



MINUTES OF THE ANNUAL GENERAL MEETING

27 June 2011, 18:00

Intercontinental Hotel, Rio de Janeiro, Brazil

1. Welcome

HTAi President Laura Sampietro-Colom welcomed members to the Annual General Meeting. Approximately 60 members were in attendance.

2. Approval of agenda

Motion: *That the Annual General Meeting Agenda be approved with no revisions.*

Moved: Laura Sampietro-Colom. Seconded: Janet Hiller. **Motion was carried.**

3. Approval of minutes of the 2010 Annual General Meeting

Motion: *That the minutes of the 2010 Annual General Meeting be approved as presented.*

Moved: Guy Maddern. Seconded: Steve Pearson. **Motion was carried.**

4. President's Report

Laura Sampietro-Colom provided a report on the activities of the Society over the previous year. The report highlighted the following areas:

- *Strategic Action Plan to support Business Plan objectives:* reported highlights of implementation of the Society's Strategic Action Plan included: development of meetings and symposia in Latin America and North America; a series of collaborations with the World Health Organization and other international bodies; Memoranda of Understanding with the International Society for Quality in Healthcare (ISQua) and EuroScan International Network; activities to leverage the profile of the HTAi Policy Forum to support other activities; and enhanced member communications.
- *Membership retention and growth:* the Society reported membership growth in 2010-11.
- *Scientific and professional standards:* reported highlights included the launch of the Jill Sanders Memorial Scholarship.
- *Planned activities for 2011-12:* strategic priorities for 2011-12 were identified as: organizational partnerships; national and regional HTA promotion; enhancing the value and impact of the HTAi Policy Forum; involvement in HTA-regulatory interactions; strengthening collaboration among members.

No questions or concerns were raised.

5. Treasurer's Report

5.1 Treasurer's Report

Americo Cicchetti, Treasurer, provided a report on the 2010-11 fiscal year. A significant surplus for 2010-11 was projected, driven principally by high Annual Meeting and membership revenue, organizational efficiencies, and under-expenditure of approved scholarship and Interest Sub-Group grants. Strategies to address under-expenditure of these budget areas were identified. The report indicated that HTAi's reserve fund balance as of May 31, 2010 was \$424,710, with \$100,000 thereof restricted to address costs associated with the potential failure of an Annual Meeting and the shut-down of the Society. It was reported that the HTAi Board of Directors had approved in principle an increase in the Society's restricted reserve fund level to address identified risks more fully. The report summarized HTAi's long-term financial performance and highlighted the Society's vulnerability to exchange rate volatility.

In subsequent discussion, members congratulated the Secretariat for successful financial management and highlighted the importance of long-term staffing stability and succession planning. In response to member questions, the Treasurer clarified the timeline for the Society's audit and the methods used to determine the Society's appropriate restricted reserve fund level.

5.2 Audited financial statements (2009-10)

Motion: *That the Audited Financial Statements for fiscal year 2009-10 be adopted.*

Moved: Wija Oortwijn. Seconded: Janet Hiller.

In response to questions raised by members, the Treasurer clarified that the Society's financial results had been negatively affected by exchange rate fluctuations in 2009-10. The Treasurer and Secretariat confirmed that strategies for mitigating exchange rate risks are currently under development.

The motion on the floor was called to a vote and carried.

5.3 Appointment of auditor

Motion: *That Meyers Norris Penny LLP (Edmonton, Alberta) be appointed as the Society's auditor for the 2010-11 fiscal year.*

Moved: Don Juzwishin. Seconded: Brian O'Rourke.

The Secretariat highlighted that the proposed auditor had been selected for its expertise in reserve and exchange management.

The motion on the floor was called to a vote and carried.

6. Policy Forum Chair's report

Policy Forum Chair Chris Henshall presented a report on major activities of the Policy Forum for 2010-11. It was reported that the Policy Forum had welcomed three new members in 2010-11, and that the Forum would welcome one new member in 2011-12 with one organization withdrawing membership.

The report highlighted that the February 2011 meeting of the Forum had addressed the topic of “HTA-Regulatory Interactions,” and that a paper resulting from these discussions would be published in the International Journal of Technology in Health Care in 2011. Other activities of the Policy Forum were highlighted:

- Two parallel panel sessions at the 2011 Annual Meeting, and contributions to additional sessions;
- Contributions to the HTAi Strategic Action Plan, including a joint workshop for HTA, coverage, and regulatory bodies held following the Policy Forum’s main 2011 meeting;
- Participation in a range of discussions in other national and international fora.

Planned Policy Forum discussions for meeting and Forum contributions to other international activities and discussions were highlighted.

7. Location of 2013 Annual Meeting

Pwee Keng Ho, chair of HTAi’s Annual Meeting Committee, announced that Seoul, South Korea had been selected to host the 2013 HTAi Annual Meeting.

8. Bylaw amendments

Motion: *That the Society’s by-laws be amended by Special Resolution as follows: by adding the following text to Article 14.2, to follow immediately after the existing text:*

“Insofar as is permissible under the Act and by-laws, property of the Society shall be transferred to a duly registered charity the work of which is deemed by the Board of Directors to be consistent with the Objects of the Society.”

Moved: Janet Hiller. Seconded: Maya Zuellig.

Laura Sampietro-Colom reported that the Canada Revenue Agency had recommended that HTAi amend its bylaws to ensure that assets be dispersed to a charitable entity upon dissolution of the society.

The motion on the floor was called to a vote and carried by a majority of greater than 75%.

9. Results of the 2011 Board of Directors election

Reiner Banken, chair of HTAi’s Nominating Committee, presented a summary of the election process. Reiner reported that voter turnout was high and likely represented a large majority of consistent members. Reiner congratulated the following newly elected Officers and Directors:

Vice President: Carole Longson

Directors: Kalipso Chalkidou

François Meyer

Sean Tunis

10. Vote of thanks for Board members

Laura Sampeitro-Colom expressed thanks and appreciation to the following outgoing Board members:

- Clifford Goodman (Vice President)
- Tammy Clifford
- Janet Hiller
- Sun-Hae Lee-Robin

11. Incoming President's address

Incoming President Clifford Goodman expressed thanks and appreciation to outgoing President Laura Sampietro-Colom and identified priorities for the coming year, summarized as follows: continued implementation and evolution of HTAi's Strategic Plans; continued strengthening of the HTAi Secretariat and the Society's long-term financial position; strengthening of international alliances and collaboration; the continued advancement of the HTAi Policy Forum; ongoing contributions to the science of HTA; improved communications with and among members; expanded membership in regions and contexts with emerging interest in HTA; and increased engagement of young professionals.

12. Other business

None raised. The meeting adjourned at 19:15.