



MINUTES OF THE OCTOBER 2007 BOARD OF DIRECTORS TELECONFERENCE

Date: October 10, 2007
13:00 GMT

Present on the call:

Reiner Banken, President
Laura Sampietro-Colom, Vice President
Guy Maddern, Secretary
Mitchell Sugarman, Treasurer
Berit Mørland, Pat-President
Americo Cicchetti
Clifford Goodman
Wija Oortwijn
Jill Sanders
Ken Stein

Paul Childs-Secretariat
Lynette Tipper - Secretariat

Regrets:

Jean-Francois Baladi
Karen Facey
Egon Jonsson, Institute of Health Economics
Alric Reuther, Observer

The call began at 5 minutes past the hour.

1. Significant Current Strategic Issues

1a. Welcome and Apologies

Reiner Banken welcomed Board members and thanked them for making the time to participate.

The following potential conflicts were reported; Reiner Banken reported that he was also the chair for the Local Organizing Committee (LOC) for the Society's 2008 Annual Conference. Americo Cicchetti reported that he was in a potential conflict position as an HTAi Board member and member of SIHTA, membership issues with SIHTA to be discussed under item 1b. Ken Stein reported that he had a parallel, but not necessarily conflictual, relationship with the Society's Journal and his work with HTA monographs in the United Kingdom.

One item was added to section 1b 'Business Arising'; a proposal for joint membership between SIHTA and HTAi. With that sole addition the agenda was approved.

1b. Business Arising

Americo Cicchetti provided background on the proposal for joint membership with HTAi and SIHTA. He reported that SIHTA is holding a meeting on February 8-9, 2008, before the Board meeting and SIHTA is interested in having participation from the HTAi Board. A plenary session on HTA utilization in Italy and internationally on the morning of the 9th was planned and that Reiner Banken is invited to participate as a representative from HTAi and Guy Maddern will participate as a representative from INAHTA.

SIHTA was also proposing a close association with HTAi with a joint membership fee structure as proposed in the document provided to the Board. This association could eventually lead to SIHTA becoming a chapter of HTAi. He noted that SIHTA was hosting both the HTAi Board meeting and the Policy Forum in February 2008. Reiner Banken indicated that he felt this proposal was an important initiative for establishing a stable base of membership for HTAi in one country. The proposal submitted calls for a reduction in fees for HTAi of 20%, although it was noted that fee levels reported in the proposal were incorrect and would have to be adjusted. Cliff Goodman asked if this type of structure was a standard policy for the Society; Reiner Banken indicated that while it wasn't a policy it could serve as a reference for future proposals. The proposal also indicated that SIHTA was guaranteeing 50 members; Wija Oortwijn asked how they could guarantee that and what the consequences would be if they didn't meet that level of membership. Americo indicated that based on their survey information this number could be achieved. It was agreed that if that number was not reached the 'fallback' position was the SIHTA would be responsible for full, undiscounted, HTAi membership fees.

The Board agreed to proceed with the joint membership with SIHTA as amended and as a template for future joint membership proposals. The draft agreement will be submitted to a short legal review for Canadian contractual law.

It was also noted that SIHTA had asked for HTAi's endorsement of the February Conference and for use of the Society's logo as a sign of endorsement. It was agreed that while endorsements like this were an opportunity to raise the Society's profile there was a need for the Society to develop a policy on what events or organizations the Society would endorse. It was suggested that the Scientific and Professional Programs Committee could review programs for conferences where HTAi's endorsement is being sought.

Action: A contract between the Society and SIHTA will be drafted to indicate an agreement on joint membership and submitted to a short legal review for Canadian contractual law

By: Secretariat, Americo
Cicchetti

Secretariat

A policy with guidelines on Society endorsement of an organization or events will be drafted.

1c. Policy Forum Committee

The Board reviewed the revised Frequently Asked Questions (FAQ) document drafted by the Policy Forum Committee. No concerns or issues were raised with the draft document, and Board members were asked to forward any outstanding concerns to Paul Childs or Karen Facey, the chair of the Policy Forum Committee.

The Board then reviewed the draft document on Policy Forum member selection. Reiner Banken provided background on the document, the member selection process, and indicated that 3-4 organizations were interested in joining the Policy Forum for the February meeting of the Forum.

He reiterated the concerns of the Policy Forum Committee that the Forum was becoming too large to support meaningful discussion and meet its mandate. Jill Sanders indicated that there were concerns with the size of the Forum meetings; specifically the presence of Board members and their role at Forum meetings was unclear to some members of the Forum. In particular there was some confusion about the role of for-profit and not for profit members, Board members, their role in Forum discussions and confusion in the roles being played in the issues under discussion. Revisiting the role played by Board members at the Forum was suggested as one option for addressing this confusion. It was noted that care should be taken in considering this change and in how far revisiting the Boards role could go; it was noted that Forum members are seeking the interaction with Board members on specific issues. One option that was suggested was having Board members participate by request, or during breaks in the Forum discussions. Another option would be to indicate to Board members that while they were invited to Forum meetings they were not obliged to attend. This issue was felt to be one of clarity in defining the role of Board members.

The discussion concluded with agreement that this topic will be added to the Board agenda for the February 2008 meeting.

Action: The Policy Forum FAQ and member selection documents were approved as submitted, with any further comments to be provided to the Secretariat and Policy Forum Committee chair.

By; Secretariat, Policy Forum Committee.

The Policy Forum Committee will proceed with implementing the documents.

Policy Forum Committee will discuss the role of the Board at Forum meetings and the issue will be revisited at the February Board meeting.

1d. Board Committees

Reiner Banken and Paul Childs provided an overview of the changes that had been made to the Committee terms of reference document that was provided to the Board. It was clarified that there were no major changes mandates or roles for Committees; this redrafting was only intended to clarify these matters. Ken Stein noted that there seemed to be some overlap between the Membership Committee and the External Relations Committee around the issue of membership linkages. The Secretariat will investigate this and prepare a new version of the Terms of Reference. Americo Cicchetti reported that the Scientific and Professional Programs Committee was also looking for new members.

Reiner Banken also proposed that in the future the Board would ratify Board Committee chairs and the Executive Committee would approve Committee members. This proposal was seconded by Ken Stein. The motion was passed and the Secretariat was directed to revise the Society's governance document to reflect this change as well as the changes in Committee terms of reference that were proposed. The proposed Board Committee chairs; Wija Oortwijn and Jill Sanders were approved.

In response to a question from Berit Mørland Reiner Banken indicated that membership of the External Relations Committee would be discussed at the Executive Committee; he suggested that he would be one member and that others were being sought. The Board was asked to provide the names of members of this Committee.

Action: The Society's governance document to be revised to include the revised terms of reference provided to the Board as well as the amendments suggested during this call. By: Secretariat.

Membership for the External Relations Committee to be approved by Executive Committee with recommendations from Board members. Executive Committee

Jill Sanders approved as Chair of the Communications Committee. Wija Oortwijn approved as chair of the Annual Meeting Committee.

New members for the Finance and Audit and Scientific and Professional Programs Committees will also be sought.

1e. Finance and Audit Committee

Mitchell Sugarman provided an update from the Finance and Audit Committee and indicated that for the first quarter revenue and expenditures were on track. He did note that the budget and actual document provided to the Board did not reflect increased costs associated with the Policy Forum scientific secretariat proposal or any additional revenue from new Policy Forum members. The auditors report was also provided to the Board, and Mitchell Sugarman noted that there were no issues of concern in the Society's finances for 2006 - 2007 raised by the Society's auditors.

Guy Maddern proposed that the Board formally recognize the contribution of the Policy Forum revenue to the Society's budget, and that this recognition should be part of a broader discussion on the contribution of the Forum and its relationship to the Society. It was clarified that the Forum is an entity of the Society and as such its financial information is reported as part of the Society's finances, not as a separate budget or spreadsheet.

Jill Sanders suggested that given the size of the Society's cash reserves (unrestricted net assets in the auditors report) the Board should develop a strategy on how big the reserves should be and what should be done with them. This could include professional advice on how to ensure that the Society is following best practices on the use of its reserves.

It was agreed that this issue will be brought to the February Board meeting for further discussion.

Action: The Secretariat will investigate options for addressing the Society's reserve finds and report back to the Board in February. By: Secretariat

1f. Annual Meetings

2007

Laura Sampietro- Colom reported that the final tally was 1,056 registrants for the Annual Conference in Barcelona, and the Barcelona LOC would be making a final payment of \$105,600 (U.S.) to HTAi as part of the final reconciliation of accounts for the 2007 Annual Conference.

2008

Speaking in his role as the chair Montreal 2008 LOC Reiner Banken reported that deadline for proposals for pre-conference workshops had been extended to October 22, and the deadline for

proposals for panel sessions had been extended to October 31. He also reported that he would be providing a report to the Annual Meeting Committee (AMC) on planning and progress for the 2008 Annual Conference.

2009

Wija Oortwijn provided an overview of the discussions that had been held with the Singapore LOC over the past few weeks. The goal of these discussions has been to start building a working relationship between the LOC and the Annual Meeting Committee as planning for the 2009 meeting progresses. The Committee had encountered a significant issue in that the Singapore LOC wishes to fund the 2009 meeting under Option 2 (Society funding and control). This choice had not been clear in the hosting submission reviewed by the Committee. She indicated that after a teleconference with representatives from the Singapore LOC there was a sense that the LOC was moving towards Option 1, however this was still uncertain. The sensitivity and complexity of this situation was echoed by Reiner Banken. Wija indicated that the LOC does not see the need to accrue a profit for the 2009 Annual Conference and this was driving their assumptions about which option they would prefer to use for managing the Conference.

2010 - 2011

Wija Oortwijn indicated that the AMC was planning a two stage process of Letters of Intent and submission of formal proposals for the 2010 and 2011 Annual Conferences and that this process would begin in the coming weeks.

Action:

2007: Membership numbers and financial contributions from the Barcelona conference are to be reconciled by the February Board meeting.

By:

Secretariat

2009: The AMC is to discuss the issue of which Option will be used for the 2009 Annual Conference and liaise with the Executive Committee on developments with the Singapore LOC.

Annual Meeting Committee,
Executive Committee

1g. Observers to the Board

Reiner Banken provided background on the proposal for Dr. Ashok Patwari of the International Clinical Epidemiology Network (INCLLEN) to join the HTAi Board of Directors as an observer. He also reported that a Memorandum of Understanding between INCLLEN and HTAi was under development as well.

The proposal for Dr. Patwari to join the Board as an observer was accepted by the Board.

Action: Dr. Patwari to be invited to future Board meetings as an Observer. By: President, Secretariat.

1h. Liaison with the Journal

Reiner Banken reported that based on the results of the Society membership survey in the Spring of 2007 there was a need to renegotiate some elements of the agreement between Cambridge University Press (CUP) and the Society regarding the *International Journal of Technology*

Assessment in Health Care. He proposed that Ken Stein take the lead in that negotiation process and that he report directly to the Executive Committee as negotiations progress.

Specific issues of concern relate to electronic access to the Journal and access by members in developing countries who have access to the Journal through the Health InterNetwork Access to Research Initiative (HINARI) program of the World Health Organization. The key concern is a need to 'loosen up' the agreement between CUP and HTAi on the Journal.

The Board agreed that Ken Stein should take the lead in negotiating a revised agreement between the Society and CUP.

Action: CUP will be officially informed that Ken Stein will be representing the Society and that the Society is looking to loosen up the agreement with CUP, not a complete renegotiation. By: Ken Stein, Executive Committee, and Secretariat.

1i. HTAi Representation at the ISPOR HTA Council

Reiner Banken provided an overview of his perspective of the development of the HTA Council by ISPOR and the relationship HTAi should have with that Council. He indicated that like INAHTA HTAi should pursue an unofficial relationship with the Council for now. Berit Mørland indicated that she would attend the upcoming Council meeting as a representative from Norway, reiterated Reiner's perspective, and added that the Council seems to be at the same level of development HTAi was several years ago. Americo Cicchetti indicated that he had been asked to participate in the ISPOR Council meeting in Dublin and that while he would attend he would not be doing so as a representative of HTAi.

Action: None, information item. Developments on the Council to be observed and the item brought back for discussion to the Board agenda for February 2008.

2. Policy and Operational Issues

2a. Strategic and Operational Plan

The Board reviewed the timetable and proposed membership for the Strategic Planning Committee and approved both.

Action: Work to proceed with development of a new strategic plan for the Society. By; Strategic Plan Committee, Secretariat.

2b. Web Site

A short update on progress on the reconstruction of the web site was provided to the Board.
Action: None required, information item.

2c. Dues Increase

The Board was reminded that an increase in Society dues will come into effect for the 2008 -2009 membership year.
Action: None required, information item.

2d. Coverage for Maternity Leave – Secretariat Administrative Officer

The Board was reminded that Christine Batdorf will be on maternity leave until early in 2008 and that Lynette Tipper was covering the administrative officer position for that time period.

Action: None required, information item.

3. Minutes

3a. Board of Directors meeting June 16, 2007

No issues were raised with these minutes and Board members were asked to provide any further comments or amendments to the Secretariat.

Action: Final draft of minutes to be posted to the Society's web site. By; Secretariat.

3b. Annual General Meeting June 18, 2007

As time was running short these minutes were not discussed.

3c. Executive Committee Meetings: July 19, 2007; September 21, 2007.

These minutes provided as information items.

3d. Next Meeting – February 10, 2007

The next meeting of the Board will be held in Rome, Italy, at the Hotel Grand Palazzo Carpegna.

4 In - Camera Discussion

4a. 2006 Board of Directors Election

Concerns have been raised about the soundness of our web-based voting system for the annual election of Board members. Some preliminary investigations of the 2006 elections have raised questions about the robustness of the systems used then. The board confirms the mandate to the nomination committee to conduct an independent process of confirming and analyzing the information on the 2006 election.

Information gathering on the process leading to the current knowledge concerning the 2006 elections will be separated from the independent process of confirming and analyzing this information. The former issue should be done by the board, the latter by the members of the 2006 Nomination Committee. Jill Sanders accepts the mandate to gather information on the process leading to current knowledge on the elections and report back to the board.

Action: The members of the 2006 Nominating Committee to proceed with an investigation of the information available on the 2006 Board elections.

Jill Sanders will contact Egon Jonsson

By:
Executive Committee

Jill Sanders

4a. Secretariat

The Board agreed to initiate an international tender process for hosting the secretariat as of January 1, 2009 after the end of the current contract with IHE. Board members will make suggestions as to HTAi members and/or possible consultants that could prepare the tender document. The documents and process for the tender that lead to hosting the secretariat at its current location should be used as a basis for the new tender.

Action: Material on the previous tender process for the Secretariat hosting location will be provided to the Board.

By: Secretariat.

5. Adjournment

The call adjourned at 15 minutes past the hour.