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# ADVISORY GROUP MANUAL

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## Amendment History

Version	Date	Editor	Comments
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0.02-0.09	20150304 - 20150602	Juliet Gole Krarup, Jeremy Thorp, Nilesh Jain	Also reflecting input from the Ad Hoc Group on Standing Committees*
0.10	20150616	JGK and MB members	Reflecting input from MB

\*Ad Hoc Group on Standing Committees: Jeremy Thorp (chair), Vivian Auld, Dennis Giokas, Jamie Ferguson, Nilesh Jain, John van Beek, Lies van Gennip, Don Sweete

## Approvals

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0.10	20150616	MB	Changed to v1.0

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# 1 Introduction

## 1.1 Background

IHTSDO is committed to adhering to the highest level of corporate governance practices. The establishment of the Management Board and appropriate board governance policies and procedures is paramount to the success of the organization. The Management Team reports directly to the Management Board and is responsible for the day-to-day operations of the organization. In the running of the organization and in engaging with the Community of Practice, the Management Team must have an agile vehicle to allow it to gather experts from around the world to provide advice and other contributions to the organization. These “Advisory Groups” will be key elements in the progression of the organization and will change over time, depending on the strategies, business directions and requirements of IHTSDO. The Advisory Groups will also maintain the organization’s strong links to the Community of Practice.

This manual is designed to provide the Management Board, Management Team and Advisory Group members with an overview of the Advisory Group structures and the policies by which these groups will be governed.

## 1.2 Intended Audience

This Advisory Group Manual is intended for the entire IHTSDO community.

## 1.3 Scope

This document outlines the high-level governance policies and processes of the Advisory Groups and does not include operational policies and procedures, which may be found in the Quality Management System (QMS) corporate manual ([qms.ihtsdo.org](http://qms.ihtsdo.org)).

# 2 Purpose and Governance Structure

## 2.1 Background on IHTSDO and Corporate Governance

Owned and governed by international Member countries, IHTSDO is a not for profit organization that works on behalf of the healthcare system and provides full support to its global Members and licensees, ensuring that the combined resources achieve significant shared benefits that resonate around the world.

The purpose of the IHTSDO Association, as set out in the Articles of Association, is as follows:

- Acquire, own and administer the rights to SNOMED CT, other health terminologies and/or related standards, and other relevant assets (collectively, the “Terminology Products”);
- Develop, maintain, promote and enable the uptake and correct use of its Terminology Products in health systems, services and products around the world: and
- Undertake any or all activities incidental and conducive to achieving the Purpose of the Association for the benefit of the Member.

Corporate Governance is the process and structure used to direct and manage the business affairs of an organization with the objective of enhancing value to the organization and ensuring the financial viability of the business. The process and structure define the division of power and establish mechanisms for achieving accountability among the General Assembly, the Management Board and the Management Team. The direction and management of the business should take into account the impact on other stakeholders such as employees, Members and vendors.

## 2.2 General Assembly

The governance structure of IHTSDO encompasses multiple tiers. The General Assembly (GA) has the authority to make all binding decisions on all matters pertaining to the Association and its Articles of Association.

## 2.3 Management Board

Directly below the General Assembly is the Management Board. The role of the Management Board is to provide the strategic leadership necessary to establish and review the organization's strategic plan. The Board focuses on policy direction, with a clear distinction between the CEO and internal management roles and responsibilities. The high-level roles and responsibilities of the Management Board, as per the IHTSDO Management Board Terms of Reference version 1.0, are listed below.

### Director (Board Member) Roles and Responsibilities

- Be accountable to the GA for the smooth running of the organization
- Establish policies and procedures respecting how the Board will conduct its affairs, carry out its responsibilities and exercise its powers
- Establish a code of conduct and a code of ethical behavior for members of the Board and employees
- Prepare and maintain a written record of all proceedings and decisions of the Board and any committee of the Board
- Establish, from the members of the Board, an Audit/Finance Committee to oversee the organization's finances, a Human Resources Committee, and an Executive Committee
- Prepare for, and participate fully in, all Board discussions and deliberations as required
- Respect the division between governance and management and ask appropriate questions
- Be available as a resource to Management
- Adhere to all Board policies, including conflict of interest guidelines and code of ethics
- Be available and willing to sit on Board committees as required.

## 2.4 CEO and Management

- The CEO is appointed by the Board and is accountable for implementing the strategic policy decisions of the Board. The CEO accomplishes his/her duties by hiring and directing senior staff (Management Team members) in planning, organizing and controlling activities of the organization.

- The CEO is accountable to the entire Board. All authority delegated to staff flows through the CEO, so that all authority and accountability of IHTSDO staff rests with the CEO. The individual performance of the IHTSDO staff remains the prerogative of the CEO and his or her direct reports.
- The CEO will not perform, allow or cause to be performed any act that is unlawful or not in keeping with accepted business and professional ethics, as judged by the prudent person standard.
- The Management Team, with the approval of the Management Board, may elect to form Advisory Groups that report to the applicable Management Team member.

## 2.5 Meetings of Governance Bodies, Management Team and Advisory Groups

The Management Board meets face-to-face a minimum of three times a year and holds at least three additional teleconferences annually. Special meetings of the Board may be convened as required. Additional meetings will be conducted generally via teleconference or electronically. Two of the face-to-face meetings will be held during the organization's business meetings in April and in October of each year.

The General Assembly meets twice a year in October and April to fulfill its duties and may meet additionally by teleconference or electronic communication.

The Management Team meets monthly to fulfill its duties.

The Advisory Groups will meet based on a schedule outlined by the applicable Management Team chair(s) of the group but not less than quarterly, and all minutes of the meetings will be posted for the Community of Practice to view.

## 3 Advisory Groups

### 3.1 Basic Guidelines

Advisory Groups are established to conduct specific activities that contribute to the fulfillment of the Management Team's responsibilities or the organization's mandate. Advisory Groups will be considered to be agile in nature, given the changing needs and direction of the organization, and therefore each group will be reviewed on an annual basis to determine if the group is still required or if changes in the Terms of Reference are required. Generally the Advisory Groups will have specific skills and abilities related to that particular group.

The role of each Advisory Group is to provide advice to the applicable Management Team member(s) on specific areas that are included in the Terms of Reference to further the knowledge and direction of the organization. **The Advisory Groups will develop at the beginning of each year a group work plan outline, determine whether Task and Finish sub groups are required, outline any resource requirements, and lay out a set of measures in order to measure the progress of the applicable group work plan.** The

organization, with the approval of the Management Board, may elect to seek approval for a separate budget item in the annual budget to assist the Advisory Groups in the completion of their approved work plans. **All work plans are to be submitted to the CEO annually for review and approval.**

### 3.2 Advisory Group Terms of Reference

The Terms of Reference of each Advisory Group will include the following elements and must be submitted for approval initially by the CEO with final approval given by the Management Board.

- Purpose
- Scope
- Membership
- Responsibilities
- Critical Success Factors
- Skills Matrix Requirements

The Terms of Reference will be posted publicly in keeping with the principles of openness and transparency.

### 3.3 Advisory Group Evaluations

Assessing Advisory Group effectiveness is an important responsibility. Every year, the Advisory Group must complete a self-evaluation that examines the progress of the group, achievement of goals against the approved work plan or objectives and a statement to the CEO and Management Board on whether the Advisory Group is still required, should be dissolved or if there are recommended changes.

### 3.4 Advisory Group Policies and Processes

An effective Advisory Group governance structure must have policies, processes and procedures to allow each group to carry out its responsibilities. Though each group will have its own individual Terms of Reference to allow governance and direction, the foundational Advisory Group policies and processes are as follows:

- Advisory Group Recruitment Process ([4 Advisory Group Recruitment Process](#))
- Conflict of Interest and Code of Ethics Policy ([Appendix D Conflict of Interest and Code of Ethics](#))
- Conflict of Interest Guidelines and Procedures ([5 Conflict of Interest Guidelines and Procedures](#))
- Advisory Group Ways of Working ([6 Advisory Group Ways of Working](#))

### 3.5 Term of Advisory Group Members

With the exceptions noted below, **each appointed Advisory Group Member serves on the group for a period of two years and may be reappointed once.** A staggered process is

utilized, whereby there is a turnover of members of approximately fifty percent in any given cycle of election.

Exceptions to the two-year period with one reappointment: During the initial start-up period of an Advisory Group, approximately half the Advisory Group members will be appointed to a one-year term instead of a two-year term so that their terms can be staggered and the Advisory Group can have some continuity. Those individuals will be permitted to serve a maximum of five years (i.e. the first year plus two full terms thereafter).

**An Advisory Group member, whether selected by IHTSDO or appointed to represent a Member country, may not serve for more than five years cumulative across the Advisory Groups unless granted approval by the CEO and Management Board.**

## 4 Advisory Group Recruitment Process

### 4.1 “Standard” Versus “Member-Based” Nominations

Most Advisory Groups will utilize a “standard” nomination process, which is an open to all. Appointment decisions will be made by a Nominating Committee using a skills matrix and a desire to create a forum with a diversity of perspectives.

However, some Advisory Groups may utilize a system of Member-based nominations (e.g. Content Manager Advisory Committee and most of the E-Learning Advisory Group). The approved Terms of Reference will describe these specifications. Member-based nominations are used when IHTSDO seeks to create a forum for IHTSDO staff to work closely with IHTSDO Members.

Note on remuneration: In April 2015, the IHTSDO General Assembly decided that travel expenses to attend IHTSDO-approved meetings or other events should be handled differently for these two groups. Advisory Group members coming from the standard nomination process should be offered travel expense reimbursement, with funds coming from the appropriate line of business or project budget. Advisory Group members coming from the Member-based nomination process should seek travel funds from the sponsoring Member.

### 4.2 Guiding Principles/Core Competencies

The Guiding Principles provide a framework within which the Advisory Group recruitment process can operate. It is understood that circumstances may arise which will require the organization to determine the appropriate course of action, dependent on the situation.

- A Nominating Committee (see section 4.2) will administer the Advisory Group recruitment process.
- Appointments should be based on merit and a determined need and fit with the current organizational requirements for each Advisory Group. Each Advisory Group will submit its skills matrix requirements as part of the Terms of Reference, and that matrix will form



the basis for selection from the nominations. When nominations are for Member Representatives, a skills matrix may not be needed or required; instead the Terms of Reference must include a description of the nominee's role or responsibility within the Member country.

- Inclusiveness – Except for Member-based nominations, there will be an open process established where open nominations may be submitted from the Community of Practice, Member countries, Vendors and all other stakeholders. It should be noted that all prospective nominees, except those that are Member-based, will be assessed based on the skills matrix of each Advisory Group.
- It is expected that Advisory Group members will have the following core competencies and attributes:
  - thorough understanding of the responsibilities of the Advisory Group
  - willingness to abide by the Conflict of Interest Policy as outlined
  - high ethical standards and integrity in professional and personal dealings
  - ability to work as a collaborative team member

### **4.3 Nominating Committee**

A Nominating Committee will be formed. Management Team members who chair the Advisory Groups being considered will be ineligible to serve on the Nominating Committee so as to create a level of independence between those selecting Advisory Group members and those who are being advised. The Nominating Committee will include the CEO, representatives of the Management Board, and potentially others (including representatives of the General Assembly and independent Management Team members).

The Nominating Committee will be responsible for:

- Selecting the second member of the shortlist team, who, together with the responsible Management Team member, reviews nomination forms and puts together a longlist, shortlist, and recommended final candidate list (note: this second member of the shortlist team, who is usually another Management Team member, should be at least semi-independent, ensuring that the Management Team member who will be advised does not have excessive power in choosing the advisors who will make up the Advisory Group);
- Approving changes to the skills matrices or Terms of Reference of the Advisory Groups;
- Doing the final selection of candidates for appointment to the Advisory Groups;
- Reviewing recommendations related to the creation of new Advisory Groups or the agreement to sunset current Advisory Groups; and
- Reviewing any issues and resolving said issues related to the Conflict of Interest Policy for the Advisory Groups.

### **4.4 Recruitment Process**

The nomination and selection for all the Advisory Groups will be between the April and October business meetings unless there is a reason, approved by the Nominating Committee, to do otherwise.

## 1. Needs Assessment

The responsible Management Team member assesses the needs and requirements of the Advisory Group and develops or revises a skills matrix, which must align with the Advisory Group Terms of Reference.

He/she then assesses the current composition of the group (if any) to assess the experience of each current Advisory Group member against the matrix. Any gaps in skills and/or experience that emerge form the basis for the selection criteria for new members during the next nomination period (see #5 below). If he/she feels that a current member of the Advisory Group is underperforming and should be replaced, he/she raises that with the Nominating Committee for a decision.

## 2. Position Profile

The Nominating Committee must agree to any changes in the skills matrix, incorporating the selection criteria identified during the needs assessment and highlighting the specific skills that complement the attributes of the incumbent membership.

## 3. Candidate Generation

For the standard nomination process, IHTSDO seeks via an open nomination process qualified candidates who fit the position profile and have an interest in serving on the Advisory Group. Applications are accepted and collated by the IHTSDO office staff.

For the Member-based nomination process, IHTSDO emails General Assembly and Member Forum representatives, asking for the name of one (or, if required, more than one) nominee who fits the desired profile and is willing to serve on the Advisory Group. Shortlisting (step 4) and selection (step 5) are not applicable to most Member-based nominations, as the individual Member country is selecting its own representative(s), but may be applicable when IHTSDO selects from amongst the Member-based nominations.

## 4. Shortlist

The development of a shortlist for each Advisory Group is the responsibility of a shortlist team made up of the responsible Management Team member plus one additional person, selected by the Nominating Committee, who is both knowledgeable and at least semi-independent.

Using the Nomination Forms (see Appendix B) received from potential candidates, the Skills Matrix, and considerations of multiculturalism and broad market-based regional

understanding (e.g. not selecting only people from one or two countries), the shortlist team reviews all applications with a view to developing a long list, a short list, and a recommended final candidate list.

## 5. Selection

The Nominating Committee receives a package of all of the nominations, the longlist, the shortlist, and the final recommended candidate list. It conducts a final assessment and selects the members of the Advisory Group. The IHTSDO office then informs all candidates as to whether or not they have been selected, and the responsible Management Team member follows up with important information about the Advisory Group.

## 5 Conflict of Interest Guidelines and Procedures

The IHTSDO Conflict of Interest and Code of Ethics Policy (see Appendix D) describes the principles and guidelines that the organization uses in general and for the Advisory Groups specifically.

In general, Advisory Group members must not attempt to promote personal or private interests which result, or appear to result, in:

- an interference with the impartial exercise of the group member duties;
- benefit or advantage by virtue of Advisory Group membership.

### 5.1 Disclosure

Disclosure of interest is a first step in avoiding or responding to a conflict of interest situation. However, full disclosure in itself does not necessarily remove a conflict of interest. Disclosure of potential, perceived or actual conflict of interest should be made by the Advisory Group member or by any other group member that notes a perceived conflict related to another member. Such disclosures should take place:

- before commencing as an Advisory Group member, or
- immediately upon becoming aware of a potential conflict of interest situation.

Disclosure should be made in writing to the Advisory Group Chair and CEO using the *Declaration of Interest* Form (Appendix C). This disclosure requirement exists even if the group member did not become aware of the conflict until after a transaction had been completed. If a group member is in doubt as to whether a situation involves a conflict, he or she should seek the advice of the Advisory Group Chair.

Disclosure of a potential conflict is required as soon as a member becomes aware.

Also, if an Advisory Group member is from an organization that potentially would look to do business with IHTSDO, there will be a moratorium on this organization being able to bid on work or doing work for IHTSDO for the length of the Advisory Group member's term plus one year.

## **5.2 Resolution**

When a potential conflict of interest is identified, unless an Advisory Group member is otherwise directed by the Advisory Group Chair, he or she should immediately take steps to resolve the conflict or remove suspicion that it exists.

Where the Advisory Group Chair and CEO have determined that a potential, perceived or actual conflict of interest may exist, disclosure of the situation will be made at the next meeting of the Management Board. The Board will determine what actions are necessary, if any, to deal with the situation.

If an Advisory Group member is concerned that another member is in a conflict of interest situation, he or she should immediately bring this concern to the other person's attention and request that the conflict be declared. If the other person refuses to declare the conflict, the member should immediately bring his or her concern to the attention of the Advisory Group Chair and CEO.

## **5.3 Consequences of Non-disclosure**

Failure to disclose conflict of interest situations may be grounds for action up to and including termination of Advisory Group membership and termination of any contracts with the Advisory Group member's organization.

## **5.4 Confidentiality**

Advisory Group members shall at all times maintain the confidentiality of all information and records that are the property of IHTSDO and shall not make any use of such information unless and until it has been disclosed to the public. This obligation shall continue even after termination of Advisory Group membership.

# **6 Advisory Group Ways of Working**

## **6.1 Principles**

IHTSDO is based on the principles of openness, transparency, communication and accountability to its Members. Transparency requires dialogue and participation in a democratic process. While Group members have primary responsibility for the work of the Advisory Group, its meetings will be open to experts from around the world.

Members are responsible for supporting the Chair to ensure conflicts of interest relating to matters at the Group are identified, documented and dealt with appropriately.

Whilst it is the intention to support, openness, transparency and communication, abiding by the principle of accountability may require management of matters of a probity nature to be dealt with under specified circumstances.

## 6.2 Participation in Meetings

Each Advisory Group will operate as follows:

1. Meetings will be open to non-members, who will be known as observers
  - 1.1 Observers will be welcome to attend and contribute to meetings - this will be facilitated by making meeting schedule and joining details publicly available
  - 1.2 Observers must respect the need for the Advisory Group to reach conclusion in the discussions and may not participate in any voting
  - 1.3 Observers may be excluded from certain discussions if the majority of the Group members feel that the discussions need to be held “in camera”
2. Attendance policies established by the Management Board apply to all Group members
  - 2.1 Regular attendance is encouraged in order to minimize the need for repetition of discussions

## 6.3 Conducting Meetings

- Face-to-face meetings will be held approximately two times a year. IHTSDO will offer travel funding for those traveling on behalf of IHTSDO; those AG members who represent Member countries should seek funding from the Member country
- Conference calls will be scheduled at intervals determined by the status of the work of the group. Typically between six and ten calls per year, at the discretion of the Chair, taking into account the advice from members of the group.
  - Timing of the calls will be determined based on the time zones of all the Group members
- Out-of-session or extraordinary meetings may be called by the Chair to support specific work program activities
- Meeting agenda will be made available at least one week before the meeting
- Meeting minutes will be produced within one week after the meeting
- Meeting minutes will be published on the IHTSDO website or online Workspace
- In accordance with IHTSDO policy, members will declare potential or actual conflicts of interests, and these will be recorded
- Members will respond in a timely manner to requests from the Chair for input to decisions that are required between meetings
- The Group will uphold the Articles of Association and will conform to the IHTSDO Regulations, Policies and Procedures that apply to the Group activities
- The IHTSDO Management Team will periodically review the Terms of Reference and will revise them as necessary and appropriate
- The Chair will take responsibility for taking the Group’s recommendations to the Management Board/Management Team and providing members with feedback on the outcomes of their contribution

- The Chair will work with Chairs of the other Groups to ensure coordination across Groups, Project and Interest Groups and effective joint working when appropriate
- If neither the Chair of the Group, nor any appointed Vice Chair, is able to attend a scheduled Group meeting or conference call, the Chair may appoint another member of the Group as Acting Chair or may instruct the Group members present to select an Acting Chair; the role of Acting Chair is limited to chairing a single specified meeting

## **6.4 Review**

The Advisory Group and its Terms of Reference will be reviewed annually to determine whether changes should be made or the group should cease to operate.

## Appendix A Terms of Reference Template

### Terms of Reference for [group]

The [group] will operate under the Policies and Processes outlined in the Advisory Group Manual. These include the Advisory Group Recruitment Process, Conflict of Interest Guidelines and Procedures and Advisory Group Ways of Working.

#### **Purpose**

The purpose statement for the [group] is guided by

- the stated objectives of IHTSDO in its vision statement, as articulated in the Articles of Association in section 2.1
- IHTSDO's five strategic priorities set to 2020:

The [one/two/three/...] main purpose[s] of the [group] are ...

#### **Scope**

The [group] supports the work plan of IHTSDO. Therefore its activities will reflect the current priorities and objectives identified in that plan.

The scope of the [group] includes:

- xxx

Not in scope

- xxx (include in the scope of ...)

#### **Membership**

The [group] will be chaired by ....

Membership will be skills-based or based on nominations from Member Countries

Group size will be [default 4-12, but could differ with jurisdiction].

#### **Meeting Frequency**

- Face-to-face meetings will be held approximately two times a year
- [Monthly/fortnightly/weekly/other frequency] conference calls will be scheduled at intervals determined by the status of the work of the group.
  - Timing of the calls will be determined based on the time zones of all the Group members
- Meeting agenda will be made available at least [one week] before the meeting
- Meeting minutes will be produced within [one week] after the meeting

#### **Time Commitment**

Each member of [group] must expect to spend [xx hours] each [week/fortnight/month] on activities related to the Group.

### Responsibilities

- Advisory role to assist MB/MT to ...

### Critical Success Factors

The success of [group] will be measured annually against the following criteria:

- Xxx

### Skills Matrix

A desirable skills matrix has been developed for [group]. It indicates the approximate minimum percentage of members who will have a certain skill set. These are intended to provide guidelines to those nominating or voting, but are not strict requirements.

Professional experience in clinical data production, organizational or software risk management or quality management	xx%	Experience and understanding of SNOMED CT – technical knowledge, and development tooling knowledge	xx%
Professional clinical experience		Professional experience in education/training	
Professional experience of running national/large enterprise information systems/data quality programs/risk management programs		Experience in International health information standards development	
Professional experience in information data processing (entry, encoding, cleansing, analysis, validation, aggregation)		Experience and understanding of SNOMED CT – content representation knowledge - practical, working knowledge	
Professional experience in clinical information systems development and installation and in clinical information systems use		Experience and understanding of - interactions and interrelations between SNOMED CT and other health data standards (e.g. mapping and harmonization)	
Recognized higher qualification in information-management/ computer science/linguistic-related subject		Evidence of participation in peer-reviewed research in information and knowledge representation quality	



## Appendix B Advisory Group Draft Application Form

### APPLICATION FORM

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#### IHTSDO Advisory Group

**Nominator** (Person making the nomination; self-nominations are fine)

Name	
Organization	
Address	
Country	
Phone	
E-Mail Address	

**Nominee** (Person being nominated)

Name	
Title	
Organization	
Address	
Country	
Phone	
E-Mail Address	

**Advisory Group**

Name of the Advisory Group to which this person is being nominated:

**Mini-Curriculum Vitae**

Please attach a mini-curriculum vitae, no more than 3 pages.

#### Statement of Interest

The nominee should describe why he or she is interested in serving on the Advisory Group and why he or she should be selected to do so (no more than one page).

#### Statement by the Nominator (if any)

If this nomination is not a self-nomination, the nominator may describe what the nominee would bring to the Advisory Group (optional, no more than one page)

## Appendix C Declaration of Interest

### IHTSDO Advisory Group

Advisory Group Members owe loyalty and the commitment to make the best possible decisions for the good of IHTSDO (“the Association”).

**Duty of Care** You have a duty of care to the Association which means that:

- you must exercise the degree of skill and diligence reasonably expected from an ordinary person of your knowledge and experience,
- you must always act in the best interests of the Association when making decisions,
- you must base your decisions on facts and reliable information, and
- you must not act without first taking care to be properly informed.

**Duty of Loyalty (or Fiduciary Duty)** In all decisions, you must act in the Association’s best interests, not your own. Specifically, you must:

- be honest in your dealings with the Association and with others on behalf of the Association,
- maintain the confidentiality of information received by you in your capacity as an advisory group member both before and after termination (for whatever reason) of your appointment, and
- avoid situations where you could put yourself in a position of conflict between your own interests and the best interests of the Association.

**Duty of Compliance** You must become knowledgeable of the Association’s mission and the articles that affect the performance of the mission. You must:

- carry out the Association’s purposes, and
- take all necessary and reasonable measures to assure compliance with laws, articles and policies that apply to the Association.

Conflict of interest is a situation that exists when your personal activities, interests, or dealings may actually, potentially, or be perceived to:

- (i) impair your ability to perform your duties as a member,
- (ii) have a negative impact on the Association’s reputation, and/or
- (iii) result in personal gain or advantage to you or your Associates due to your position with the Association.

A conflict of interest includes an apparent conflict of interest, which is any situation where it would appear to a reasonable person that your actions or decisions are determined by considerations of personal gain, financial or non-financial, direct or indirect.

#### **Procedure**

The completed *Declaration of Interest* should be given to the Advisory Group Chair and a copy given to the CEO.



You should seek the advice of the Advisory Group Chair if you are uncertain whether a situation involves a conflict of interest.

If you are concerned that another group member is in a conflict of interest situation, you should bring this concern to the other person's attention and request that the conflict be declared. If the other person refuses to declare the conflict of interest or you are not comfortable discussing this issue with the other person, you should immediately bring your concern to the attention of the Advisory Group Chair CEO, as appropriate.

1. A direct or indirect conflict with my duty as an advisory group member of IHTSDO:

- a) I, or an associate, hold the following positions for offices (appointed, elected or otherwise) (examples – political appointment, board member, officer):

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The nature and extent of the conflicting office or duty is:

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- b) I, or an associate or any nominee on my behalf, own or possess, directly or indirectly, the following interests (e.g. businesses, shares, properties):

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The nature and extent of the conflicting interest or duty is:

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- c) I, or an associate, have the following interests in existing or proposed transactions in the Association:




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2. A real or perceived conflict of interest with my duty as an Advisory Group member of the Association may arise because I or an associate receive financial remuneration (such as for services performed by me, as an owner or part owner, trustee, employee or otherwise) from the following sources:

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3. The following is a list of each subsidiary or affiliate of a company listed in 1 or 2 of this Declaration:

Company listed in 1 or 2	Name of Affiliate or Subsidiary	Type of Business Ordinarily Carried on by Subsidiary or Affiliate

4. Other than as disclosed above, are you involved in any situations or do you have any relationships or interests that may constitute a conflict of interest?

yes       no

If yes, please describe: \_\_\_\_\_

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**ATTESTATION AND SIGNATURE**

I, \_\_\_\_\_,  
please print your name

ü attest to the veracity of the information provided in this Declaration which is provided to the best of my knowledge, and

ü consent to the collection and use of the personal information set forth in this Declaration for the purposes of administration of the Association’s policies and procedures, including its Code of Ethics and Conflict of Interest Policy and as otherwise explained to me.

If, at any time following the signing of this Declaration there are changes to the information given on this Declaration regarding conflict of interest, either by way of addition or deletion, I will immediately submit to the Association a supplementary disclosure statement describing the change.

\_\_\_\_\_  
Signature of Advisory Group Member

\_\_\_\_\_  
date (month/ day/year)

**ACKNOWLEDGMENT OF RECEIPT**

\_\_\_\_\_  
Signature of Advisory Group Chair

\_\_\_\_\_  
date (month/day/year)

Copy:           Advisory Group Chair  
                  Chief Executive Officer

## Appendix D Conflict of Interest and Code of Ethics

See

<https://ihtsdo.freshdesk.com/support/solutions/articles/4000054392-where-can-i-find-the-conflict-of-interest-and-code-of-ethics-policy->

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