

HTAi Legacy Advisory Council

Terms of Reference

1.0 Purpose

The Past Presidents' Council is an informal advisory group to help preserve the institutional memory and knowledge, express appreciation to the Past Presidents, and to involve the Past Presidents, their experience, and influence after their term of office has been completed.

2.0 Establishment

This is an honorary social committee.

3.0 Responsibilities

- 3.1 This Council has no authority to set policies or make decisions. It acts solely in an informal advisory capacity to the current Board of Directors.
- 3.2 Attend the Council meetings to provide input or advice on a particular topic.
- 3.3 Preserve the institutional memory and knowledge of the Society.

4.0 Accountability

This is not a decision-making body and has no policy setting authority.

5.0 Committee Composition

- 5.1 All Past Presidents who are the members in good standing may participate;
- 5.2 The Chair of the Council shall be the most recent Past President;
- 5.3 President;
- 5.4 Vice-President;
- 5.5 May invite any Board member who served the maximum number of years (six) on the Board;
- 5.6 At the Council's discretion, the Council may remove a past president from this Committee.

6.0 Terms of Office

- 6.1 The term of office for the Committee Chair shall coincide with their term of office as HTAi Board member and shall be up to two (2) years.
- 6.2 All members of the Council are members of the Society in good standing. There is no time limit on their participation in this Council.

7.0 Responsibilities of Members

Members are expected to:

- 7.1 Familiarize themselves with the Committee's Terms of Reference.
- 7.2 May attend the meeting.
- 7.3 Come to meetings with an open mind to engage in a meaningful discussion and provide considered, constructive and thoughtful feedback and input, express opinions, and ask questions.
- 7.4 Offer input focused on the strategic direction of the Society.
- 7.5 Listen to other participants' views and be respectful of other opinions.
- 7.6 Uphold the Bylaws of the Society, its policies and procedures and act in the best interests of HTAi in accordance with the Society's mission and Strategic Plan.

8.0 Quorum

This is not a decision-making body, and a quorum is not required.

9.0 Committee Operations

9.1 Meetings

- 9.1.1 The Council meeting will be held at least once a year during the Annual Meeting of the Society.
- 9.1.1 The Council members may attend in person.
- 9.1.2 The invitations will be sent out three (3) months in advance.
- 9.1.3 Members who wish to attend shall RSVP to the Secretariat.
- 9.1.5 HTAi will not pay for the attendees' flights, Annual Meeting registration, honorarium, hotel accommodation, or any other travel expenses.

9.2 Secretarial Support

The HTAi Secretariat provides administrative support and facilitation, including:

- 9.2.1 Setting up meetings;
- 9.2.2 Sending out the invitations;
- 9.2.3 Booking the facilities and catering;
- 9.2.4 Providing a summary of the meeting.

9.3 Remuneration of the Committee Members

The Council Members shall receive no remuneration for their service.

9.4 Conflict of Interest Declaration and Management

The conflict of interest is managed according to the HTAi Conflict of Interest Policy and Procedure. Even though it is not a decision-making body, the members should be aware of the Code of Conduct and Conflict of Interest Policy and Procedure and act accordingly.

- 9.4.1 The member shall promptly declare any real or perceived conflict of interest.
- 9.4.2 The member shall refrain from all discussion of the matter giving rise to the conflict of interest.
- 9.4.3 The member shall excuse themselves from the portion of the meeting where the matter giving rise to the conflict of interest is being discussed.
- 9.4.4 The Committee Member shall return to the meeting after the matter giving rise to the conflict of interest has been discussed.

9.5 Confidentiality

Due to the sensitivity of the possible discussions within the Council, meeting information is confidential unless otherwise noted by the Chair. The members will not disclose confidential information. Any member may raise a request for information to be treated as confidential.

10.0 Review

Review of these terms of reference shall take place every three years or as directed by the Board of Directors.

Approved date: March 27, 2024

Review date: March 2027