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MICH. DENTAL ASSOCIATION
Form 990-EZ

Department of the Treasury
Internal Revenue Service

Short Form
Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-1150

2009

Open to Public
Inspection

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form
► The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2009 calendar year, or tax year beginning

and ending

B Check if applicable

- Address change
- Name change
- Initial return
- Terminated return
- Amended return
- Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
MICHIGAN DENTAL ASSOCIATION FOUNDATION
Number and street (or P.O. box, if mail is not delivered to street address)
3657 OKEMOS RD
City or town, state or country, and ZIP + 4
OKEMOS, MI 48864

D Employer identification number

38-3421257

E Telephone number

517-372-9070

F Group Exemption
Number ►

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method: Cash Accrual
Other (specify) ►

I Website: ► **WWW.MICHIGANDENTAL.ORG**

H Check ► if the organization is not required to attach Schedule B (Form 990, 990-EZ or 990-PF)

J Tax-exempt status (check only one) — 501(c)(3) (insert no.) 4947(a)(1) or 527

K Check ► if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ► **\$ 225,874.**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

1	Contributions, gifts, grants, and similar amounts received	1	103,490.
2	Program service revenue including government fees and contracts	2	
3	Membership dues and assessments	3	
4	Investment income	4	32,995.
5a	Gross amount from sale of assets other than inventory	STMT 4	5a 35,799.
b	Less: cost or other basis and sales expenses	5b	35,811.
c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	-12.
6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ► <input type="checkbox"/>		
a	Gross revenue (not including \$ _____ of contributions reported on line 1)	6a	52,265.
b	Less: direct expenses other than fundraising expenses	6b	29,936.
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	22,329.
7a	Gross sales of inventory, less returns and allowances	7a	
b	Less: cost of goods sold	7b	
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
8	Other revenue (describe ► OTHER)	8	1,325.
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	160,127.
10	Grants and similar amounts paid (attach schedule)	10	26,061.
11	Benefits paid to or for members	11	
12	Salaries, other compensation, and employee benefits	12	
13	Professional fees and other payments to independent contractors	13	50,636.
14	Occupancy, rent, utilities, and maintenance	14	
15	Printing, publications, postage, and shipping	15	10,410.
16	Other expenses (describe ► OTHER)	16	39,759.
17	Total expenses. Add lines 10 through 16	17	126,866.
18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	33,261.
19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	777,430.
20	Other changes in net assets or fund balances (attach explanation)	20	426,442.
21	Net assets or fund balances at end of year. Combine lines 18 through 20	21	1,237,133.

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22	22	1,218,994.
23	23	
24	24	23,476.
25	25	1,242,470.
26	26	5,337.
27	27	1,237,133.

932171
02-08-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 990-EZ (2009)

SCANNED JUL 27 2010

Part III Statement of Program Service Accomplishments (See the instructions for Part III.)		Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)
What is the organization's primary exempt purpose? SEE STATEMENT 8		
Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.		
28 PROVIDED ASSISTANCE TO FIVE STUDENTS FOR DENTAL SCHOOL THROUGH SCHOLARSHIPS.		
(Grants \$ 4,000.) If this amount includes foreign grants, check here ► <input type="checkbox"/>		28a 11,669.
29 PROVIDED THREE ACCESS TO CARE GRANTS TO ORGANIZATIONS THAT HELP PROVIDE DENTAL SERVICES TO THE UNDERSERVED POPULATIONS OF THE STATE OF MICHIGAN.		
(Grants \$ 15,000.) If this amount includes foreign grants, check here ► <input type="checkbox"/>		29a 22,668.
30 PROVIDE TOOTHRUSH KITS TO OLD NEWSBOY'S GOODFELLOWS FUND.		
(Grants \$ 7,061.) If this amount includes foreign grants, check here ► <input type="checkbox"/>		30a 14,729.
31 Other program services (attach schedule) SEE STATEMENT 9		
(Grants \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>		31a 27,164.
32 Total program service expenses (add lines 28a through 31a)		32 76,230.

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV.)					
(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances	
RONALD PALER, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	PRESIDENT 1.00	0.	0.	0.	
SUSAN CARRON, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	VICE PRESIDENT 1.00	0.	0.	0.	
GRACE A. CURCURU, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	SECRETARY 1.00	0.	0.	0.	
MICHAEL D. JENNINGS, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	TREASURER 1.00	0.	0.	0.	
GHABI KASPO, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
KRIS NICHOLOFF, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
KATHY MIELKE, BS, RDH, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
JOAN MCGOWAN, PH.D., 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
MARK STEPHENS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
CHARLES OWENS, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
DONALD SMITH, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
JILL LOEWEN, CDA, RDA, MS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
JEFFREY P. HALVORSON, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
CURT RALSTROM, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
MARK JOHNSTON, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
ARNOLD BAKER, DDS, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	
MICHAEL DAVID HOSKING, 3657 OKEMOS ROAD, SUITE 200, OKEMOS, MI 48864	DIRECTOR 1.00	0.	0.	0.	

Part V Other Information (Note the statement requirements in the instructions for Part V.)

SEE STATEMENT 10

	Yes	No
33	X	
34	X	
35a		X
35b	N/A	
36		X
37b		X
38a		X
38b	N/A	
39a	N/A	
39b	N/A	
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ► 0. ; section 4912 ► 0. ; section 4955 ► 0.	
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958	
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization	
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	
41	List the states with which a copy of this return is filed. ► MI	
42a	The organization's books are in care of ► MR. BRIAN STUMP Located at ► 3657 OKEMOS ROAD, STE 200, OKEMOS, MI	Telephone no. ► 517-346-9425 ZIP + 4 ► 48864
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: ►	
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: ►	
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year	► <input type="checkbox"/> 43 N/A
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ	

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II

48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

49a Did the organization make any transfers to an exempt non-charitable related organization?

b If "Yes," was the related organization a section 527 organization?

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

	Yes	No
46		X
47		X
48		X
49a		X
49b		

(a) Name and address of each employee paid more than \$100,000 NONE	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

f Total number of other employees paid over \$100,000 ►

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

NONE

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation

d Total number of other independent contractors each receiving over \$100,000 ►

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.		
	RONALD PALER, DDS, PRESIDENT Type or print name and title		
Paid Preparer's Use Only	Preparer's signature Jina M. Petrus, CPA	Date 5/26/2010	Check if self-employed ► <input type="checkbox"/>
			Preparer's identifying number (See instr) EIN ► Phone no. ►
	Firm's name (or yours if self-employed), address, and ZIP + 4 ► PLANTE & MORAN, PLLC 1111 MICHIGAN AVE. EAST LANSING, MI 48823		(517) 332-6200

May the IRS discuss this return with the preparer shown above? See instructions

► Yes No

Form 990-EZ (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2009

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Name of the organization

Employer identification number
38-3421257

MICHIGAN DENTAL ASSOCIATION FOUNDATION

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).

2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)

3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).

4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____

5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)

6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).

7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)

8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)

9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)

10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).

11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a Type I b Type II c Type III - Functionally integrated d Type III - Other

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) A family member of a person described in (i) above?

(iii) A 35% controlled entity of a person described in (i) or (ii) above?

h Provide the following information about the supported organization(s).

	Yes	No
11g(i)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11g(ii)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11g(iii)	<input type="checkbox"/>	<input checked="" type="checkbox"/>

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)
Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 33 1/3% support tests - 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions	<input type="checkbox"/>	

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

2009

**Open To Public
Inspection**

Department of the Treasury
Internal Revenue Service

► Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Name of the organization

Employer identification number
38-3421257

Michigan Dental Association Foundation | 30-3421257

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

Total

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

	(a) Event #1 CAR RAFFLE (event type)	(b) Event #2 GOLF OUTING (event type)	(c) Other events 1 (total number)	(d) Total events (add col. (a) through col. (c))
Revenue				
1 Gross receipts	30,500.	21,765.		52,265.
2 Less: Charitable contributions				
3 Gross income (line 1 minus line 2)	30,500.	21,765.		52,265.
Direct Expenses				
4 Cash prizes				
5 Noncash prizes	15,444.			15,444.
6 Rent/facility costs		5,372.		5,372.
7 Food and beverages				
8 Entertainment				
9 Other direct expenses		6,630.		6,630.
10 Direct expense summary. Add lines 4 through 9 in column (d)				► (27,446)
11 Net income summary. Combine line 3, column (d), and line 10				► 24,819.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

	(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue				
1 Gross revenue				
Direct Expenses				
2 Cash prizes				
3 Noncash prizes				
4 Rent/facility costs				
5 Other direct expenses				
6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)				► ()
8 Net gaming income summary. Combine line 1, column (d), and line 7				►

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states?

b If "No," explain:

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If "Yes," explain:

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

13 Indicate the percentage of gaming activity operated in:

- a The organization's facility
- b An outside facility

	Yes	No
13a	%	
13b	%	

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records.

Name ► _____

Address ► _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

15a

b If "Yes," enter the amount of gaming revenue received by the organization ► \$ _____ and the amount of gaming revenue retained by the third party ► \$ _____.

c If "Yes," enter name and address of the third party:

Name ► _____

Address ► _____

16 Gaming manager information:

Name ► _____

Gaming manager compensation ► \$ _____

Description of services provided ► _____
_____ Director/officer Employee Independent contractor

17 Mandatory distributions:

17a

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ _____

MICHIGAN DENTAL ASSOCIATION FOUNDATION

38-3421257

FORM 990-EZ

OTHER EXPENSES

STATEMENT 1

DESCRIPTION	AMOUNT
MARKETING	2,097.
MISCELLANEOUS	7,315.
BANK SERVICE FEES	1,811.
MEETINGS	1,372.
RELIEF BENEFITS	27,164.
TOTAL TO FORM 990-EZ, LINE 16	39,759.

FORM 990-EZ

OTHER ASSETS

STATEMENT 2

DESCRIPTION	BEG. OF YEAR	END OF YEAR
ACCOUNTS RECEIVABLE	29,671.	20,282.
PREPAID EXPENSES	2,095.	666.
CHARITABLE GIFT ANNUITY	3,655.	2,528.
TOTAL TO FORM 990-EZ, LINE 24	35,421.	23,476.

FORM 990-EZ

OTHER LIABILITIES

STATEMENT 3

DESCRIPTION	BEG. OF YEAR	END OF YEAR
ACCOUNTS PAYABLE	7,927.	2,000.
NOTES PAYABLE	3,740.	2,740.
DUE TO MDA	497.	597.
TOTAL TO FORM 990-EZ, LINE 26	12,164.	5,337.

FORM 990-EZ

GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES

STATEMENT 4

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
	35,799.	35,811.	0.	-12.
TO FORM 990-EZ, LINE 5	35,799.	35,811.	0.	-12.

MICHIGAN DENTAL ASSOCIATION FOUNDATION

38-3421257

FORM 990-EZ	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
-------------	--	-----------	---

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	128,805.
RESTATED NET ASSETS - MICHIGAN DENTAL RELIEF FUND	297,637.
TOTAL TO FORM 990-EZ, LINE 20	426,442.

FORM 990-EZ	CASH GRANTS AND ALLOCATIONS	STATEMENT	6
-------------	-----------------------------	-----------	---

CLASS OF ACTIVITY/GRANTEE'S NAME AND ADDRESS	GRANTEE'S RELATIONSHIP	AMOUNT
GOODFELLOW GRANT OLD NEWSBOY'S GOODFELLOW FUND	NONE	7,061.
ACCESS TO CARE GRANT TRAVERSE HEALTH CLINIC 3155 LOGAN VALLEY ROAD TRAVERSE CITY, MI 49684	NONE	5,000.
ACCESS TO CARE GRANT HOPE CLINIC PO BOX 980311 YSPILANTI, MI 48198-0311	NONE	5,000.
ACCESS TO CARE GRANT CHILDREN'S TOOTHLAFAIRY FOUNDATION 681 TWIN OAKS CT. ROCHESTER HILLS, MI 48307	NONE	5,000.
ROBERT MITUS SCHOLARSHIP	NONE	1,000.
ROBERT MITUS SCHOLARSHIP	NONE	500.

MICHIGAN DENTAL ASSOCIATION FOUNDATION

38-3421257

ROBERT MITUS SCHOLARSHIP

NONE

500.

ROBERT MITUS SCHOLARSHIP

NONE

1,000.

ROBERT MITUS SCHOLARSHIP

NONE

1,000.

TOTAL INCLUDED ON FORM 990-EZ, LINE 10

26,061.

FORM 990-EZ

INFORMATION REGARDING TRANSFERS
ASSOCIATED WITH PERSONAL BENEFIT CONTRACTS

STATEMENT 7

A) DID THE ORGANIZATION, DURING THE YEAR, RECEIVE ANY FUNDS,
DIRECTLY OR INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL
BENEFIT CONTRACT? [] YES [X] NO

B) DID THE ORGANIZATION, DURING THE YEAR, PAY PREMIUMS,
DIRECTLY OR INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT? . . [] YES [X] NO

THE MICHIGAN DENTAL ASSOCIATION FOUNDATION WAS FORMED TO RECEIVE AND ADMINISTER FUNDS FOR EDUCATION IN DENTISTRY AND FOR RESEARCH FELLOWSHIPS AND SCHOLARSHIPS TO OUTSTANDING STUDENTS INTENDING TO PURSUE EDUCATIONAL TRAINING FOR A CAREER IN DENTISTRY OR RELATED FIELDS. THE FOUNDATION IS ALSO PROVIDING FINANCIAL AID TO DENTISTS WHO PRACTICE OR HAVE PRACTICED IN THE STATE OF MICHIGAN AND THEIR DEPENDENTS, WHO, BECAUSE OF MISFORTUNE, AGE, PHYSICAL, OR OTHER DISABLING CONDITIONS, ARE NOT WHOLLY SELF-SUSTAINING.

MICHIGAN DENTAL ASSOCIATION FOUNDATION

38-3421257

FORM 990-EZ

OTHER PROGRAM SERVICES

STATEMENT 9

DESCRIPTION	GRANTS	EXPENSES
TO PROVIDE FINANCIAL ASSISTANCE TO NEEDY DENTIST. DURING THE FISCAL YEAR, ASSISTANCE WAS PROVIDED TO TWO ELIGIBLE DENTISTS AND SURVIVING SPOUSES.	0.	27,164.
TOTAL TO FORM 990-EZ, LINE 31		27,164.

FORM 990-EZ

ACTIVITIES NOT PREVIOUSLY REPORTED
PART V, LINE 33

STATEMENT 10

DESCRIPTION

THE FOUNDATION HAS TAKEN ON THE DUTIES PREVIOUSLY PERFORMED BY THE RELIEF FUND BY NOW PROVIDING FINANCIAL AID TO DENTISTS WHO PRACTICED IN MICHIGAN.

Michigan Department of Energy, Labor & Economic Growth

Corrected Filing Endorsement

This is to Certify that the

CERTIFICATE OF AMENDMENT - CORPORATION

for

MICHIGAN DENTAL ASSOCIATION FOUNDATION

ID Number: 752726

received by facsimile transmission on April 29, 2009, is hereby endorsed filed on April 29, 2009, by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 16th day of September, 2009.



Signature , Director
Bureau of Commercial Services

04-28-08 11:11

From-KERR RUSSELL WEBER

+3189610388

T-149 P 04/07 F-682

CSCD-515 (Rev 03-07)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
BUREAU OF COMMERCIAL SERVICES

Date Received

(FOR BUREAU USE ONLY)

The document is effective on the date filed, unless a subsequent effective date within 30 days after received date is stated in the document.

Name

William C. Lentine

Address

500 Woodward Avenue, Suite 2500

City

Detroit

State

MI

ZIP Code

48226

Documents will be returned to the name and address you enter above. If left blank documents will be mailed to the registered office.

EFFECTIVE DATE:

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Michigan Dental Foundation

2. The identification number assigned by the Bureau is:

752726

3. Article 1 of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is: Michigan Dental Association Foundation

04-29-09 11:11

Fron-KERR RUSSELL HEBER

+3130610388

T-149 P.05/07 F-682

6. Nonprofit corporation only: Member, shareholder, or board approval

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, _____ by the (check one of the following)

Member or shareholder approval for nonprofit corporations organized on a membership or share basis

- members or shareholders at a meeting in accordance with Section 811(2) of the Act.
- written consent of the members or shareholders having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to members or shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the members or shareholders is permitted only if such provision appears in the Articles of Incorporation.)
- written consent of all the members or shareholders entitled to vote in accordance with section 407(3) of the Act.

Directors (Only if the Articles state that the corporation is organized on a directorship basis)

- directors at a meeting in accordance with Section 811(2) of the Act
- written consent of all directors pursuant to Section 525 of the Act

Nonprofit Corporations

Signed this 28th day of APRIL, 2009

By Ronald G. Palmer KDB

(Signature of President, Vice-President, Chairman or Vice-Chairman)

(Type or Print Name)

(Type or Print Title)

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MICHIGAN DENTAL FOUNDATION

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1

2

3 **BYLAWS**

4

5 **OF**

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7 **MICHIGAN DENTAL FOUNDATION (MDF)**

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ARTICLE I

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CORPORATE OFFICES AND AGENT

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1. REGISTERED OFFICES. The Foundation's registered office shall be in Michigan as indicated in the Articles of Incorporation. The Foundation may change its registered office by resolution of the MDA Board of Trustees and by filing the appropriate statement with the Administrator of the Michigan Nonprofit Corporation Act (the "Act").

2. RESIDENT AGENT. The Foundation's resident agent shall be the MDA Executive Director whose business office or residence is identical with the Foundation's registered office. The Foundation may remove and change its resident agent by resolution of the MDA Board of Trustees and by filing the appropriate statement with the Administrator of the Act. The resident agent may resign by filing written notice of resignation with the MDA Board of Trustees and with the Administrator of the Act. The MDA Board of Trustees shall promptly appoint a successor resident agent upon the resignation of or removal of the resident agent.

ARTICLE II

DIRECTORS AND BOARD OF DIRECTORS MEETINGS

1. DIRECTORSHIP ORGANIZATION. The Foundation is a Michigan nonprofit corporation organized on a directorship basis without capital stock.

2. **NUMBER, TERM AND ELECTION.** A Board of Directors shall manage the Foundation's business and affairs.

The Board of Directors shall consist of not less than seven (7) nor more than twenty-one (21) members. At least fifty-one percent (51%) of the members of the Board of Directors shall be comprised of members of the Michigan Dental Association. Up to ten (10) Directors may be from the community at large, and may include representatives from the Michigan Dental Assistants Association, the Michigan Dental Hygienists Association and other affiliated dental entities.

Directors shall be nominated and elected by the MDF Board of Directors and confirmed by the MDA Board of Trustees at any regular meeting of the MDA Board of Trustees. Directors shall hold office for staggered terms of three (3) years, except that the initial Board of Directors shall be divided into three groups with one group holding office for a term of one (1) year, one group holding office for a term of two (2) years and the third group holding office for a term of three (3) years.

3. **POWER AND AUTHORITY.** The Board of Directors may exercise any power or authority permitted by the Act, these Bylaws, or the Articles of Incorporation.

4. **RESIGNATION.** A Director may resign at any time by the delivery of written notice to the Foundation. The resignation is effective when received by the Foundation or at a later time as set forth in the notice.

5. **REMOVAL**. Except as otherwise provided in the Articles of Incorporation, any Director may be removed at any time, with or without cause, by the remaining MDF Board of Directors or the MDA Board of Trustees.

6. **VACANCY.** Any vacancy in the Board of Directors may be filled by the remaining directors after confirming the slate at the next meeting of the MDA Board of Trustees, at which time the MDA Board of Trustees shall fill the vacancy for the balance of the unexpired term.

7. **MEETING PLACE.** Board of Directors meetings shall be held at those locations designated by the Board of Directors.

70
71 8. **REGULAR ANNUAL MEETING.** The Board of Directors' annual meeting
72 shall be held each year on or before the 31st day of May or within ninety (90) days thereafter as
73 determined by the Board of Directors. The Board of Directors shall, in addition to any other
74 business, which may be before the Board of Directors at the annual meeting, elect the officers to
75 serve until the next annual meeting.

76
77 9. **SPECIAL MEETINGS.** Special Board of Directors meetings may be held at any
78 time upon notice by the President, Vice-President or upon the written request of 1/3 of the voting
79 members of the MDF Board of Directors. Written notice of the time and date of such meeting
80 shall be given to each Director either personally, by mail, facsimile or email not less than ten (10)
81 nor more than sixty (60) days before the date of the meeting. Any notice that is mailed shall be
82 deemed to be given when deposited in the United States mail, with postage fully prepaid,
83 addressed to the Director at the address appearing on the records of the Foundation. Unless
84 otherwise indicated in the notice, any business may be transacted at the special meeting.

85
86 10. **ATTENDANCE AT MEETING.** A Director's attendance at or participation in
87 any Board of Directors meeting waives any required notice to him/her of the meeting unless he or
88 she at the beginning of the meeting, or upon his or her arrival objects to the meeting or the
89 transacting of business at the meeting and does not thereafter vote for or assent to any action
90 taken at the meeting. A Director may participate in a Board of Directors meeting by means of
91 conference telephone or similar communications equipment through which all Directors
92 participating in a meeting can communicate with the other Directors. All participants shall be
93 advised of the communications equipment and the names of the participants in the conference
94 shall be divulged to all participants. Participation in a meeting in this manner constitutes
95 presence in person at the meeting. The business to be transacted at or the purposes of an annual
96 or special meeting does not need to be specified in the notice or waiver of notice of the meeting.

97
98 11. **QUORUM AND VOTING.** A quorum of the Board of Directors shall consist of
99 a majority of the Directors then in office. The vote of the majority of the Directors present at a
100 meeting at which a quorum is present constitutes the action of the Board of Directors except as
101 otherwise specifically provided by the Act, the Articles of Incorporation or these Bylaws.

102
103 12. **APPOINTMENT OF COMMITTEES.** The Board of Directors may designate
104 one (1) or more committees, each committee to consist of one (1) or more of the Directors of the
105 Foundation. The President appoints committee members and may designate one (1) or more
106 directors as alternate members of a committee, who may replace an absent or disqualified
107 member at a meeting of the committee. Committee appointments by the MDF President are to be
108 confirmed by the MDF Board of Directors. A majority of the members of a committee shall
109 constitute a quorum for transaction of business, unless the Board of Directors resolution
110 establishing the committee provides for a larger or smaller number. A committee, and each
111 member thereof, shall serve at the pleasure of the Board of Directors.

112
113

113 13. **POWERS OF COMMITTEES.** A committee, to the extent provided in the
114 resolution of the Board of Directors, may exercise all powers and authority of the Board of
115 Directors in management of the business and affairs of the Foundation. However, such a
116 committee does not have power or authority to do any of the following:

117

- 118 A. Amend the Articles of Incorporation.
- 119
- 120 B. Adopt an agreement of merger or consolidation.
- 121
- 122 C. Recommend to Directors the sale, lease or exchange of all or substantially
123 all of the Foundation's property and assets.
- 124
- 125 D. Recommend to the Directors a dissolution of the Foundation or a
126 revocation of a dissolution.
- 127
- 128 E. Amend the Bylaws of the Foundation.
- 129
- 130 F. Fill vacancies in the Board of Directors.
- 131

132 14. **ACTION BY UNANIMOUS WRITTEN CONSENT.** Any action required or
133 permitted to be taken at any Board of Directors meeting or a committee of the Board of Directors
134 meeting may be taken without a meeting if, before or after the action, all members of the Board
135 of Directors then in office or of the committee consent in writing to the action. The written
136 consent shall be filed with the minutes of the proceedings of the Board of Directors or
137 committee. The written consents have the same effect as a vote of the Board of Directors or
138 committee.

139

140 15. **COMPENSATION.** The Foundation may pay compensation in a reasonable
141 amount to agents for services rendered to the Foundation. The Board of Directors shall
142 determine compensation.

143

144

145

146

147

ARTICLE III

OFFICERS

148

149 1. APPOINTMENT. The MDF Board of Directors shall appoint the officers of the
150 Foundation from the elected MDF Board of Directors. The officers shall consist of a President,
151 Secretary and Treasurer. The Board of Directors may also appoint a Vice-President, other
152 officers and agents from the elected MDF Board of Directors, as it deems necessary. The Board
153 of Directors may also appoint an Executive Director. The Board of Directors shall also determine
154 the terms, powers and duties of such officers and agents. Any two (2) or more offices may be
155 held by the same person but an officer shall not execute, acknowledge or verify an instrument in
156 more than one capacity if the instrument is required by law or the Articles of Incorporation to be
157 executed, acknowledged or verified by two (2) or more officers. An officer shall have such
158 authority and shall perform such duties in the management of the Foundation as may be provided
159 in these Bylaws, or as may be determined by resolution of the Board of Directors not inconsistent
160 with these Bylaws.

161

162 2. TERM, REMOVAL AND RESIGNATION. The officers of the Foundation
163 shall hold office until their successors are elected or until their resignation or removal. Any
164 officer may be removed with or without cause at any time by the affirmative vote of a majority of
165 the MDF Board of Directors. An officer may resign by written notice to the Foundation. The
166 resignation is effective upon its receipt by the Foundation or at a subsequent time specified in the
167 notice. If any office becomes vacant for any reason, the vacancy shall be filled by the affirmative
168 vote of a majority of the MDF Board of Directors.

169

170 3. PRESIDENT. The President is the chief elected officer of the Foundation. The
171 President is the presiding officer at all meetings of Board of Directors. The President shall
172 perform all of the duties usually appertaining to the office of President and chief operating officer
173 of a Foundation. The President shall have general charge of the business affairs of the
174 Foundation. The President shall have such other powers and duties as may be assigned by the
175 Board of Directors.

176

177 4. VICE-PRESIDENT. In the event the Board of Directors shall appoint a Vice-
178 President, the Vice-President shall perform all the duties usually appertaining to that office,
179 subject to the control of the President. The Vice-President shall also exercise the duties of the
180 President in the absence of the President; provided, if there is more than one Vice-President, the
181 Board of Directors shall decide who shall exercise the duties of the President in the absence of
182 the President. The Vice-President shall also perform any other duties as assigned by the Board of
183 Directors.

184

184 5. **SECRETARY.** The Secretary shall attend and keep the minutes of the Board of
185 Directors meetings. The Secretary shall have custody of all records, papers, books and files of
186 the Foundation, except the books of account (which shall be in the custody of the Treasurer).
187 The Secretary shall issue notice of all meetings of the Board of Directors. The Secretary shall
188 perform all of the duties usually appertaining to the office of Secretary of a corporation, subject
189 to the control of the President. The Secretary shall also perform any other duties as assigned by
190 the Board of Directors.

191

192 6. **ASSISTANT SECRETARY.** In the event the Board of Directors shall appoint
193 an Assistant Secretary, the Assistant Secretary shall at all times act as an assistant to the
194 Secretary and have such powers and perform such duties as shall be assigned to him/her by the
195 Secretary or Board of Directors. The Assistant Secretary shall possess the powers and perform
196 the duties of the Secretary in the absence or disability of the Secretary. If the Secretary and
197 Assistant Secretary are at the same time absent or unable to perform their duties, the Board of
198 Directors may appoint a Secretary pro tempore with powers and duties to act as Secretary during
199 the absence and disability of both the Secretary and Assistant Secretary.

200

201 7. **TREASURER.** The Treasurer shall have the custody of all corporate funds and
202 securities. The Treasurer shall keep in books belonging to the Foundation, full and accurate
203 accounts of all receipts and disbursements. The Treasurer shall deposit all monies, securities and
204 other valuable effects in the name of the Foundation, in such depositories as may be designated
205 for that purpose by the Board of Directors. The Treasurer shall disburse funds of the Foundation
206 as ordered by the Board of Directors, taking vouchers for such disbursements, and shall render to
207 the President and Directors at the meetings of the Board of Directors, and whenever requested by
208 them, an account of the Foundation. The Treasurer, subject to the control of the President, shall
209 also perform all duties incident to the office of Treasurer. The Treasurer shall also perform
210 additional powers and duties as may be assigned by the Board of Directors.

211

212 8. **EXECUTION OF INSTRUMENTS.** The Board of Directors shall have the
213 power to designate the officers and agents who shall have the authority to execute any instrument
214 on behalf of the Foundation. When the execution of any contract, conveyance, or other
215 instrument has been authorized without specification of the officers authorized to execute, the
216 President and the Secretary or the Treasurer may execute the same in the name and on behalf of
217 the Foundation.

218

219

220

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ARTICLE IV

INDEMNIFICATION

224 1. **DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS: ACTIONS**
225 **BROUGHT BY THIRD PARTIES.** Except as otherwise provided in the Articles of
226 Incorporation and subject to all of the other provisions of this Article, the Foundation shall
227 indemnify any officer or Director of the Foundation and may indemnify any other who was or is
228 a party or is threatened to be made a party to a threatened, pending or completed action, suit or
229 proceeding, whether civil, criminal, administrative, or investigative, and whether formal or
230 informal, other than an action by or in the right of the Foundation, by reason of the fact that such
231 person is or was a director, officer, employee or agent of the Foundation, or is or was serving at
232 the request of the Foundation as a director, officer, partner, trustee, employee, or agent of another
233 foreign or domestic Foundation, partnership, joint venture, trust, or other enterprise, whether for
234 profit or not, against expenses, including attorneys' fees, judgments, penalties, fines and amounts
235 paid in settlement actually and reasonably incurred by such person in connection with the action,
236 suit or proceeding, if such person acted in good faith and in a manner such person reasonably
237 believed to be in or not opposed to the best interests of the Foundation and regarding a criminal
238 action or proceeding, if such person had no reasonable cause to believe such persons conduct was
239 unlawful. The termination of an action, suit or proceeding by judgment, order, settlement,
240 conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a
241 presumption that the person did not act in good faith and in a manner which such person
242 reasonably believed to be in or not opposed to the best interests of the Foundation, and regarding
243 a criminal action or proceeding, had reasonable cause to believe that such person's conduct was
244 unlawful.

245

246 2. **DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS: CIVIL**
247 **ACTIONS BROUGHT BY OR IN THE RIGHT OF FOUNDATION.** Except as otherwise
248 provided in the Articles of Incorporation and subject to all of the provisions of this Article, the
249 Foundation shall indemnify any officer or Director of the Foundation and may indemnify any
250 other individual who was or is a party to or is threatened to be made a party to a threatened,
251 pending or completed action or suit by or in the right of the Foundation to procure a judgment in
252 its favor or by reason of the fact that such person is or was a director, officer, employee or agent
253 of the Foundation, or is or was serving at the request of the Foundation as a director, officer,
254 partner, trustee, employee, or agent of another foreign or domestic Foundation, partnership, joint
255 venture, trust or other enterprise, whether for profit or not, against expenses, including attorneys'
256 fees, and amounts paid in settlement actually and reasonably incurred by such person in
257 connection with the action or suit, if such person acted in good faith and in a manner such person
258 reasonably believed to be in or not opposed to the best interests of the Foundation.

259

260

260 Indemnification, however, shall not be made for a claim, issue, or matter in which such person
261 has been found liable to the Foundation except to the extent that such person shall have applied
262 to a court of competent jurisdiction and on receipt of an application, the court, after giving any
263 notice it considers necessary, orders indemnification based on its determination that such person
264 is fairly and reasonably entitled to indemnification in view of all the relevant circumstances,
265 whether or not such person met the applicable standard of conduct set forth in Section 1 and this
266 Section 2 of this Article IV or was adjudged liable as described in this Section 2, but if such
267 person was adjudged liable, such person's indemnification is limited to reasonable expenses
268 incurred.

269

270 **3. MANDATORY INDEMNIFICATION OF ACTUAL AND REASONABLE**
271 **EXPENSES.** To the extent that a Director, officer, employee or agent of the Foundation has
272 been successful on the merits or otherwise in defense of an action, suit, or proceeding referred to
273 in Sections 1 or 2 of this Article IV or in defense of any claim, issue, or matter in the action, suit,
274 or proceeding, such person shall be indemnified against actual and reasonable expenses,
275 including attorneys' fees, incurred by such person in connection with the action, suit, or
276 proceeding and an action, suit or proceeding brought to enforce the mandatory indemnification
277 provided herein.

278

279 **4. DETERMINATION AND EVALUATION OF SCOPE OF**
280 **INDEMNIFICATION.** Any indemnification under Sections 1 or 2 of this Article IV, unless
281 ordered by a court, shall be made by the Foundation only as authorized in the specific case upon
282 a determination that indemnification of the Director, officer, employee or agent is proper in the
283 circumstances because such person has met the applicable standard of conduct set forth in
284 Sections 1 or 2 of this Article IV and upon an evaluation of the reasonableness of expenses and
285 amounts paid in settlement. This determination and evaluation shall be made in any of the
286 following ways:

287

288 A. By a majority vote of a quorum of the Board of Directors consisting of
289 Directors who are not parties or threatened to be made parties to the action, suit, or
290 proceeding.

291

292 B. If a quorum cannot be obtained under subsection A, by majority vote of a
293 committee duly designated by the Board of Directors and consisting solely of two (2) or
294 more Directors not at the time parties or threatened to be made parties to the action, suit,
295 or proceeding.

296

297 C. By independent legal counsel in a written opinion, which counsel shall be
298 selected in one of the following ways:

299

300 1. By the Board of Directors or its committee in the manner
301 prescribed in subsection A or B of this Section 4.

302

303 2. If a quorum of the Board of Directors cannot be obtained under
304 subsection A and a committee cannot be designated under
305 subsection B, by the Board of Directors.

306
307 D. By all independent directors, if any, who are not parties or threatened to be
308 made parties to the action, suit, or proceeding.

309
310 If a person is entitled to indemnification under Sections 1 or 2 of this Article IV
311 for a portion of expenses, including reasonable attorneys' fees, judgments, penalties, fines, and
312 amounts paid in settlement, but not for the total amount, the Foundation may indemnify the
313 person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement
314 for which the person is entitled to be indemnified.

315
316 5. INSURANCE. The Foundation may purchase and maintain insurance on behalf
317 of any person who is or was a Director, officer, employee or agent of the Foundation, or is or was
318 serving at the request of the Foundation as a director, officer, partner, trustee, employee, or agent
319 of another Foundation, partnership, joint venture, trust or other enterprise against any liability
320 asserted against them and incurred by them in any such capacity or arising out of his or her status
321 as such, whether or not the Foundation would have power to indemnify them against such
322 liability under this Article or law.

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ARTICLE V

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MISCELLANEOUS PROVISIONS

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1. **FOUNDATION BOOKS AND RECORDS.** The Foundation shall keep books and records of account and minutes of the proceedings of the Board of Directors.

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2. **CHECKS.** All checks, drafts, orders for the payment of money, notes or evidences of indebtedness issued in the name of the Foundation shall be signed by such officer, officers, agent or agents of the Foundation, and in such manner, as shall be determined by the Board of Directors.

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3. **FISCAL YEAR.** The fiscal year of the Foundation shall end on December 31 of each year.

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4. **VOTING STOCK IN OTHER FOUNDATIONS.** Unless another procedure is put in place by the Board of Directors, the President shall have full power and authority, on behalf of the Foundation, to attend, to act and to vote at any meetings of stockholders of any corporation in which this Foundation may hold stock, and at any such meeting, shall possess and may exercise any and all rights and powers incident to the ownership of such stock and which, as the owner thereof, the Foundation might have possessed and exercised if present.

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5. **AMENDMENT OF BYLAWS.** Either the MDA Board of Trustees or the MDF Board of Directors may propose changes to these Bylaws. These Bylaws may be amended, altered, changed, added to or repealed by the affirmative vote of a majority of the MDA Board of Trustees entitled to vote at any regular or special meeting of the MDA Board of Trustees if notice of the proposed amendment, alteration, change, addition or repeal was contained in the notice of the meeting.

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356 **ADOPTED THIS 22nd DAY OF MAY, 2004.**

357 **AMENDED THIS 19th DAY OF FEBRUARY 19, 2010.**

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SIGNED: Grace A. Curcuma DDS.

Secretary

DATE: 5-14-10