



## Interoperability Matters Leadership Council: Charter

### Change Log

Date	Version #	Description	Editor
2019-1-16	1	Initial Draft	Mark Segal
2019-1-18	2	Revised Draft reflecting 1/17 PPT	Mark Segal
2019-1-21	3	Revised with team input	M Yeager
2022 – 4 - 27	4	Revised voting protocol	M Yeager

### Purpose

The Sequoia Project Interoperability Matters Leadership Council is charged with representing Sequoia Project members and facilitating the Interoperability Matters Cooperative for the benefit of The Sequoia Project and the interoperability community. The goals of the Cooperative are to:

- Prioritize matters that benefit from national-level, public-private collaboration;
- Focus on solving targeted, high impact interoperability issues;
- Engage the broadest group of stakeholders and collaborators;
- Coordinate collective efforts into a cohesive set of strategic interoperability directions;
- Channel end user needs and priorities;
- Bring forward diverse opinions, which may or may not result in driving consensus;
- Facilitate input and develop work products, with an emphasis on implementation;
- Support a public forum for maximum transparency;
- Provide feedback and insight based upon real world implementation to policy makers; and
- Deliver work products and implementation resources.

The Leadership Council will operate under the authority and guidance of The Sequoia Project Board, considering input from the Interoperability Matters Work Groups and Interoperability Matters Advisory Forum. It will also actively seek input from a wide range of stakeholders and subject matter experts, when appropriate. The Leadership Council will be organized and operate in a manner that is compliant with applicable antitrust laws and its deliberations will be confined to topics that are consistent with these legal requirements.

## Charter

The Leadership Council is chartered to:

1. Facilitate the work of the Interoperability Matters cooperative process
  - a. Recruiting Work Group members;
  - b. Recommending priorities to The Sequoia Project Board; and
  - c. Tracking Workgroup progress and guiding Workgroup efforts.
  - d. Providing status updates to The Sequoia Project Board
2. Prioritize Interoperability Matters projects:
  - a. Proposals will be submitted from within or outside of the Sequoia Project, including the Board, Leadership Council, Work Groups, and the Interoperability Advisory Forum;
  - b. The Leadership Council will vet and narrow proposals as appropriate;
  - c. The Leadership Council will seek input regarding prioritization from the Interoperability Advisory Forum; and
  - d. The Leadership Council will finalize priorities in consultation with the Sequoia Project Board, which will assure alignment with Sequoia priorities and financial support for Cooperative work consistent with its fiduciary and stewardship responsibilities.
3. Provide substantive input:
  - a. To the Sequoia Board regarding recommended priorities for the Interoperability Matters Cooperative;
  - b. Developing proposed Work Group Charters for Board approval;
  - c. Providing input to and vetting Work Group deliverables prior to submission to the Board (Work Group co-chairs periodically brief the Leadership Council);
  - d. Considering Interoperability Advisory Group input; and
  - e. Presenting recommended deliverables and recommendations (for the Sequoia Project, the industry, or government) to the Sequoia Project Board for approval or endorsement.

## Deliverables

The Leadership Council’s deliverables should be developed to meet the following objectives:

1. Leadership Council deliverables should be generated through an open, inclusive, consensus-based approach process, including a published meeting agenda, meeting notes with roll, outcomes, roster of voting members, roster of all Council members, documented decisions, etc.
2. Accommodate and reflect varying community perspectives and needs.
3. Focus on priority use cases consistent with the mission of The Sequoia Project and Interoperability Matters.
4. Remain vendor, provider, and technology neutral.

The initial set of deliverables is expected to address information blocking, including perspectives on the forthcoming ONC 21<sup>st</sup> Century Cures proposed rule that can inform industry and Sequoia Project regulatory comments; an assessment of the implications of the proposed rule for the community; and an assessment of the ONC proposed rule for the community, with identified follow-up actions needed by the federal government and the private sector.

Other deliverables will be defined by the Leadership Council and its co-chairs based on agreed upon priorities using the process described in this Charter.

## Timeframe

Activity	Targeted Completion Date
<b>Launch Phase: Leadership Council</b>	
Call for participation	January 2019
Draft charter	January 2019
Confirm Council membership	February 2019
Launch Council	February 2019
<b>Leadership Council Operations: Initial Project</b>	
Monthly Meetings Begin	March 2019
Submit recommendations to The Sequoia Project Board based on recommendations from the Information Blocking Work Group and Interoperability Advisory Forum.	45 days after ONC proposed regulation published in the Federal Register

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## Leadership Council Composition and Responsibilities

### Council Composition

The Leadership Council will be open to all Sequoia Project members (voting and non-voting). Each member organization shall designate an individual, with a named alternate, to the Council.

### Council Leadership and Staffing

The Sequoia Project Staff (contract and employees) will assist in facilitating the Leadership Council. The initial Leadership Council Co-Chairs will be appointed by The Sequoia Project Board. The Co-Chairs should represent different stakeholder perspectives. Leadership Council Co-Chairs should have the requisite subject matter expertise, leadership and facilitation skills to assure the work is conducted in an effective, open and fair manner. The Co-Chairs may establish any necessary Leadership Council subgroups. Such a subgroup will present its work to the full Council for consideration as normal business as deemed necessary by the Council Co-Chairs.

Co-Chair duties include:

- Leading and facilitating Leadership Council efforts, including development and maintenance of deliverables (e.g. reports to the Board) and assigning subgroups, as necessary, to draft deliverables;
- Facilitating meetings in a manner that assures that all Council members are actively contributing to the Council's efforts;
- Enabling balanced opportunities for all Council members to contribute to the discussions and minimizing a few individuals from dominating the discussion;
- Conducting the work in a manner that is efficient, in accordance with the work plan; and
- Meeting with Sequoia Project staff prior to each Leadership Council meeting to prepare the agenda and discussion topics.

### Leadership Council Responsibilities

In its role as the facilitator for The Sequoia Project's Interoperability Matters Cooperative, the Council's members will fulfill the following responsibilities:

- Support Sequoia in encouraging engagement in the Council and other Sequoia initiatives;
- Maintain personal involvement in Council meetings and related activities;
- Respect any confidential discussions held in the Council;
- Represent the necessary expertise to contribute to the development of the Council deliverables and enlist feedback from the constituents represented; and
- Accept occasional assignments tasks between Council meetings.

## Decision-Making and Relationship to Interoperability Matters and The Sequoia Project

The Leadership Council will maintain a roster of all Council members and Co-chairs.

- Full Sequoia Project members will have voting rights. Associate members will have all rights of participation other than the vote.
- When joining the Council after its initial formation, voting Council members are granted voting privileges at the start of their second consecutive meeting.
- If a representative is absent for three consecutive meetings, their voting privileges are suspended and they no longer count toward quorum.
- Voting privileges are re-instated upon attending their second consecutive meeting.
- Voting may take place via oral votes, online polling or email ballot responses.

The Council will follow a balloting process and will attempt to reach unanimity or consensus when possible and as applicable to the matter. The Leadership Council may wish to describe differing viewpoints and positions and/or identify minority views to assure those perspectives are reflected.

The Leadership Council Sequoia support staff and Co-Chairs shall facilitate decision-making and balloting process, including maintaining the official Council roster, overseeing the balloting process, sending official Council ballot-related communications to the Council members, recording votes and tallying votes.

For matters that require voting, a simple majority of voting Council members present at a meeting or responding electronically will carry the vote. It will be expected that many Council meetings could be decisional, and thus specific notice of decisional meetings will not be sent.