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TEFCA  
RECOGNIZED  
COORDINATING  
ENTITY

# Standard Operating Procedure (SOP): Governance Approach

Version 1.0

July 1, 2024

Applicability: QHINs, Participants, Subparticipants

## 1 COMMON AGREEMENT REFERENCES

The requirements set forth in this Standard Operating Procedure (SOP) are for implementation, in addition to the terms and conditions found in the Framework Agreements, the Qualified Health Information Network™ (QHIN™) Technical Framework (QTF), and applicable SOPs. The Trusted Exchange Framework and Common Agreement™ (TEFCA™) Cross Reference Resource identifies which SOPs provide additional detail on specific references from the Common Agreement and Participant/Subparticipant Terms of Participation.

All documents cited in this SOP can be found on the Recognized Coordinating Entity® (RCE™) [website](#).

## 2 SOP DEFINITIONS

Capitalized terms used in this SOP have the respective meanings assigned to such term in the TEFCA Glossary.

No new definitions are introduced in this SOP.

The following defined terms from the Common Agreement are repeated here for reference.

**Governing Council:** the permanent governing body for activities conducted under the Framework Agreements, as more fully described in the applicable SOP(s).

**Transitional Council:** the interim governing body for activities conducted under Framework Agreements, as more fully described in the applicable SOP(s).

## 3 PURPOSE

Section 3 of the Common Agreement requires QHINs, Participants, and Subparticipants to have the opportunity to engage in governance of TEFCA Exchange. It requires the RCE to establish a Transitional Council and then a Governing Council responsible for serving as a resource to the RCE and governing body for activities conducted under the Framework Agreements. This SOP sets forth the formation, composition, responsibilities and duration of the Transitional Council and the Governing Council.

## 4 PROCEDURE

### 4.1 Participation in Governance

QHINs, Participants, and Subparticipants have the opportunity to engage in governance under the Framework Agreements.

**4.1.1 Role.** The Transitional Council and the Governing Council are each responsible for the following:

- (i) Serving as a resource to the RCE and a forum for orderly and civil discussion of any issues affecting TEFCA Exchange or other issues that may arise under the Framework Agreements;
- (ii) Supporting the RCE in its work to monitor TEFCA Exchange and other activities under the Framework Agreements, and serving as a resource to the RCE to identify possible corrective actions for conditions that disrupt exchange activities, including, but not limited to, the following:
  - a) Provide advice on issues related to the Onboarding of QHINs;
  - b) Assist in evaluating suspected or alleged non-compliance with requirements in the Framework Agreements, the SOPs, the QTF;
  - c) Provide input regarding whether to suspend or terminate a QHIN's participation in TEFCA Exchange;
  - d) Provide advice regarding issues before they become Disputes and are escalated to the formal Dispute Resolution Process; and
  - e) Evaluate possible and actual TEFCA Security Incidents, other Threat Conditions, and information and/or recommendations from the Cybersecurity Council.
- (iii) Reviewing proposed amendments to the Framework Agreements, the QTF, and SOPs and providing feedback to the RCE on the proposed changes;
- (iv) Participating in the development of new SOPs and providing feedback to the RCE on the proposed changes;
- (v) Assisting the RCE with the Dispute Resolution Process, as set forth in the Common Agreement and the Dispute Resolution SOP;
- (vi) Informing the RCE on development and updating of the strategic roadmap for TEFCA Exchange; and
- (vii) Advocating for the value of the exchange activities under the Common Agreement and promoting their success.

## 4.2 Transitional Council

To promote a speedy and efficient ramp-up of the Governing Council, a Transitional Council will serve for no longer than twelve (12) months from its formation date. However, the RCE may extend the tenure of the Transitional Council for up to an additional three (3) months if the Governing Council has not been formed yet. The Transitional Council serves as the interim governing body for the activities conducted under the Framework Agreements, as more fully described below and in the Transitional Council SOP.

### 4.2.1 Transition to the Governing Council:

- (i) Transition Plan Development – In addition to the responsibilities listed for participation in governance generally, the Transitional Council MUST develop the transition plan to the Governing Council.
- (ii) Formation of Caucuses – The RCE MUST work with the Transitional Council to form the caucuses described in Section 4.2.2.1 of this SOP as part of the transition plan. The caucuses are responsible for identifying individuals to serve on the Governing Council.
- (iii) Transition Timing – The Transitional Council will serve for no longer than twelve (12) months from its formation date. However, the RCE may extend the tenure of the Transitional Council for up to an additional three (3) months if the Governing Council has not been formed yet. At the end of the Transitional Council tenure, the Governing Council MUST assume responsibility for participating in the governance of TEFCA Exchange and related activities under the Common Agreement with the RCE.
- (iv) Continuity – Notwithstanding the twelve (12) month term of the Transitional Council, the representatives on the Transitional Council will continue to serve in their governance role until the representatives of the Governing Council are elected and instated.

### 4.2.2 Governing Council:

A Governing Council MUST be established through election of individual members by each of the caucuses described below by no longer than twelve (12) months following the formation date of the Transitional Council, per Section 4.2.1(iii) above. The election process and constitution of the Governing Council is more fully set forth in the Governing Council SOP. The Governing Council will serve as the permanent governing body for activities conducted under the Framework Agreements, as more fully described in the Governing Council SOP.

#### 4.2.2.1 Caucuses

- (i) QHIN Caucus – Every QHIN has the right to appoint one (1) individual who is affiliated with that QHIN, as either an employee or independent contractor, to serve as a member of the QHIN Caucus. The QHIN Caucus will be facilitated by the RCE and will serve as a forum for QHINs to meet and discuss issues of

interest directly related to TEFCO Exchange and related activities under the Framework Agreements.

- (ii) Participant/Subparticipant Caucus – Each QHIN has the right to appoint up to three (3) individuals who are affiliated with a Participant or a Subparticipant, either as an employee or independent contractor, to serve as a member of the Participant/Subparticipant Caucus. In appointing such individuals, QHINs should consider the composition of their Participants and Subparticipants and should endeavor to select persons who will be representative of the various perspectives of the QHIN’s Participant/Subparticipant population. The Participant/ Subparticipant Caucus will be facilitated by the RCE and will provide a forum for Participants/Subparticipants to meet and discuss issues of interest directly related to TEFCO Exchange and related activities under the Framework Agreements.