

Policy Advisory Council Charter

Purpose

The Contexture Policy Advisory Council is a multi-stakeholder group responsible for advising and making recommendations to Contexture staff and Board of Directors regarding i) permitted uses of HIE Data; and ii) Contexture's data privacy and security policies and practices as set forth in Contexture's externally facing policies (CORHIO's *Governing Principles and Policies* and Health Current's *HIE Participant Policy Manual*).

Roles & Responsibilities

- Review from time to time, but not less often than annually, the CORHIO *HIE Governing Principles and Policies* and the Health Current *HIE Participant Policy Manual* (collectively referred to herein as “**Contexture HIE Policies**”) and make recommendations to Contexture leadership and the Board based on generally accepted industry standards and laws that may impact Contexture's HIE operations;
- Consider any proposed new participant types, new permitted uses of HIE data, and any other material changes to the data privacy or security practices set forth in Contexture HIE Policies. If approved, the Council shall recommend any revisions to the HIE policies to the Contexture Board of Directors for review and formal adoption;
- Provide a forum for planning and engagement of health policy stakeholders to consider the impact of proposed or promulgated state and federal regulations on HIE operations and advise on strategies and tactics to encourage expanded clinical participation in the HIE;
- Recommend additional review and auditing of those HIE participants that are not HIPAA Covered Entities, in accordance with Contexture HIE Policies, contracts and applicable law;
- Help to ensure that relevant HIE stakeholders are kept fully informed of any changes to Contexture HIE Policies.

Council Membership

Any Contexture participant in good standing may nominate a qualified representative from their organization to participate as a member of the Policy Advisory Council. Members shall include representatives from the broad HIE stakeholder community, including from various Participant types, public health authorities and state agencies, patient advocacy groups, rural and urban healthcare providers, behavioral health providers, payors and other interested parties. The Contexture CEO and leadership will appoint members to serve on the Council on a rolling basis.

Council Size

The Council will consist of up to 25 members or as otherwise directed by the Contexture leadership.

Council Term Length & Limits

Council membership terms are two (2) years, provided Council member is a representative of a Contexture Participant that remains in good standing throughout the term. Members may serve consecutive, or non-consecutive, terms with no limit. The initial Advisory Council will be established such that term lengths are staggered.

Council Meetings

The Council shall meet quarterly for up to ninety (90) minutes or as needed. The frequency and length of meetings may be adjusted based on the business of the Council. Most meetings shall be virtual with the option of holding in person meetings. Council Members are requested to attend no fewer than 50% of scheduled meetings.

Executive Sponsor

The Council is led by Contexture’s Chief Legal Officer, who is responsible for managing Council membership, including presentation of new member applications to the CEO and Contexture leadership team, distributing the agenda and supporting materials to the Council members in advance of meetings, and other logistics, such as recording the meetings and distributing meeting minutes.

Quorum

A majority of Council members shall constitute a quorum for any meeting of the Council. Each Council member may vote on Council business; members may not vote by proxy. If Council members are unable to attend a Council meeting, they may designate an alternate who will be allowed to participate in the meeting as a guest but will not be allowed to vote on any Council business.

Approval Requirements

A majority of the Council members in attendance at a Council meeting at which a quorum is present shall be necessary for approval of any action or recommendation by the Council.

Internal Approval	May 1, 2022 by Contexture Executive Leadership Team
Initial Charter Adopted	
Revised and Approved	