

Additional Required Terms and Conditions (ARTC) Session 4: Governance of Exchange Activities

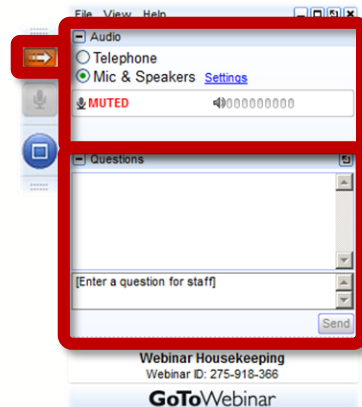
3/16/2020



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This project is supported by the Office of the National Coordinator for Health Information Technology (ONC) of the U.S. Department of Health and Human Services (HHS) under 90AX0026/01-00 Trusted Exchange Framework and Common Agreement (TEFCA) Recognized Coordinating Entity (RCE) Cooperative Agreement. This information or content and conclusions are those of the author and should not be construed as the official position or policy of, nor should any endorsements be inferred by ONC, HHS or the U.S. Government.

How To Participate Today



Your Participation

Open and close your control panel

Join audio:

- Choose "Mic & Speakers" to use VoIP
- Choose "Telephone" and dial using the information provided

Submit questions and comments via the Questions panel

Note: Today's presentation is being recorded and will be provided

Problems or Questions? Contact the RCE Team at:

rce@sequoiaproject.org

Agenda

- Welcome
- Purpose
 - 2/18 and 2/19: Operation of Exchange Activities (Part 1)
 - Allocation of liability
 - QHIN confidential business information
 - 2/26: Operation of Exchange Activities (Part 2)
 - Duty to cooperate
 - Dispute resolution process
 - 3/4: Preserving the Stability of Exchange Activities
 - **3/16: Governance of Exchange Activities**

Meet the RCE Team



Mariann Yeager
CEO
The Sequoia Project



Dave Cassel
Executive Director
Carequality Inc.



Steve Gravely
Founder & CEO
Gravely Group



Stephanie Rizk
Manager, Health IT Policy
RTI International



Mark Segal
Principal,
Digital Health Policy Advisors



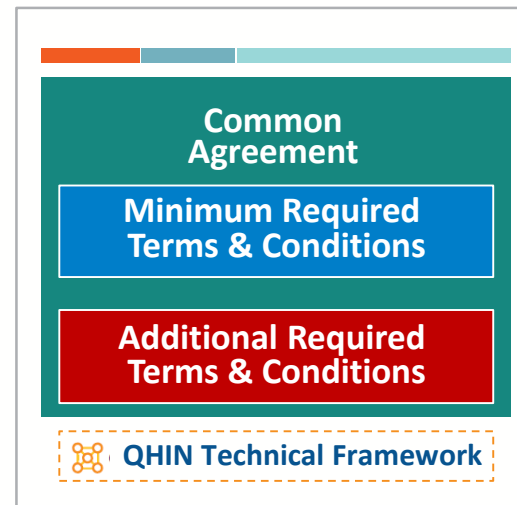
Chantal Worzala
Principal,
Alazro Consulting

What is the Common Agreement?

The **Common Agreement (CA)** will provide the governance necessary to scale a functioning system of connected HINs that will grow over time to meet the demands of individuals, clinicians, and payers.

The Common Agreement will be a legal document that QHINs sign. Some provisions of the Common Agreement will flow down to other entities (including providers) via contracts.

Stakeholders will be able to comment on the draft Common Agreement.



DRAFT Minimum Required Terms and Conditions (MRTCs)

- Definitions
- Initial Application, Onboarding, Designation and Operation of QHINs
- Data Quality and Minimum Necessary
- Transparency (e.g. agreements and fee schedules, disclosures)
- Cooperation and Non-Discrimination
- Privacy, Security and Patient Safety
- Participant Minimum Obligations
- Participant Member Minimum Obligations
- Individual Rights and Obligations, including “Meaningful Choice”

ONC to revise based upon public comment and input from RCE

DRAFT Additional Required Terms and Conditions (ARTCs)

- Includes additional necessary terms for an effective, operational data sharing agreement
- Generally applies to QHINs with some flow-down provisions
- May include provisions that govern interactions between the RCE and QHINs
- May not conflict with MRTCs

RCE to develop for approval by ONC and release for public comment

ARTC Framework

Categories of important functions that are not addressed by the MRTCs

- Operation of the exchange activities under the Common Agreement
- Stability of the QHIN network
- **Governance of the exchange activities under the Common Agreement**
- Contract Administration

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**ARTC – Governance of
Exchange Activities Under
the Common Agreement**

Governance Overview

- The TEFCA ecosystem is very complex with multiple parties, each with their own objectives
- ONC awarded a Cooperative Agreement to the RCE to develop the Common Agreement (CA) and govern exchange activities under the CA
- QHINs will sign the CA with the RCE and assume responsibility for enabling exchange activities under the CA
- Participants are organizations that have a data sharing agreement with a QHIN to facilitate exchange
- Participant Members are organizations that have a data sharing agreement with a Participant
- There are governance considerations related to both the RCE (“RCE governance”) and exchange activities under the CA (“network governance”)

RCE Governance

- The RCE operates through a non-profit corporation governed by a board of directors
- The board has the responsibility to manage the affairs of the corporation
- Under the Cooperative Agreement, the RCE is responsible for meeting milestones and deliverables within a defined budget
- The board of directors is responsible for overseeing the corporation's performance under the Cooperative Agreement and its financial performance
- The RCE has access to confidential information and must restrict access to that information
- The board of directors has diverse stakeholders which represent organizations that may seek to become QHINs or Participants or Participant Members
- This means that the corporate board of directors may have conflicts of interest

RCE Governance – Possible Options

Executive Committee

- Consists of four (4) officers of the corporation's board of directors who do not have conflicts of interest
- Works with the corporation's CEO to act on behalf of the board between board meetings
- Regularly deals with highly sensitive information that is not fully shared with the board

Special Committee

- Create a special purpose committee dedicated to RCE governance
- Include at least one representative from the board executive committee who does not have a conflict of interest
- Function separately from the board; responsible for monitoring RCE activities through the ONC Cooperative Agreement
- Provide periodic updates to the Sequoia board of directors, as appropriate

Network Governance Functions

- Steward development of the CA and oversee amendments over time
- Adopt standard operating procedures (SOPs)
- Oversee development of the QTF and address issues that arise
- Oversee QHIN application and onboarding process
- Evaluate and address issues that arise with implementation of TEFCA
- Oversee QHIN exchange activities under the CA
- Participate in the dispute resolution process
- Evaluate new use cases and implement those that are selected

Network Governance Considerations

- Participants / Participant Members are essential to TEFCA's success as they have data needed for exchange activities to be valuable
- QHINs are also essential since they will provide the technical infrastructure to enable the exchange of Electronic Health Information (EHI)
- QHINs, Participants and Participant Members will likely want to participate in network governance
- Other stakeholders will likely want to have a role in informing network governance as well as ongoing work of the RCE

Network Governance Proposal

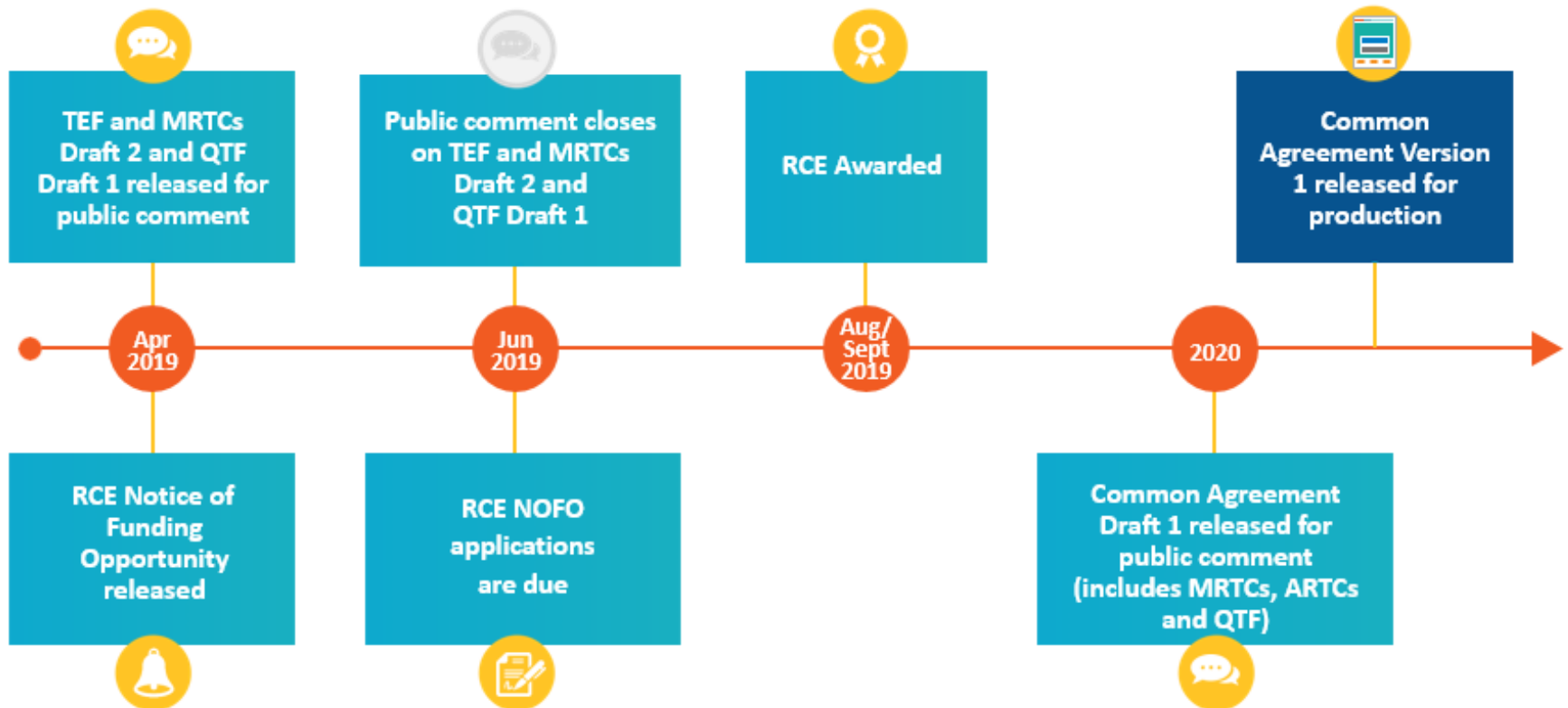
- Establish a network governing council with representation from QHINs, Participants and Participant Members
- Have representative membership on the network governing council as there will be too many organizations and individuals for all to participate
- Have a formally defined selection process so that all stakeholders acknowledge the authority of the network governing council
- Enlist input from the larger community through workgroups and committees

Network Governance Council

- Size: Maximum of thirty (30) members
- Composition: Three (3) classes of membership
 - Ten (10) individuals representing QHINs
 - Ten (10) individuals representing Participants
 - Ten (10) individuals representing Participant Members
 - Actions approved by majority vote in each class
- Leadership structure is vital given the size of the council
 - Establish executive committee of nine (9) individuals - three (3) from each class
 - Executive committee selects impartial co-chairs
 - Actions approved by majority vote in each class

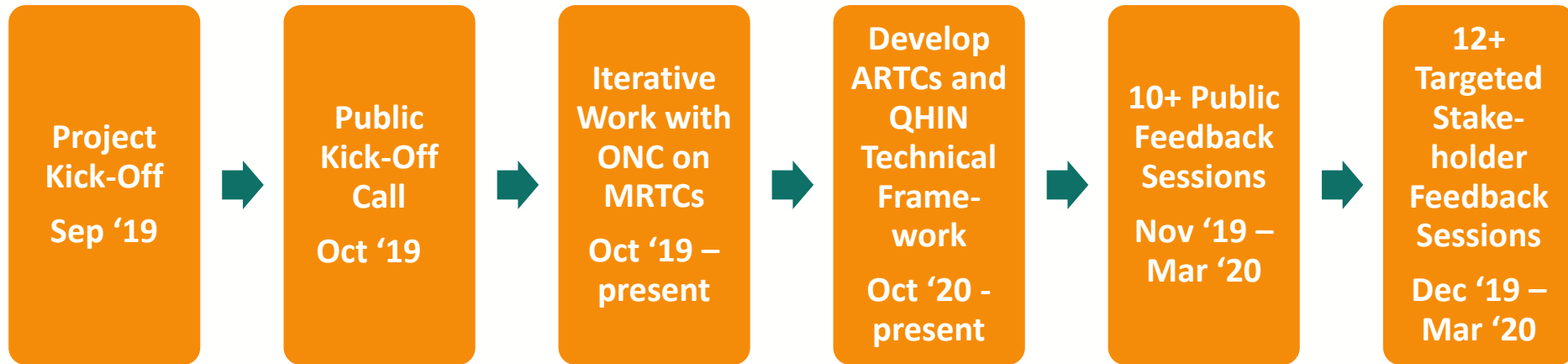
Discussion

Timeline – TEFCA

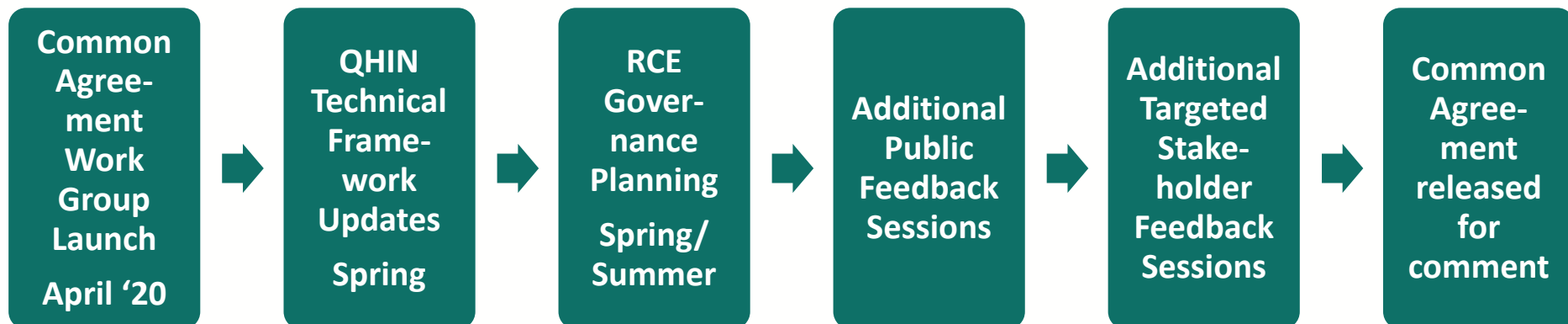


RCE Timeline

Activities to Date



Planned Activities



Next Steps

Event	Anticipated Date(s)
Public Stakeholder Feedback Webinar: - QHIN Technical Framework Draft 2	March 18 th
Common Agreement Work Group	April – July
Public Stakeholder Feedback Session: - Revised ARTCs	June – July
Continued Stakeholder Engagement: - Targeted stakeholder calls - Monthly public calls	Ongoing
Publish for Public Comment: - Common Agreement Draft 1 - QTF Draft 2	<i>TBD</i>



Get Engaged!

For more information:
rce.sequoiaproject.org