  - Reserve fund levels above 75% of the operating budget may be used at the discretion of the Board of Directors for non-budgeted expenses, for emergencies and extraordinary circumstances.

INVESTMENT POLICY

Recognizing the significance of the organization’s mission, the Board of Directors assigns high priority to the productive management of its investment assets. As a minimum, it is the objective of The College of Diplomates to preserve the real value of its investments, as well as the level of spending in real dollar
terms, over the long term. It is hoped that prudent investment management will enhance growth beyond this minimum objective.

The College of Diplomates' investment assets are to be managed for total return, with a stated percentage of total valuation used toward the purpose of the organization. Such a policy will allow for greater investment flexibility, and for growth over the long term.

**ASSET ALLOCATION**

As the maintenance of College of Diplomates' investment assets in both real and nominal terms is best accomplished by a significant equity allocation in the overall portfolio, it is expected that the long-term asset allocation of the College of Diplomates' investments will be in the range of 50 to 60 percent equity and 50 to 40 percent fixed income investments. Recognizing that unanticipated short term operational needs may require modification of this policy, the Finance Committee may authorize asset allocation changes of 10 per cent around this normal policy, i.e., equities may range from 40 percent to 70 percent, fixed income from 60 to 30 percent. It is recognized, however, that variation from the long-term policy by reducing equity exposure can be detrimental to long-term objectives of spending and principal growth.

In addition to the above equity to bond allocation, there are additional guidelines that are to be followed, including:

- The portfolio should be well diversified;
- Equities may be represented by managed mutual funds, unmanaged index funds, ETFs, and/or separate account managers;
- No more than 35 percent of the portfolio may be in international markets;
- Managed global futures may also be within a mutual fund format.

The fixed income component may be invested in both US and Developed International Markets, but may not be invested within Emerging Markets. The fixed income component may be represented by mutual funds, single issues that are obligations of the U.S. federal government or institutions insured by the FDIC, or are high credit quality corporate bonds. The fixed income component should be diversified over the short to mid-term maturity spectrum. Individual commodities, currencies, art, annuities (variable or fixed) etc. may not be purchased.

Additions to and earnings within the portfolio are to be invested into the allocation as quickly as logistically possible upon receipt.

Anything outside of these parameters must be approved by the Board of Directors prior to implementation. The investment manager must acknowledge this policy and verify that funds are being invested according to policy.

**INVESTMENT MANAGEMENT EVALUATION**

The Finance Committee is authorized to engage investment managers for the direct management of the investment assets. By such action, the Board of Directors expects to acquire expertise in investment management, which will benefit the long term principal growth.
Secondarily, such delegation will provide a continuity in investment management despite periodic personnel changes within the Board of Directors or Finance Committee. This will enable an emphasis on long term objectives rather than short term or ad hoc decisions.

The investment manager will have discretion with regard to individual asset selection, although portfolio variability of return should be minimized through prudent diversification. This diversification is to be both among individual assets and within each asset class. The Finance Committee will review the investment manager’s time-weighted returns versus stock and bond market indices, as well as comparative performance of similar managers by investment style. Over a typical market cycle of five to seven years, the investment manager is expected to match or exceed the broad market indices for the asset classes being utilized (i.e. S&P 500, Barclays US Aggregate Bond Index, etc.). Investment performance data will be provided to the Finance Committee through periodic reports and meetings with the investment manager as deemed necessary.

**INVESTMENT POLICY REVIEW**

The Finance Committee will review the Investment Policy at least annually and will make significant modification only with the approval of the College of Diplomates Board of Directors.

**FINANCE COMMITTEE OF THE BOARD OF DIRECTORS**

The President, President-Elect, the Treasurer, who shall serve as Chair, and one Board Director, appointed by the President, shall be the members of the Finance Committee. The Board of Directors, with the advice of the Executive Committee, and reported to by the Treasurer and in accordance with the College’s Financial and Investment Policies and Objectives, shall be responsible for determining where and when money will be invested based on current investment advice, degree of financial stability of the association, demands of liquidity and available funds.

The Executive Director or Executive Assistant may make account additions or transfers between established reserve accounts upon authorization and specific direction of the Treasurer or the President.

The Executive Committee will use professional advisors to recommend to the Board of Directors specific investment vehicles and transactions. Engagement of such advisors shall not occur unless there has been review and approval by the Executive Committee. Minimal fees are to be paid to such advisors.

**POLICY ON NON-DUES INCOME**

Non-dues income may be generated to further the College’s objectives and operations through the activities of the College as long as there are no conflicts of interest with the College’s Constitution and Bylaws, and its Policy and Procedure Manual.

Sponsors for continuing education activities may be solicited as long as there are no conflicts of interest with COD BOD members and where such sponsorships enhance the meeting offerings. Application for such sponsorship is to be directed to the Executive Director or Executive Management Group and the Chair of the Sponsorship Committee. (See section on Sponsorship Committee detailed under section on Program Committee (2014).}
POLICY ON BUDGETS

Operating budgets shall be developed and prepared by the Treasurer and the Executive Director or Executive Assistant through the Finance Committee. The Finance Committee is charged to meet at least quarterly (2015). On an annual basis, the budget is offered for presentation and approval by the Board of Directors. Continuing education projects (study clubs) will have their own budgets to track fiscal risk and reward.

The Board of Directors may amend the budget. Unbudgeted expenditures less than $2,000 may be made without the approval of the Board of Directors, but with the approval of the Executive Committee. The Treasurer and the President will be notified about any significant unbudgeted expenditure.

FINANCIAL STATEMENTS AND ACCOUNT REPORTS

Financial statements shall be prepared monthly by the Executive Director or Executive Management Group, reporting the financial activity for the previous month and reported to the Finance Committee. The Treasurer shall review bank statements, the Executive Director’s or Executive Management Group’s reports and track actual to budgeted expenses. The Treasurer shall take corrective action if necessary and report to the Board of Directors quarterly.

FINANCIAL OVERSIGHT

Annually the Board of Directors will contract with a Certified Public Accounting firm to conduct a review in accordance with Generally Accepted Auditing Standards. The Executive Director or Executive Management Group and the Treasurer will recommend an auditor to the Board of Directors for approval. The Review shall be provided for the College to the Treasurer and the Board of Directors. A formal audit may be ordered on the advice of the Executive Committee when the annual review is presented by the Treasurer. There are two basic types of audits: a procedural audit and a financial audit. The Board shall determine which would be appropriate at the time requested.

MISCELLANEOUS FINANCIAL POLICIES:

Newly certified Diplomates are invited to be guests at the next annual breakfast meeting of the College. The cost of their breakfast is paid by the College (1968).

There will be an additional charge for on-site registration for the annual breakfast meeting of the College (1997).

Board Insurance shall be maintained through the College’s insurance agent.

Meeting insurance should be considered for each Study Club and, if deemed necessary, will be procured by the Executive Management Group (2014).
REIMBURSEMENT OF EXPENSES TO BOARD MEMBERS

Requests for reimbursement must be received by the Executive Management Group within 45 days after incurring authorized expenses and no later than the end of the fiscal period. Reimbursement will not be made from one fiscal year to the next with few exceptions. Spouse costs are not reimbursed.

Reimbursement forms for expenses submitted to the College for payment must be in compliance with the annual operating budget and must include original receipts.

Every effort will be made to have the College pay for business expenses directly.

The Treasurer or the Executive Management Group will provide the Board of Directors with reimbursement forms and remind them of the reimbursement policy.

EXPENSE AND TRAVEL REIMBURSEMENT POLICY (2014):

COMPENSATION OF BOARD MEMBERS’ EXPENSES:

Officers and Board members serve the College of Diplomates (COD) without compensation. They are paid neither for time spent at the Board Meetings nor for time spent on College of Diplomates business. Expenses, however, are reimbursed as described in the section below.

REIMBURSEMENT OF TRAVEL, MAINTENANCE, AND OTHER EXPENSES.

It is general policy to provide reimbursement for travel and maintenance expense for all personnel carrying on official business for the College on the basis of (a) funds available in the budget; (b) the completion of signed reimbursement requests approved by a proper authorizing official. The per diem reimbursement rate shall be reviewed annually.

Requests for reimbursement must be received by the Executive Assistant within 45 days after incurring authorized expenses and no later than the end of the fiscal period. Reimbursement will not be made from one fiscal year to the next with few exceptions. Spouse costs are not reimbursed.

Reimbursement forms for expenses submitted to the College for payment must be in compliance with the annual operating budget and must include original receipts.

Every effort will be made to have the College pay for business expenses directly.

The Treasurer or the Executive Assistant will provide the Board of Directors with reimbursement forms and remind them of the reimbursement policy.

Travel policy and reimbursement will be in accordance with the following rules:
BASIS OF REIMBURSEMENT TO MEMBERS OF THE BOARD OF DIRECTORS:

All members of the Board of Directors are reimbursed for travel and expenses including hotel and ground and a maximum per diem of $100 if meals are not included. This per diem amount will be determined by the board at the meeting of the Board of Directors. This basis of reimbursement shall apply to expenses in connection with sessions of the Board of Directors, but not to the cost of attending a COD sponsored activity. Other official business such as attendance at a committee meeting or allied association is not a part of this amount and will vary according to the meeting and location. Reimbursement will not support attendance at a scientific or educational meeting sponsored by the College of Diplomates or other organization unless prior authorization from the President and Treasurer is received. For air travel, all members of the Board of Directors, committees, staff, consultants, or advisors will be reimbursed for coach/economy class unless extraordinary circumstances apply and prior approval is received. Reservations must be made at least 4 weeks in advance unless extraordinary situations apply.

Travel by car is reimbursed at the federal government/IRD rate which is reviewed and implemented each year. Parking will be reimbursed.

Travel by train is in coach class unless prior authorization is received from the Treasurer or designee. In addition, all travel vouchers must be submitted with the appropriate passenger coupons attached to the reimbursement request.

Reimbursement will be based on round trip transportation from home town to home town by the most direct route plus the actual cost for surface transportation to and from the airport or train station.

Hotel rooms are reimbursed for a maximum of 2 nights to attend the board meeting and must be at the negotiated rate at the meeting hotel.

A maximum per diem is $100 and includes meals and ancillary expenses including internet. Deviations from this standard per diem must be approved by members of the Executive Committee.

Committee members who are not members of the Board of Directors unless requested to be present are not reimbursed for board meeting attendance.

All travel policies regarding maximum reimbursement, with proper documentation and prior approval may be acceptable if approved by the President and the Treasurer.

REIMBURSEMENT OF REPRESENTATIVE INCLUDING COMMITTEE MEMBERS AND STAFF MEMBERS:

Any person who is neither an officer nor director, such as a committee member or staff member, of the College of Diplomates and is elected, appointed, or nominated to be the COD’s official representative to another organization shall be reimbursed by the COD for travel, per diem, and other expenses. This includes any registration fee, at the same rate as a member of the Board of Directors of the College of Diplomates, but only to the extent that reimbursement has not been received, directly or indirectly, from any other organization.
WAIVER OF FEES AND EXPENSES FOR SPOUSES/PARTNERS OF DIRECTORS AND ELECTED OFFICERS:

When a spouse/partner accompanies a board member, he/she may attend the social events related to the Board of Directors’ meeting at no cost.

990 REVIEW POLICY (2013)

It is the policy of the College of Diplomates of the American Board of Pediatric Dentistry (CODABPD) to present the Form 990 to the full board of trustees including significant schedules. Each member of the board will receive a copy of the Form 990 prior to the submission of the form to the Internal Revenue Service. The form will not be filed until all members of the board have reviewed the completed Form 990.

SECTION X: GENERAL POLICIES

RECORDS STORAGE:

Association records and information are kept on file by the Executive Management Group under the supervision of the Secretary for membership records and the Treasurer for financial records.

The Board of Directors may authorize archival storage at a location to be determined. The Executive Management Group shall maintain records of the location of these materials.

DOCUMENT RETENTION AND DESTRUCTION POLICY (2013):

This Document Retention and Destruction Policy of the College of Diplomates of the American Board of Pediatric Dentistry (COD-ABPD) identifies the record retention responsibilities of volunteers, members of the Board of Trustees, and outsiders (i.e., independent contractors via agreements with them) for maintaining and documenting the storage and destruction of the Organization’s documents and records.

RULES:

The Organization’s volunteers, members of the Board of Trustees and outsiders are required to honor these rules:

- Paper or electronic documents indicated under the terms for retention below will be transferred and maintained by the Executive Director or his/her designate,
- All other paper documents will be destroyed after three years;
- All other electronic documents will be deleted from all individual computers, data bases, networks, and back-up storage after one year; and
- No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.
TERMS FOR RETENTION:

RETAIN PERMANENTLY:

- Governance records – Charter and amendments, Bylaws, other organizational documents, governing board and board committee minutes.
- Tax records – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits.
- Intellectual property records – Copyright and trademark registrations and samples of protected works.
- Financial records – Audited financial statements, attorney contingent liability letters, financial statements – end of year.

RETAIN FOR TEN YEARS:

- Pension and benefit records -- Pension (ERISA) plan participant/beneficiary records, actuarial reports, related correspondence with government agencies, and supporting records.
- Government relations records – State and federal lobbying and political contribution reports and supporting records.

RETAIN FOR SIX YEARS:

- Employee/employment records – Employee names, addresses, social security numbers, dates of birth, INS Form I-9, resume/application materials, job descriptions, dates of hire and termination/separation, evaluations, compensation information, promotions, transfers, disciplinary matters, time/payroll records, leave/comp time/FMLA, engagement and discharge correspondence, documentation of basis for independent contractor status (retain for all current employees and independent contractors and for three years after departure of each individual).
- Lease, insurance, and contract/license records – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, employment agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, and non-renewal of each agreement).

RETAIN FOR FOUR YEARS:

- Bank records – bank statements, deposit slips, reconciliations, cancelled checks.

RETAIN FOR ONE YEAR:

- All other electronic records, documents and files – Correspondence files, past budgets, publications, employee manuals/policies and procedures, survey information.
**EXCEPTIONS:**

Exceptions to these rules and terms for retention may be granted only by the Organization’s Executive Director or Executive Management Group in consultation with the President of the College.

Adoption and Amendment Dates: (2013)

**RECOGNITION PROGRAM:**

The Recognition Committee will be in charge of coordination of the following activities:

- **Token of Appreciation for Past-Presidents:** The outgoing President of the COD and the outgoing President of the Foundation of the COD will be presented with a commercially manufactured plaque.
- **Outgoing Officers and Directors of the Board as well as speakers and any workshop directors** will be recognized annually by being given a commercially manufactured certificate (1994).
- **The Gavel of the College of Diplomates:** The COD gavel, which contains the names and years of service of the COD’s past presidents, will be passed on to the succeeding President (1967) for use during his or her term at the Annual Meeting. The gavel of the College of Diplomates shall then reside with the current President or with the Executive Management Group. The name and dates of service for each President are engraved and added to the plaques mounted on the gavel by the Executive Management Group.

**LOGO POLICY:** (SEE APPENDIX 4)

**CONTINUING EDUCATION PROGRAM POLICIES:**

**PACE APPROVAL POLICY:**

The following criteria are used to maintain PACE accreditation from the Academy of General Dentistry:

Following Criteria A of Standard 8: The Program Committee Chair will engage with instructors 12 months before the assigned CE date to begin the planning process.

Following Criteria B of Standard 8: The number of instructors to students will be maintained at or above the required level based upon the methodologies and subjects taught. A pool of qualified instructors and their recommendations to other potential instructors will be maintained by the COD, as well as a repeated search for additional instructors by a designated COD individual.

Following Criteria C of Standard 8: The instructor to student ratio will never exceed 1:15 during hands on activities. In a lecture setting, the number of instructors employed for a CDE activity must be adequate to ensure effective educational results.

Attention to confirmed attendees will be managed before the event in a timely manner, and additional attendees will result in additional instructors to maintain the ratio.
Following Criteria D of Standard 8: Instructors’ qualifications will be determined in advance of CDE activities, and the appropriate paperwork including a CV and other pertinent material such as professional training, positions held, publication and presentation history, will be maintained by the COD for accuracy and assurance of proficiency to teach.

Following Criteria E of Standard 8: A signed affidavit of image ownership and dissemination will be obtained from CDE instructors prior to the CE course.

Additional Recommended Step: A strict policy of reimbursement and honorarium will be developed and adhered to for CDE instructors, as created by CE program directors in conjunction with CE Program Committee.

**SYMPOSIUM SPEAKER GUIDELINES FOR SUBMISSION OF ARTICLES TO ELECTRONIC VERSION OF PEDIATRIC DENTISTRY (2012):**

Annual Meeting Symposium speaker shall agree to submit a paper regarding their lecture to the electronic version of Pediatric Dentistry. Guidelines for submission of this non-refereed article are posted in Pediatric Dentistry. Vice-President who secured speaker shall work with editor of Pediatric Dentistry to facilitate transfer of information.

**CANCELLATION POLICY (2014):**

The cancellation policy for meeting registration will be clearly posted on the website in conjunction with the course description and registration link. The policy reads:

- By Registrant: Refunds, minus a $75 administrative fee, will be issued on written cancellations received on or before <date 30 days prior to meeting>. Registration fees will only be refunded to the person who paid the registration fees, by the same method as the original payment (i.e. credit card, check, etc.) and in the case of a credit card only to the same credit card used to pay the registration fees. Telephone cancellations ARE NOT accepted. No refund requests will be offered after <date 30 days prior to meeting>.

- By COD: COD reserves the right to cancel, shorten, delay, or otherwise alter or change the meeting in their discretion. If the entire meeting is cancelled COD’s sole obligation is to refund registration fees paid to COD for the meeting by a registrant. If the meeting is delayed, shortened or otherwise altered or changed, COD may in its discretion refund the registration fees paid to COD by a registrant on a prorated basis, but is under no obligation to do so. Registration fees will only be refunded to the person who paid the registration fees, by the same method as the original payment (i.e. credit card, check, etc.) and in the case of a credit card only to the same credit card used to pay the registration fees. COD is not liable for direct, indirect, incidental, consequential, exemplary, punitive, or damages of any other kind, regardless of the nature of the cause of action that may be asserted. COD is not responsible and shall not pay for costs associated with travel, airfare, lodging, food, transportation or other costs or losses incurred by a registrant in connection with the meeting or as a result of the meeting being cancelled, shortened, delayed, or otherwise altered or changed. Registrants are solely responsible for such costs and losses and it is recommended that registrants consider purchasing sufficient insurance to cover...
such costs and losses. Under no circumstances shall COD’s liability to any registrant exceed the registration fees paid by the registrant to COD in connection with the meeting.
APPENDICES

Appendix 1: Letter of Determination pdf

Appendix 2: Conflict of interest

Appendix 3: Conflict of interest #2

Appendix 4: Logo policy

Appendix 5: Ground rules
LETTER OF DETERMINATION
Dr. Diane C. Dilley  
Secretary/Treasurer  
College of Diplomates of the  
American Board of Pediatric Dentistry  
c/o University of North Carolina - Chapel Hill  
CB # 7450, School of Dentistry  
Chapel Hill, N.C. 27599-7450  

Dear Dr. Dilley:

I am pleased to report that the IRS has issued a favorable determination upon your application for recognition of the College of Diplomate's (the "College") exemption from Federal Income Tax under Section 501(a) of the Internal Revenue Code. I believe the College has also been sent a copy of the letter.

There are several points to note in the letter. First, the College is liable for social security taxes and unemployment taxes provided that it has one employee during the preceding 20 calendar weeks to whom it has paid $1,500 or more during the calendar quarter. Second, the College is required to file Form 990. As you remember, the Service took the position that the College had gross receipts normally in excess of $25,000. Accordingly, the College should file a Form 990 by January 15th of each year for the preceding fiscal year which ended on July 31. Finally, unless the College begins to have unrelated business income, the College will not be required to file Federal Income Tax Returns.

It is important for you to keep a copy of this letter with the permanent records of the College. The process of recognition of the College's exemption has now been completed. Our firm has been pleased to serve you and we would be happy to assist you in any other matter which may come up.

Very truly yours,

William G. Nosek

WGN: sar  
Enclosure  
3443
Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in the section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay $100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay $50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of $1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If Yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than $25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally $25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. A penalty of $10 a day
COLLEGE OF DIPLOMATES OF THE

is charged when a return is filed late, unless there is reasonable cause for
the delay. However, the maximum penalty charged cannot exceed $5,000 or 5 per-
cent of your gross receipts for the year, whichever is less. This penalty may
also be charged if a return is not complete, so please be sure your return is
complete before you file it.

You are not required to file Federal income tax returns unless you are
subject to the tax on unrelated business income under section 511 of the Code.
If you are subject to this tax, you must file an income tax return on Form
990-T, Exempt Organization Business Income Tax Return. In this letter we are
not determining whether any of your present or proposed activities are unre-
lated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees.
If an employer identification number was not entered on your application,
a number will be assigned to you and you will be advised of it. Please use
that number on all returns you file and in all correspondence with the Internal
Revenue Service.

If we have indicated in the heading of this letter that an addendum
applies, the enclosed addendum is an integral part of this letter.

Because this letter could help resolve any questions about your exempt
status, you should keep it in your permanent records.

We have sent a copy of this letter to your representative as indicated in
your power of attorney.

If you have any questions, please contact the person whose name and
telephone number are shown in the heading of this letter.

Sincerely yours,

[Signature]
District Director

Letter 948 (DO/CQ)
CONFLICT OF INTEREST STATEMENT FOR COLLEGE OF DIPLOMATES OF THE AMERICAN BOARD OF PEDIATRIC DENTISTRY

Directors, officers, volunteers, the executive director (ED), and contracted staff are to disclose in writing to the entire board if they, or any member of their immediate families, or any organization/corporation with which they are affiliated, presently transact business with the College of Diplomates of the American Board of Pediatric Dentistry (CODABPD) or might reasonably be expected to do so in the future. All directors, officers, volunteers and staff maintaining no such relationships will attest to that fact in writing on a yearly basis and agree to notify the board should their status change.

An affiliation with an organization/corporation will be considered to exist when a director, officer, volunteer and staff or a member of his/her immediate family is an officer, director, trustee, partner, employee or agent of the organization/corporation; or owns five percent of the voting stock or controlling interest in the organization; or has any other substantial interest or dealings with the organization.

Directors, officers, volunteers, ED and contracted staff should place CODABPD's interests first in dealings on the College's behalf and be alert to possible conflicts of interest and circumstances that could create even the appearance of a conflict. At a minimum one should disclose those conflicts or situations before taking part in any deliberations or decisions on subjects where possible conflicts exist. All should be aware that recusal or even resignation may be appropriate and in the College’s best interests where an actual or apparent conflict of interest exists, and should not expropriate corporate opportunities available to CODABPD.

Directors, officers, and volunteers, who serve CODABPD in positions of responsibility, although they are not compelled to serve and are not compensated for their service, nevertheless have certain legal obligations to the association. All directors, officers, volunteers as well as the ED and contracted staff have a fiduciary duty, including the duties of care and loyalty and may be personally and individually legally liable for injury or damages that result from their unauthorized disclosure of confidential association information. All should be particularly careful not to disclose legal information that comes to CODABPD through inside or outside legal counsel.

Adoption and Amendment Dates: (2013)

I have read the above Conflict of Interest Policy and agree to its terms.

Name: _____________________________________________

Signature: ________________________________________ _ Date: ________________

I hereby state that to the best of my knowledge I maintain no relationship with a person or organization as defined in the Conflict of Interest Policy that is currently transacting business or expected to transact business with the College of Diplomates of the American Board of Pediatric Dentistry.

Name: _____________________________________________

Signature: ________________________________________ _ Date: ________________

I hereby state that I do have a relationship with persons or organizations, as defined above and listed below, which might constitute, or lead to, a conflict of interest.
Name: ________________________________________________________________

Signature: __________________________ Date: ___________________

1) Entity ____________________________________________________________
   Relationship ______________________________________________________

2) Entity ____________________________________________________________
   Relationship ______________________________________________________
CONFLICT OF INTEREST STATEMENT FOR VOLUNTEERS OF COLLEGE OF DIPLOMATES OF THE AMERICAN BOARD OF PEDIATRIC DENTISTRY

No board member or board committee member, or any member of his/her family should accept any gift, entertainment, service, loan, or promise of future benefits from any person who either personally or whose employees might benefit or appear to benefit from such board or committee member’s connection with College of Diplomates of the American Board of Pediatric Dentistry, unless the facts of such benefit, gift, service, or loan are disclosed in good faith and are authorized by the board. Board and committee members are expected to work out for themselves the most gracious method of declining gifts, entertainment, and benefits that do not meet this standard.

No board or committee members should perform, for any personal gain, services to any College of Diplomates of the American Board of Pediatric Dentistry supplier of goods or services, as employee, consultant, or in any other capacity which promises compensation of any kind, unless the fact of such transaction or contracts are disclosed in good faith, and the board or committee authorizes such a transaction. Similar association by a family member of the board or committee member or by any other close relative may be inappropriate.

No board or committee member or any member of his/her family should have any beneficial interest in, or substantial obligation to any College of Diplomates of the American Board of Pediatric Dentistry supplier of goods or services or any other organization that is engaged in doing business with or serving College of Diplomates of the American Board of Pediatric Dentistry unless it has been determined by the board, on the basis of full disclosure of facts, that such interest does not give rise to a conflict of interest.

This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.

Any matter of question or interpretation that arises relating to this policy should be referred to the Executive Committee and/or to the Board of Directors for decision, where appropriate.

I have received, read and understand fully the Conflict of Interest Statement and will comply with the statement by bringing any potential conflict of interest situations to the board for consideration.

__________________ ________________________________ ________________
Date    Signature
The logo of the College of Diplomates (COD) of the American Board of Pediatric Dentistry (ABPD) is designed to identify the organization of members of the COD of the ABPD. The COD-ABPD logo, when used with an appropriate identifying phrase, is the collective mark that may only be used by the organization and ABPD Diplomates who are members in good standing of the COD. Any reproduction thereof by anyone other than the organization or an active COD-ABPD board certified pediatric dentist is specifically prohibited.

Guidelines for Use of the College of Diplomates of the American Board of Pediatric Dentistry Logo:

The logo must always be accompanied by the phrase, “College of Diplomates of the American Board of Pediatric Dentistry” and may only be used by the organization or Diplomates in good standing of both the College and ABPD for professional identification.

Use of the COD-ABPD logo is limited to:

- Professional stationery;
- Letterheads;
- Business and referral cards and forms, excluding educational literature and patient instructions forms;
- Interior and exterior doors and windows, but only in offices where ALL practitioners are ABPD Diplomates and members of the COD in good standing;
- Personal or professional websites where ALL practitioners in the group are ABPD Diplomates and members of the COD in good standing.

No change of the color, pitch, or background is permitted. The logo may only be used on websites maintained by ABPD Diplomates who are members of the college for purposes of advertising, marketing, or informing the public of pediatric dentistry services available through their practice.

You may provide a link to the COD-ABPD website to increase public understanding of the College. You may also provide a link to the ABPD website to increase public understanding of the certification process.

The COD-ABPD logo shall not be used for any commercial endorsement or in any way that implies a commercial endorsement by or partnership with the COD-ABPD or ABPD.

The logo may not be used in a way that would infer or imply that non-Diplomates in the same practice are Board Certified or members of the College.
College of Diplomates members are advised to be in compliance with their individual state dental practice acts before considering display of the COD-ABPD logo.

Logo Colors:

There are 3 colors in the COD Logo:

- Black
- Purple: CMYK 60.90.0.0 #7E3F97
- Green: CMYK 50.15.100.0 #90b03e

Font to use: Calibri.
GROUND RULES FOR RUNNING EFFECTIVE ABPD-COD MEETINGS AND
GUIDELINES FOR EXECUTIVE SESSIONS (2015)

USE COMMON CONVERSATIONAL COURTESY

Don't interrupt; use appropriate language, no third party discussions, etc.

ALL IDEAS AND POINTS OF VIEW HAVE VALUE

You may hear something you do not agree with or you think is "not practical" or "wrong." Please remember that one of the purposes of the meeting is to share ideas. All ideas have value in this setting. The goal is to achieve understanding. Simply listen, you do not have to agree, defend or advocate.

HONOR TIME

We have an ambitious agenda. In order to meet our goals it will be important to follow the time guidelines given.

HUMOR IS WELCOME

BUT humor should never be at someone else's expense.

BE COMFORTABLE

Please feel free to help yourself to refreshments or take personal breaks. If you have other needs please let the board president know.

CELL PHONE & COMPUTER COURTESY

Most of us have demanding responsibilities outside of the meeting room. We ask that these responsibilities be left at the door. Your attention is needed for the full meeting. Please turn cell phones, or any other communication item with an on/off switch to "silent." Refrain from using your computer for other issues than board meeting business. If you do not believe you will be able to participate fully, please discuss your situation with the board president.

ENCOURAGE EVEN PARTICIPATION

Solicit input from those that don't usually speak up.

BE COMPASSIONATE
## CONFIDENTIALITY
Off the record is expected.

## BE A TEAM PLAYER
Work collaboratively and share expertise.

## LEARN AS MUCH AS POSSIBLE

## BE FLEXIBLE
Be accountable, adaptable, appreciative and approachable.

## PROVIDE CONSTRUCTIVE COMMENTS
Give positive encouragement and feedback.

## RESPECT EACH OTHERS’ POSITIONS
Disagree in open and tolerant ways.

## TAKE AN INTEREST IN DEVELOPING LEADERSHIP
Work on developing leadership in self and others.

## MEETING/CONNECTING WITH FELLOW MEMBERS
Make it a point to meet and connect with fellow members.

## BE FULLY PRESENT/ENGAGED
Be an active participant; be an active listener and be fully committed.

## CONFLICT RESOLUTION
Focus on the issue not the person; no personal a/la/cks.

## AVOID SIDEBARS
Avoid chatting with others during discussions.
MEETING ROLES

PURPOSE:
Ensure team members understand and fulfill their roles during a meeting.

WHEN TO USE:
Before, during, and after every meeting.

WHOM TO INVOLVE:
All members.

ALL TEAM MEMBERS

BEFORE MEETINGS:
Reread the minutes of the previous meeting as a check on whether you have completed all task assignments.
Make necessary arrangements to avoid being called out of the meeting.
Plan appropriately in order to be at the meeting on time.
Be prepared with any materials or data needed to furnish the team to help them deal with agenda items.
Study the agenda ahead of time and prepare to discuss the agenda items intelligently.
If you must be absent, inform and prepare the team.

DURING MEETINGS:
State opinions and concerns honestly and clearly - do not withhold them.
Stay on the agenda item being discussed and help others stay on it.
Ask for clarification when you do not understand what someone is saying.
Participate actively.
Volunteer for action items.
Encourage the participation and involvement of every team member.
AFTER MEETINGS:

Keep respective stakeholder groups updated on the team’s progress.

Follow through with assignments or action items.

Support the decisions of the team.

THE BOARD PRESIDENT:

Has the additional duty of helping the team reach effective group decisions, ensuring that team discussions stay focused and the team stays on track.

BEFORE MEETINGS:

Ensure each team meeting has an agenda and distribute it to all team members.

DURING MEETINGS:

Keep the discussion focused on the topic and on accomplishing objectives.

Encourage balanced participation.

Maintain an appropriate pace.

Make sure follow-up activities are planned.

Post and review the meeting agenda.

Use consensus to make all major decisions.

Be sure accurate meeting minutes are being taken.

AFTER MEETINGS:

Ensure that minutes are distributed to members and others as appropriate.

Follow up with team members between meetings to provide support with completing assignments.

Adapted October 2008 by JAD from: http://www.ballfoundation.org
HOW SHOULD EXECUTIVE SESSIONS BE HANDLED?

The following procedures provide step-by-step guidance for facilitating executive sessions:

POLICIES:

Begin by establishing a board policy that articulates the process for calling and conducting an executive session. Establish guidelines for the routine use of executive sessions and, if necessary, identify issues that are acceptable for closed meetings. Use the following sample policies, which represent two different approaches to executive sessions, as starting points for drafting a policy appropriate to your organization's needs and culture.

Sample Policy 1. The board of directors will hold an executive session, without the chief executive, in conjunction with each regularly scheduled board meeting.

Sample Policy 2. An executive session of the board may be called by the chair under the following circumstances: (a) on the advice of counsel, (b) to discuss current pending legal matters, (c) to consult with the auditors and compensation consultants, (d) to acquire or dispose of property, (e) to discuss or act on personnel issues, or (f) to address such other matters as the board deems appropriate. At the option of the chair, or upon majority vote of the directors, an executive session of the board may be called.

While in executive session, only board members and individuals invited by the chair may be present. At the option of the chair, the chief executive may be excused. Board members may discuss the business conducted in an executive session only with other board members including or not including the chief executive as directed by the chair, persons present in the executive session by invitation of the chair, and others upon advice of counsel. Those present will be reminded that the executive session deliberations and minutes are confidential.

CALLING AN EXECUTIVE SESSION:

Most executive sessions are planned by the board chair and chief executive in advance and listed in the agenda itself. But, choosing the right moment to call an unplanned executive session often demands tact and courage. Usually the chair has the authority to call an executive session. Should a board member request an executive session, some boards require that a majority or super majority confirm the decision under difficult circumstances, the chair needs to use discretion when announcing the purpose of the executive session.

ATTENDANCE:

The meeting agenda should identify executive session participants, including any non-board members. If confidentiality is required, even if everyone present is a board member, the board should still go into executive session. Some nonprofits choose to have legal counsel present for all board meetings, including executive sessions.
SUBJECT:

The chair should facilitate the conversation so that the issue at hand gets addressed during the executive session. When the purpose of the executive session has been accomplished, the regular board meeting resumes.

DISCUSSION:

Executive sessions should be for discussion, negotiation, and in some instances decision making. For example, the board chair may use the closed doors to take a straw poll, or the chief executive may want to gauge the board's appetite for a new initiative. After discussion, should the board wish to take action, it can be done back in the board meeting. Other formal decisions, such as determining executive compensation or settling contract disputes, are best decided in an executive session and ratified back in the board meeting.

INFORMING THE CHIEF EXECUTIVE:

After an executive session without the chief executive, the chair should summarize the substance of the executive session. This immediate follow-up helps eliminate unnecessary worry by the chief executive about these meetings.

DOCUMENTATION:

MINUTES OF THE EXECUTIVE SESSION:

If the session is an informal discussion, detailed minutes may not be necessary, but the general substance of the executive session itself should be noted. If the session contributed to a board decision about a difficult or important issue, minutes may be necessary. Some organizations have legal counsel maintain minutes of all executive sessions. Executive session minutes should be shared only with participants and should not be attached to the regular board meeting minutes. Any confidential documents distributed for an executive session should be clearly marked as confidential and maintained by the chief executive and/or the board chair.

BOARD MEETING MINUTES:

The regular board meeting minutes should indicate when the board went into an executive session, what the primary reason was, and any formal decisions that were made in executive session, and when the board came out of executive session.


List of Initialisms and/or Vendors for ABPD-COD:

AAPD – American Academy of Pediatric Dentistry
PACE – Program Approval for Continuing Education
WFB – Wells Fargo Bank

MA – Mercer Advisors

ADA - American Dental Association

ADR - Annual Diplomate Renewal

CDEL - Council on Dental Education and Licensure

FCOD – Foundation of the College of Diplomates

COD - College of Diplomates

CODA - Commission of Dental Accreditation

CQI - Continuous Quality Improvement Modules

OCE- Oral Clinical Examination

QE - Qualifying Examination

QES - Qualifying Examination Subcommittee

ROC - Renewal of Certification Examination

ROC-P - Renewal of Certification Process

ULD-P - Unlimited Diplomate voluntarily participating in the ROC-P

Updated: 1/16/15