

**BOARD OF DIRECTORS
NORTHEASTERN SOCIETY OF ORTHODONTISTS
Ad Interim Meeting,
Sunday, March 21, 2010
Hyatt Harborside at Logan's Int'l Airport, Boston, MA**

CALL TO ORDER – Lee Erickson

The Ad Interim Meeting of the Board of Directors of the Northeastern Society of Orthodontists was called to order at 9:09 a.m. in the Hyatt Harborside at Logan's International Airport, Boston, MA by President, Dr. Lee Erickson.

Dr. Erickson advised the attendees that MOTION forms have been placed on the tables for submission during the meeting and asked that all cell phones be placed on vibrate as a courtesy to other Board members. Dr. Erickson also reminded the attendees that the financial guidelines are included in the Board documents to assist in completing expense reports. Expense reports should be sent to Velvet Standefer, NESO Staff by April 12.

INTRODUCTION OF PARLIAMENTARIAN – Lee Erickson

Dr. Perry Opin was introduced as the Society's Parliamentarian.

MOTION: Callahan

That the agenda be approved with the President authorized to modify the agenda to expedite the business of the Board.

On vote: Approved

INTRODUCTION OF BOARD MEMBERS AND GUESTS – Lee Erickson

All members of the Board, guests and staff rose individually and introduced themselves.

Present were:

Almeida, Matt	Erickson, Lee	Mansour, Philip	Standefer, Velvet
Angus, David	Hiller, Bryan	Martin, Jake	Stuart, Dan
Barone, Nick	Hiller, Dennis	Melita, Carrie	Timmeny, Patti
Beisiegel, Dan	Howard, Lisa	Opin, Perry	Whalen, Dot
Briss, Barry	Kacewicz, Jack	Phillis, Hugh	
Callahan, John	Lundberg, Chris	Ryan, Dan	
Craig, Anita	Manente, Sal	Sobler, Terry	

A quorum was present.

Absent were: Drs. Ariel Bales-Kogan, Christina Carter, Mark Fischer, Gregory Hack, Lokesh Suri, Paul McKenna, Athena Papadakis, Alan Patrignani and Leslie Will.

REPORT OF THE MINUTES REVIEW COMMITTEE - John Callahan

Dr. John Callahan reported that the 2009 Annual Meeting Minutes were reviewed and accepted.

Dr. Erickson reminded the attendees that any reports requiring action have been removed from the Consent Agenda and placed in the appropriate place on the Agenda. If not, please make your request now for any report that should be moved for discussion.

REPORTS: CONSENT AGENDA

***Moved to Discussion Agenda**

2010 Annual Meeting Planning Cmt.	<i>Lee Erickson</i>	Component Reports	
*2011 Annual Meeting Planning Cmt.	<i>Phil Mansour</i>	Atlantic Provinces Connecticut-no report	<i>Dan Stuart</i> <i>Gregory Hack</i>
2012 Annual Meeting Planning Cmt.	<i>John Callahan</i>	Main Massachusetts	<i>Mark Fischer</i> <i>Ariel Bales-Kogan</i>
Bylaws	<i>John Callahan</i>	New Hampshire	<i>Bryan Hiller</i>
*Communications	<i>Alan Patrignani</i>	New York	<i>Christina Carter</i>
Government Affairs	<i>Dennis Hiller</i>	Quebec-no report	<i>Athena Papadakis</i>
Information Technology	<i>Gary Opin</i>	* Rhode Island	<i>Matt Almeida</i>
Insurance	<i>John Callahan</i>	* Vermont	<i>Dan Beisiegel</i>
*Investment	<i>Hugh Phillis</i>	AAO Foundation	<i>Nick Barone</i>
Management Rel.-no report	<i>David Angus</i>	AAO PAC	<i>Lisa Howard</i>
New and Younger Members	<i>Dan Ryan</i>	ABO	<i>Barry Briss</i>
Orthodontic Education	<i>Leslie Will</i>	CDABO	<i>Dorothy Whalen</i>
Orthodontic Health Care	<i>Paul McKenna</i>	AAOIC-no report	<i>Dave Angus</i>
Orthodontic Practice	<i>Terry Sobler</i>	Annual Mtg Report '09	<i>Dennis Hiller</i>
Scientific Affairs	<i>Lokesh Suri</i>		

REPORTS: DISCUSSION AGENDA

Council on Communications: Chris Lundberg

Dr. Lundberg delivered two communications presentations for Dr. Alan Patrignani emphasizing the shift to public relations from advertising while tracking orthodontist's market share and consumer awareness.

2011 Annual Meeting: Phil Mansour

Dr. Mansour requested information on study clubs within 90 minutes of Boston and State Dental Societies to promote the interdisciplinary focus of the 2011 Annual Meeting.

Rhode Island: Matt Almeida

Dr. Almeida reported the Rhode Island Dental Association lobbied state legislators to pass H5454, the Gaspee Project. This law prevents dental insurance companies from determining fees for non-covered services and forcing participating providers to limit their fees to these pre-determined levels for non-covered services as part of their contracts.

Connecticut: Perry Opin

Dr. Opin spoke on Connecticut's legislators considering not allowing insurance companies to regulate fees for their non covered services (modeled after the Rhode Island plan). Also, the Connecticut Dental Association House of Delegates has approved a bill to study the many ramifications of DHAT (dental hygienists expanded duties).

Vermont: Dan Beisiegel

Dr. Beisiegel promoted Vermont's April 8 annual meeting and conference on Pragmatic Orthodontics.

REPORT OF OFFICERS:

President: Lee Erickson

Dr. Erickson thanked the volunteers and the executive committee.

President-elect: Phil Mansour

Dr. Phil Mansour delayed his report until the Executive committee Report.

Secretary: John Callahan

Dr. Callahan gave a brief report on membership statistics, which has maintained the same level of membership for the last three years. He read the name(s) and asked for a moment of silence for those who have passed away since the last meeting.

Membership Statistics:

Active: 1,138

(1,152 10/09; 1,142 3/09; 1,126 8/08)

400 Retired

2 Foreign Trained Academic

9 Affiliate

204 Life Active

16 New Members

12 New Retired Members

3 Transfer In

9 Transfer out

20 Members dropped

Necrology:

Robert E. Rosenblum

Treasurer: Dennis Hiller

Dr. Hiller's Treasurer Report was as submitted.

Communications Director: Chris Lundberg

Dr. Lundberg's Communications Report was as submitted. He recognized Dr. Lindsay Schuster who is working on NESO's Facebook account and requested volunteers to manage the Twitter site.

Trustee: Hugh Phillis

Dr. Phillis' Trustee Report was as submitted and recommended NESO consideration a "best practices" evaluation of the Board similar to what the AAO Board of Trustees recently experienced.

Executive Director: Anita Craig

Ms. Craig's Executive Director Report was as submitted.

MOTION: Callahan

That the reports of the officers be filed as presented.

On vote: Approved

BUDGET AND FINANCE REPORT: Phil Mansour

Dr. Mansour reported that the Budget and Finance Committee has moved to an accrual accounting system.

EXECUTIVE COMMITTEE REPORT: Phil Mansour

Dr. Mansour reported that the Executive Committee will develop Critical Issues to guide the Society as a plan for Strategic Planning.

The officers are interested in visiting the Component and Affiliation Meetings to deliver information on NESO and AAO benefits and services and to promote the NESO brand, particularly for members who do not attend other meetings. Talking points will be provided by staff. Meeting dates are needed from the Components. Leadership growth and development continues to be a high priority.

MOTION 10-01: Mansour

That the 2010 Revised NESO Budget and 2011 Proposed Budget be approved as submitted

On vote: Approved

MOTION 10-02: Mansour

That the 2010 Annual Meeting registration fees be approved as:

- 1) \$395 Doctors
- 2) \$275 Retired Doctors
- 3) \$99 Staff
- 4) \$1,800 Exhibit Booth

On vote: Approved

MOTION 10-03: Mansour

That the dues for 2010-2011 are retained at the 2009-2010 fees: Active (full) @ \$195; Active (2nd year out of school) @ \$65; Active (3rd year out of school) @ \$97.50; Active (life) @ \$97.50; Active (academic-senior) @ \$97.50; Active (academic-junior) @ \$97.50; Affiliate @ \$195; Foreign-Trained Academic @ \$195.

On vote: Approved

MOTION 10-04: Mansour

That NESO rescind 06-39 the NESO Annual Meeting be held within the geographical boundaries of NESO.

On vote: Approved

MOTION 10-05: Mansour

That NESO form a committee to create a policy for joint meetings including frequency, finances and long-term chair and make a recommendation back to the Executive Committee by April 15.

On vote: Approved

MOTION 10-06: Mansour

That Puerto Rico be approved as the location for the 2013 Annual Meeting with Providence moved as the location for 2015

Motion to Amend: Opin

That MASO provide written confirmation of the division of duties as verbally outlined by a signed contract.

On vote: Amendment accepted, and motion adopted

- 1) 2010 Annual Meeting Montreal - Dr. Erickson
- 2) 2011 Boston Marriott Copley Place - Dr. Mansour
- 3) 2012 New York Hilton – Dr. Callahan
- 4) 2013 Puerto Rico -Dr. Dennis Hiller
- 5) 2014 Hartford, CT Marriott and Convention Center
- 6) 2015 Providence, RI
- 7) 2016?

MOTION: Callahan

That the reports of the Executive Committee be accepted.

On vote: Approved

LEADERSHIP DEVELOPMENT COMMITTEE REPORT: John Callahan for Paul McKenna
Dr. Callahan asked the BOD to identify and/or create positions to fill with new volunteers and to refer the names of potential volunteers to the Committee as future leaders.

CLOSED SESSION:

MOTION: Opin
That the meeting move to closed session.
On vote: Approved

MOTION: Opin
That the closed session be concluded.
On vote: Approved

INVESTMENT COMMITTEE:

MOTION 10-07: Phillis
That NESO move the investment portfolio to Dimeo Schneider and request they make a presentation at the NESO Annual Meeting.
On vote: Approved

ENVIRONMENTAL SCANNING (*working lunch*) – Hugh Phillis

Dr. Phillis presented a summary of three recent AAO BOT reports and scanning topics.

- 1) The Economics of Orthodontics-Final Report
- 2) AAO 2008 Demographic and Retirement Survey
- 3) Anticipating the Future...An Update – Dr. Hugh Phillis

REPORTS OF SPECIAL/AD HOC/OTHER COMMITTEES:

Ad Hoc Committee on Future Annual Meeting Sites and Joint Meetings – Dennis Hiller

MOTION: Hiller
That the Committee report be accepted as presented (see attached report).
On vote: Approved

Ad Hoc Committee on AAO HOD Delegation Chair –David Angus

MOTION 10-08: Angus
Resolved, that NESO Bylaws, Article VII — Delegates to the Association's House of Delegates be approved as follows:

Section A. ELIGIBILITY, NOMINATION AND ELECTION: Delegates and alternate delegates shall be elected and certified in conformity with the provisions of Articles III and IV of the Association's *Bylaws* and Articles IV and V of these Bylaws. Eligibility for the positions of delegates and alternate delegates is limited to active members in good standing.

Section B. POWERS AND DUTIES: To represent this Society in the Association House of Delegates in accordance with these *Bylaws*, policies and rules.

Section C. TERM AND DUTIES: The term of each delegate shall be one (1) year. Chairperson will be elected by NESO's Executive Committee every two years to serve as NESO's chairperson to the AAO HOD's annual session. The first year they will serve in the position as vice-chairperson. The final two years they will be NESO's delegation chairperson. This individual will be chosen from the delegation representing NESO at the upcoming AAO Annual session.
Motion to Amend: Opin

Section C. TERM AND DUTIES: The term of each delegate shall be one (1) year. The chairperson will be nominated ~~elected~~ by NESO's Nominating Executive Committee in consultation with the Executive Committee every two years, and elected at the second business meeting of the Annual Session. The first year, he will serve as vice-chair person of the delegation. The final two years he will serve as NESO's House of Delegates Chairperson. This individual will be chosen from the delegation representing NESO at the upcoming AAO Annual session.

On vote: Amendment accepted, and motion approved

If the Chairperson is unable to fulfill their duties the vice-chair will preside. If it is a year where there is only a chair the immediate past chair will preside.

The primary duties of the Chairperson include, but are not limited to:

1. Attend NESO's ~~Executive~~ Board Meeting
2. Preside over all meetings of the delegation
3. After consultation with the Vice-Chair, make reference committee assignments
4. Represent NESO at the pre-AAO Annual Session Chairpersons meeting
5. Submit NESO's resolutions
6. Coordinate the activities of the delegation on the floor of the House of Delegates
7. Oversee the disbursement of reimbursement to delegates/alternates for expenses
8. Submit a report to NESO's Executive Committee within 60 days following the HOD meeting and make an annual report to the Board of Directors of the Society at the time of its annual session.
9. Oversee the election of the next Vice-Chairperson/Chairperson

~~Section D. CHAIR OF DELEGATION ELECTION: The president of the Society shall serve as the chair of the delegation, or, at his/her request, a chair may be elected by the delegates and alternate delegates representing this Society, and the chair shall make an annual report to the Board of Directors of the Society at the time of its annual session. At NESO's annual meeting NESO's Executive Committee will anonymously nominate their choices for Vice-Chairperson. NESO's Executive Committee will then vote by secret ballot for the position. If a clear majority is not earned by a candidate, the one receiving the least number of votes would be dropped and another vote cast. This process will continue until a clear majority is won by a candidate. This person will be the Vice Chairperson.~~

Section E. ALTERNATE DELEGATES: The president shall designate an alternate to serve in place of any delegate unable to attend a meeting of the House of Delegates.

Underline-addition
Strikethrough-deletion

MOTION: Angus

That the Committee Motion be accepted as amended.

On vote: Approved

Ad Hoc Committee on Officer Stipends – Nicholas Barone

Officer Remuneration

MOTION 10-09: Barone

Resolved, that the following changes be made to the NESO financial policy:

Page 6, Appendix to NESO Guidelines

4. President's annual stipend -honorarium:	\$1,500.00
5. Secretary's annual stipend -honorarium:	1,000.00
6. Treasurer's annual stipend -honorarium:	500.00
7. President-elect's annual stipend -honorarium:	750.00
8. Trustees' annual stipend -honorarium:	1,000.00
9. <u>Communications Director's</u> Editor's annual stipend honorarium:	1,000.00
10. NESO-member essayist honorarium:	500.00
11. Guest essayist honorarium:	1,500.00 (First hour; for a maximum of \$3,500.00 for the day.)
12. Guest essayist per diem:	To be determined by the budget committee at the time that year's annual meeting budget is formulated
	Underline-addition
	Strikethrough-deletion

MOTION: Barone

That the Committee Motion be accepted as presented replacing stipend for honorarium.

On vote: Approved

Periodic Evaluation of Officer Honoraria

MOTION 10-10: Barone

Resolved, that the executive committee re-evaluate NESO's officer honoraria schedule every five years and report back to the Board of Directors.

On vote: Approved

MEMBERSHIP, ETHICS AND JUDICIAL CONCERNS (COMEJC) – Patti Timmeny

COMEJC has a Resolution to the HOD 07-10 COMEJC (S1-BT) on dues waivers to make sure they are as comprehensive, consistent and as equitable as possible.

NOMINATING COMMITTEE REPORT – Jack Kacewicz for Leslie Will

The Nominating Committee respectfully submits the following: Dr. Terry Sobler to be the next NESO Treasurer.

MOTION 10-11: Kacewicz

That the Nominating Committee report be accepted as presented.

On vote: Approved

The reports will be filed for information.

NEW BUSINESS:

Dr. Whalen reported the College of Diplomates Meeting will be in Maine July 14 – 18, 2010.

MOTION 10-12: Callahan

That an Ad Hoc Committee be formed and charged with reviewing the “Excess Reserves” with the intent of developing guidelines for its use and report back to the BOD at the 2010 Annual Meeting.

On vote: Approved

Dr. Phillis reported he will check on access to the AAO BOT’s customized version of SharePoint.

DATE AND PLACE OF NEXT MEETING:

The next meeting of the Board of Directors of the Northeastern Society of Orthodontists will be held on Thursday, November 11, 2010 at the Hilton Montreal Bonaventure Hotel, Montreal, PQ, Canada.

The next Ad-Interim meeting will be held the weekend of March 19-20, 2011 in Boston.

ADJOURNMENT:

The meeting was adjourned at 1:57 pm.

Respectfully submitted,

John Callahan, Secretary