

Intellect Healthcare Council – Terms of Reference

1 Purpose

The Intellect Healthcare Council's purpose is to act as the Management Committee of the Intellect Health Care Group ("The Group"), whose purpose is to promote the interests of Intellect members operating in the UK based Health Informatics Industry.

The Council will:

- Develop, co-ordinate and promote Intellect's healthcare policy
- Represent the interests of the Group to other relevant bodies in markets in which members may operate, including but not limited to:
 - Governments (via both politicians and officials)
 - Healthcare purchasers and providers
 - National and international non-governmental organisations
 - Trade and professional associations
 - Patients and the public

Such activity to include liaison at the highest possible level with such entities, the formulation of Intellect's response to initiatives or consultations including the provision of a confidential industry view and such other activities as the Council may consider appropriate.

- Formulate, develop & manage campaigns
- Consult and liaise with the wider Healthcare Group membership
- Liaise with Intellect at a corporate level and with other Intellect special interest groups
- Feed issues/information to other groups and members and provide content for appropriate Intellect publications.
- Such other activities consistent with the purposes above and the rules and constitution of Intellect as the Council may see fit.

2 Membership

The Council will normally consist of 15 members as follows:

The Chair and Vice Chairs as elected by the Group annually to serve respectively as the Chair and Vice Chairs of the Council and the Group. The elections will normally be held in December each year.

12 other general members elected from the membership of the Group to serve for three years as described in Section 3. Initially these members and their retirement dates will be as listed in Schedule 1.

Members of the Council must be employed by a body that is a full member of Intellect and will cease to be a member forthwith if:

- Other than in the case of the Chairs and Vice Chairs, after serving three years on the Council
- Their employing body withdraws their consent for the individual to serve as a Council member
- They cease to be employed by the body with whom they were employed at the time of their appointment to the Council

- Their employing body ceases to be a member of Intellect or is suspended from membership of Intellect
- A member fails to attend 3 consecutive meetings
- They are expelled from the Council by a vote of at least 10 Council members

Membership of the Council is bestowed on the individual who serves to represent the interest of the Group not their employing body, who have no right to substitute an alternative or deputy.

3 Appointment of General Members

When a vacancy arises on the Council, nominations will be sought from qualified members of the Group by email with at least 14 days notice.

The Chair and Vice Chairs of the Council, supported by advice from the Council and the Intellect Secretariat, will select new members from those persons nominated such that appointments to the Council ensure that it is representative, as far as a practically possible, of the Group as a whole, both in terms of company size and interest area.

Where a new member is appointed to replace a member who has left the Council at the end of their term the new member will serve for 3 years. Where a new member has been appointed to replace a member who has not served their full term they will be appointed for the remainder of the term of that member.

Members leaving the Council for whatever reason may nominate themselves for re-appointment. However, in making appointments, the Chair and Vice Chairs will seek to ensure that, all other matters being equal, those who have not served within the previous 3 years are given priority.

4 Meetings

Meetings will normally be held on a monthly basis, but in any case will be held at least 10 times each year.

Meetings will normally be chaired by the Chair of the Council or in their absence by one of the Vice Chairs as agreed by those present.

The Quorum for a meeting will be 8 members, which must include at least one of the Chair or Vice Chairs.

Each member of the Council will be entitled to one vote. In the case of a hung vote, the chairman of the meeting may exercise an additional casting vote.

The Intellect Secretariat will normally attend all meetings of the Council.

Council meetings will operate under The Chatham House Rule, which states:

"When a meeting, or part thereof, is held under the Chatham House rule, participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed".

Except that:

Membership of the Council and details of attendance at meeting will be a matter of public record.

The chairman of a Council meeting may declare matters to be confidential where circumstances reasonably require this.

Subject to the above, proceedings of meetings will be minuted and such minutes will be made available to members of the Group or more widely should the Council so decide.

5 Special Interest Groups (Formerly “Sub Groups”)

The Council may establish and disestablish Special Interest Groups, in consultation and agreement with the Intellect Secretariat, as it thinks fit, with membership drawn from the Council and Group. All Special Interest Groups are required to hold Group meetings that are open to the whole Healthcare Group membership. The Council will appoint a Chair to any Special Interest Group formed in consultation with those members who have shown “Special Interest”, who may be any Group member. The Chair of the Special Interest Group is responsible for reporting back to the Council, and will be expected to attend Council meetings. The Council will review Special Interest Groups annually.

6 Working Groups

The Council may establish Working Groups, in consultation and agreement with the Intellect Secretariat as it thinks fit, with membership drawn from the Council and Group and any other person whom the Council thinks appropriate. Such working groups will have a specific deliverable outcome after which the working group will cease to exist. Any Working Group will contain at least one Council member and will be chaired by a member of the Council who will be responsible to the Council for the proper conduct of the Working Group.

7 Liaison with Intellect Board

The Healthcare Council develops and executes Intellect’s Healthcare policy through the Secretariat, the membership and liaison with other bodies. In order that this is co-ordinated with other Intellect groups and executed optimally, effective liaison with the Intellect Board is a key factor, not least through the 3-year planning process.

The Chair becomes an Intellect Vice-President and will represent the Healthcare Group at Intellect main board meetings when requested.