

# Florida Dental Association – At-Large Trustee

## Job Description

The Board of Trustees (BOT) is the administrative body with the legal authority for the Florida Dental Association (FDA). The BOT is the body responsible for creating the policies of the FDA with authority to approve or reject the budget and act on recommendations or resolutions from the House of Delegates. No Trustee (component designated or at-large) may serve as a voting officer of their component while a Trustee.

## Duties of a Trustee

- Serves as a voting member of the BOT
- Attends all BOT meetings
- May serve as a liaison on FDA councils or committees as requested by the FDA President
- As a whole, the BOT will adopt, reject, amend or refer back resolutions and recommendations submitted to it
- Serves as an innovator and initiator of FDA activities, policies and positions
- Check Microsoft Teams and email daily and respond when needed

## Duties of the BOT

- Provides effective leadership for the FDA
- Responsible for maintaining surveillance of all FDA activities
- Adopt procedures intended to ensure a properly functioning FDA
- Maintain continuing awareness of the organizational needs of the FDA
- When needed, will select future Executive Director(s)
- Providing, maintaining and being responsible for all property, real or personal, owned or held by the FDA
- Establishing the FDA's fiscal year
- Causing the FDA's account to be audited annually by a certified public accountant
- Submitting an annual report to the HOD

## Fiduciary Duties of Officers & Trustees

Duty of Care: The level of competence that is expected of a board member and is commonly expressed as the duty of “care that an ordinary person would exercise in a like position and under similar circumstances.” This means that a board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization. Use the same level of care as you would in your own personal and financial affairs.

Duty of Loyalty: The standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain but must act in the best interests of the organization as a whole. Free speech is related to political speech. The FDA is a corporation – no individual trustee has any authority – such authority rests with the Board as a whole. While individuals may speak passionately against a resolution before the Board, once the Board as a whole decides to adopt or reject a resolution, ALL members must speak in favor of the Board's

action. The principle of: “The Board speaks with one voice” is a long held fundamental legal principle that all Boards must adhere to.

Duty of Obedience: The duty of obedience requires board members to be faithful to the organization’s mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. Our mission is to help members succeed. Publicly countering the Board’s decision is counter to that mission and is counterproductive.

## **Meetings**

The BOT meets as needed; typically, that is three (3) in-person and two (2) virtual meetings per year. Part of one meeting is devoted to strategic planning. Dates and locations are posted on the FDA website. Board members are reimbursed for travel, lodging, and meals as budgeted for all meetings.

- August Strategic Planning Meeting: Typically held in August (location moves around the state) with a full day Friday for Strategic Planning and a full day Saturday for general BOT business.
- October Virtual Meeting: Typically held on a Wednesday night via Zoom from 6:00 – 7:30 p.m. EST
- December Business Meeting: Typically held at FDA headquarters in Tallahassee in early December with a half day Friday follow by a group dinner and full day Saturday.
- May Business Meeting: Typically held at FDA headquarters in Tallahassee in mid-May with a half day Friday follow by a group dinner and full day Saturday.
- March Virtual Meeting: Typically held on a Wednesday night via Zoom from 6:00 – 7:30 p.m. EST

*\*Additionally, the Board of Trustees members attend the FDA’s House of Delegates meeting in June and January as ex-officio members of the House of Delegates.*

## **Attendance Policy**

Board members and officers are expected to attend all regularly scheduled meetings as indicated in the Florida Dental Association Board of Trustees manual in Appendix 1, also listed above in this document. Board members are allowed one (1) absence per year during their term. Officers are allowed one (1) absence per year during their term. For impromptu or short noticed meetings, while attendance is expected, absences will not count against board members or officers.

## **Terms**

Trustees shall serve a three (3)-year term with a limit of two (2) terms.

## **Recommended Qualifications**

- Demonstrated service at the component level (for example, an officer position)
- Service on an FDA council or committee preferred
- Service as a delegate or alternate delegate to the FDA’s House of Delegates
- No violations of ethics or conflict of interest policy