

WASHINGTON DENTAL SERVICE
MEMBER PETITION OF NO CONFIDENCE
IN
PRESIDENT JAMES D. DWYER

TO: THE SECRETARY AND THE BOARD OF DIRECTORS
OF WASHINGTON DENTAL SERVICE:

WHEREAS, Washington Dental Service is a non-profit, tax-exempt entity organized for the purpose of promoting social welfare; and

WHEREAS, the Bylaws of Washington Dental Service create the office of the President; and

WHEREAS, as an officer of Washington Dental Service, the President is obligated to act as a fiduciary for the organization, promoting its purposes and acting as a trustworthy steward of its resources; and

WHEREAS, the Board of Directors selected James D. Dwyer to be the President of Washington Dental Service pursuant to the Bylaws as they existed at the time of his selection; and

WHEREAS, the undersigned members of Washington Dental Service believe that James D. Dwyer has failed to faithfully execute the obligations of the office of President by:

1. Failing to promote good governance by ensuring that those most knowledgeable about dental patient care have a voice in Washington Dental Service governance matters, including:
 - a. for example, Washington Dental Service's refusal to hold an Annual Member Meeting in 2017 as required by the Washington Dental Service Bylaws and Washington law; and
 - b. for example, Washington Dental Service's refusal to adopt Bylaws amendments approved by more than 91 percent of the organization's member dentists who voted at two Special Meetings held in September 2017; and
2. Failing to make the actions and decisions of Washington Dental Service transparent to providers and patients, including:
 - a. for example, failing to ensure that quality patient care is the focus of Washington Dental Service and that patients are provided reasonable access to necessary information to understand their benefits;

- b. for example, obstructing member dentists' reasonable access to information concerning Washington Dental Service's administrative expenses; and
- c. for example, refusing member dentists reasonable access to disclosure of information related to the percentage of claims denied, the percentage of denied claims reviewed by a dentist, and the percentage of denied claims not reviewed by a dentist; and
- d. for example, seeking a restraining order to prevent access to public records of the Washington State Executive Ethics Board investigation of Joel Berg, Dean and Professor of Pediatric Dentistry at the University of Washington School of Dentistry, related in part to his relationship with Washington Dental Service and its subsidiary SpringRock Ventures, LLC.

NOW, THEREFORE, the undersigned Members of Washington Dental Service, in order to make their voices heard, submit this member petition to the Secretary and Board of Directors for consideration.

FIRST, the undersigned Members of Washington Dental Service adjudge that President James D. Dwyer has failed to faithfully execute the obligations of his office; and

SECOND, the undersigned Members of Washington Dental Service hereby request the Board of Directors remove James D. Dwyer from the office of President, effective immediately; and

THIRD, the undersigned Members of Washington Dental Service hereby request the Board of Directors begin the search process for a President, specifically seeking a consensus building leader with experience operating a not-for-profit service organization that is committed to the core values of patient care, responsive governance, and transparency.

Signature

Printed Name

State License Number or Address

Please return signed petitions via email to petition@wsda.org or via facsimile to (206) 443-9266.